The Group Long-Term Vision “Try & Discover 2030 — Breaking Beyond —”

Under the Group’s corporate philosophy, the T&D Insurance Group has been committed to sustainability management, cherishing the founding spirit of “Try & Discover” that has defined us since our inception, and continuing to contribute to all people and societies as a public entities of society through value creation.

Based on this philosophy, and taking into account environmental changes that may occur over the ultra-long term, we have formulated the new Group Long-Term Vision “Try & Discover 2030 — Breaking Beyond —,” which began in fiscal year 2026, and revised our Group management vision.

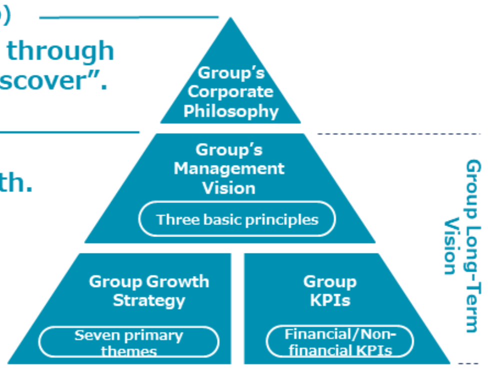
Under this new management vision, we aim to enhance synergies as One Group, while enabling each Group company to fully leverage its strengths in its respective market, thereby maximizing corporate value.

- **Our Management Philosophy (Our Purpose as a Group)**

  We aim to contribute to people and society through value creation under the spirit of “Try & Discover”.

- **Our Management Vision (The Group’s Vision and Direction for 2030)**

  One “Try & Discover” for sustainable growth.



Three basic principles

Three basic principles	Seven primary themes
Principle 1 Further Strengthening of Our Core Business	(1) Maintaining and strengthening the earnings base of the life insurance business
	(2) Strengthening the customer base
	(3) Active business portfolio management
Principle 2 Growth through New Value Creation	(4) Promoting external growth strategies
Principle 3 Enhancing Group Resilience	(5) Effective circulation and creation of group capital
	(6) Enhancing the effectiveness of Group governance
	(7) Establishing and embedding the Group brand

Financial/Non-financial KPIs*1

Financials	Adjusted profit ¥230 billion	Value of new business ¥200 billion	Adjusted ROE 15%
Non-financials	Customer satisfaction ≥ 4.0 (five-point scale)	Reduction rate of our own GHG emissions (75%) (From FY2013)	
Non-financials	Employee engagement score ≥ 4.0 (five-point scale)	Recruitment and development of diverse talent*2 40% of all administrative personnel	

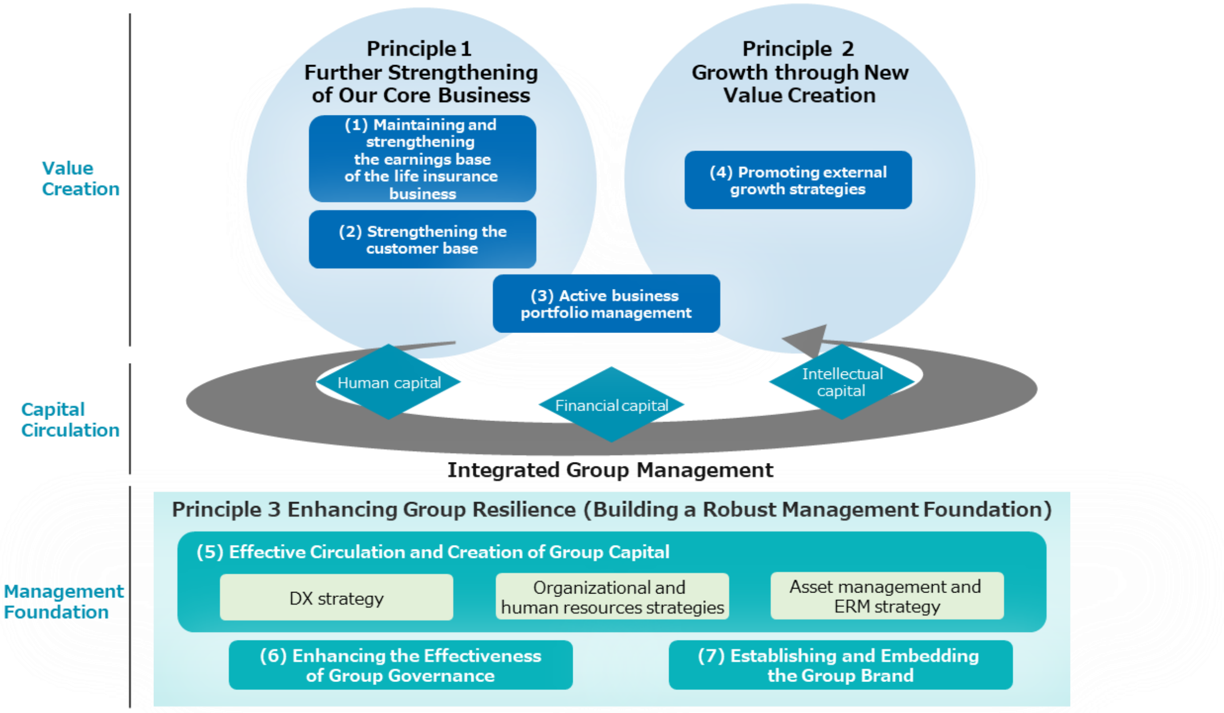
*1. Numerical KPI targets represent achievement levels for March 31, 2031
*2. Employees with experience at multiple Group companies or with external secondment experience/Mid-career hires

Targets for the Group Long-Term Vision (Five-Year Horizon)	EPS growth rate ≥ +10%	ROEV ≥ +8%

Enhancing Corporate Value through Capital Circulation

In "Try & Discover 2030 — Breaking Beyond —," we have established three basic principles and seven priority themes that embody these principles.

By organically integrating each initiative, we aim to enhance our ability to create value by circulating and maximizing not only financial capital, but also the human capital of each Group employee and the intellectual capital accumulated across the Group, as we work to achieve the sustainable enhancement of corporate value.



This document is an English translation of the notice of convocation of the ordinary general meeting of shareholders in Japanese for the convenience of shareholders overseas. In the event of any discrepancy between the English translation and the Japanese version, the Japanese version shall prevail.

Securities Code 8795
June 3, 2026
(Date of commencement of electronic provision measures: May 20, 2026)

To Our Shareholders

T&D Holdings, Inc.
7-1 Nihonbashi 2-chome, Chuo-ku, Tokyo, Japan
Masahiko Moriyama
Representative Director and President

Notice of Convocation of the 22nd Ordinary General Meeting of Shareholders

We are pleased to inform you that the 22nd Ordinary General Meeting of Shareholders of the Company will be held as described below.

In convening this General Meeting of Shareholders, the Company has electronically provided information contained in the reference materials for the general meeting of shareholders, etc. (the "matters subject to electronic provision") and has posted the matters subject to electronic provision on the websites below on the Internet.

[The Company's website]

https://www.td-holdings.co.jp/en/ir/stock/meeting/

[TSE website]

https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show

Please access the Listed Company Search on the TES website above, enter "T&D Holdings" into "Issue name (company name)" or "8795" into "Code," and select "Basic information" and "Documents for public inspection/PR information" in that order to find the information.

As shareholders may exercise your voting rights via the Internet or in writing instead of attending the Meeting in person, please review the Reference Materials for the General Meeting of Shareholders, and exercise your voting rights by 5:00 p.m. on Wednesday, June 24, 2026 (JST).

1. Date & Time: 10:00 a.m. Thursday, June 25, 2026 (JST)

2. Venue: Concord Ballroom, 5th Floor, Main Tower,
Keio Plaza Hotel Tokyo

2-1 Nishi-Shinjuku 2-chome, Shinjuku-ku, Tokyo, Japan

3. Agenda of the Meeting:

Matters to be reported:

Item No. 1: Report on the Business Report and the Consolidated Financial Statements for fiscal year 2025 (from April 1, 2025 to March 31, 2026), as well as the results of audits on the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee

Item No. 2: Report on the Non-consolidated Financial Statements for fiscal year 2025 (from April 1, 2025 to March 31, 2026)

Matters to be resolved:

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Election of Seven Directors Who Are Not Audit & Supervisory Committee Members

Proposal No. 3: Election of Five Directors Who Are Audit & Supervisory Committee Members

Proposal No. 4: Election of One Alternate Director Who Is an Audit & Supervisory Committee Member

Proposal No. 5: Revision of the Amount of Compensation, etc. for Directors Who Are Not Audit & Supervisory Committee Members

Proposal No. 6: Revision of the Amount of Compensation, etc. for Directors Who Are Audit & Supervisory Committee Members

Proposal No. 7: Partial Revision of the Stock Compensation Plan for Directors Who Are Not Audit & Supervisory Committee Members

Notice

- Of the matters subject to electronic provision, the following matters are not included in the documents delivered to the shareholders who have requested the Notice of Convocation in writing, in accordance with laws and regulations and the Company's Articles of Incorporation. However, the Audit & Supervisory Committee and the Accounting Auditor have audited documents including the following which are subject to audit.

  In the Business Report, "Transition of assets and profits (losses) of the corporate group and the insurance holding company," "Principal offices of the corporate group," "Employees of the corporate group," "The Group's main source of debt," "Other significant matters regarding the current state of the corporate group," "Liability limitation agreement," "Directors and Officers Liability Insurance contract," "Matters concerning outside officers," "Matters regarding shares," "Matters regarding new share subscription rights etc.," "Matters regarding the Accounting Auditor," "Basic policy as respects the manner of presence of the party having control over the financial and business policy of the Company," "Structures to ensure adequacy of business operations," "Matters concerning specified wholly owned subsidiaries," "Matters concerning transactions with the parent company, etc.," "Matters concerning Accounting Advisors," and "Other matters."

  "Consolidated Balance Sheet," "Consolidated Statement of Operations," "Consolidated Statement of Changes in Net Assets" and "Individual notes to consolidated financial statements" of the Consolidated Financial Statements and "Non-consolidated Balance Sheet," "Non-consolidated Statement of Operations," "Non-consolidated Statement of Changes in Net Assets," and "Individual notes to non-consolidated financial statements" of the Non-consolidated Financial Statements.

  "Audit Report of the Accounting Auditor Concerning Consolidated Financial Statements," "Audit Report of the Accounting Auditor," and "Report of the Audit & Supervisory Committee Members' Audit" of the Audit Reports

- In the event of any amendments to the matters subject to electronic provision, a notice of such amendments, as well as the matters before and after the amendments will be posted on the Company's website and the TSE website on the Internet.
- The results of this General Meeting of Shareholders will be posted on the Company's website. Please note that we will not be sending out a written notice of the resolutions.
- Shareholders who require assistance or interpretation (including sign language interpreters) may be accompanied by an assistant or interpreter. However, please understand that companions may not participate in discussions or voting unless they are shareholders with voting rights.
- No souvenirs will be provided on the day of the meeting. We appreciate your understanding.

Announcement on Exercise of Voting Rights

Shareholders may exercise voting rights at the General Meeting of Shareholders by either of the following methods.

When attending the General Meeting of Shareholders

When you attend the Meeting in person, please bring the enclosed Voting Rights Exercise Form and submit it at the receptionist.
If you attend the meeting by proxy, you may only appoint one other shareholder with voting rights at the meeting as your proxy by submitting a document evidencing your proxy's power of representation.
(If you attend the meeting in person, you do not need to follow either the procedures for exercising voting rights via the Internet or in writing.)

Date & Time of the General Meeting of Shareholders 10:00 a.m. Thursday, June 25, 2026 (JST)

In the case of exercise of voting rights via the Internet

Access the voting rights exercise website ▶ https://evote.tr.mufg.jp/ and follow the on-screen instructions to exercise voting rights.

Deadline for exercising voting rights via the Internet By 5:00 p.m. Wednesday, June 24, 2026 (JST)

Please refer to page 7 for instructions on how to exercise your voting rights via the Internet.

In the case of exercise of voting rights in writing

Please return the enclosed Voting Rights Exercise Form with your selections to each proposal by making a circle mark to the proposals you select, to the transfer agent (Mitsubishi UFJ Trust and Banking Corporation) of the Company.

Deadline for exercising voting rights by mail Received by 5:00 p.m. Wednesday, June 24, 2026 (JST)

Platform for Electronic Exercise of Voting Rights

If nominee shareholders such as trust & custody services banks, etc. (including standing proxies) make prior application to use the platform for the electronic exercise of voting rights operated by ICJ Inc. established by Tokyo Stock Exchange, Inc., etc., such shareholders may use the said platform.

Exercise of voting rights via the Internet

By scanning the QR Code (for smartphones)

The exercise of voting rights via smartphone is easy as it does not require a login ID or temporary password!

1. Scan the "Login QR Code" displayed on the Voting Rights Exercise Form..

2. Afterwards, please follow the on-screen instructions to exercise voting rights.

By entering the login ID and temporary password (for computers)

Voting rights exercise website: https://evote.tr.mufg.jp/

1. Access the website of the platform for exercising voting rights.
2. Enter the login ID and temporary password supplied on your Voting Rights Exercise Form.
3. Afterwards, please follow the on-screen instructions to exercise your voting rights.

Your exercising of voting rights via the Internet contributes to scholarship services to students.
The Company will utilize the amount equal to postage fee saved by your exercising of voting rights via the Internet to support financially challenged students in their scholarship through "T&D Insurance Group Student Support Fund -A Life with Try & Discover-," a fund established by the Company.

(Precautions)

- The website will be suspended daily from 2:30 a.m. to 4:30 a.m.
- If you exercise your voting rights by two different methods, that is, via the Internet as well as by mailing your Voting Rights Exercise Form, your voting results via the Internet shall be deemed valid.
- If you exercise your voting rights via the Internet more than once, using computer, smartphone, etc., only your final vote shall be deemed valid.

Contact for inquiries related to the exercise of voting rights via the Internet	Transfer Agent (Help desk), Mitsubishi UFJ Trust and Banking Corporation Phone: 0120-173-027 (9:00 a.m. to 9:00 p.m. (JST), toll free) *Please note that the above service is only available the call from Japan.*

Platform for Electronic Exercise of Voting Rights
If nominee shareholders such as trust & custody services banks, etc. (including standing proxies) make prior application to use the platform for the electronic exercise of voting rights operated by ICJ Inc. established by Tokyo Stock Exchange, Inc., etc., such shareholders may use the said platform.

Information on the Live Streaming via the Internet

The Company will provide live streaming of the General Meeting of Shareholders via the Internet as follows so that shareholders can view the meeting from the comfort of their homes or other locations.

1. Delivery date and time

From 10:00 a.m. Thursday, June 25, 2026 to the closing time of the General Meeting of Shareholders

* The live streaming page will be accessible from around 9:30 a.m., 30 minutes before the start of the meeting.

2. How to watch

(1) Please access the shareholder-exclusive online site "Engagement Portal" (hereinafter the "Website") by either directly entering the following URL on your computer or smartphone, or by scanning the QR code. URL: https://engagement-portal.tr.mufg.jp/

(2) On the Website, please enter the following Login ID and temporary password, review the Terms of Use, check the box next to "I agree to the Terms of Use," and click the "Login" button.

i) Enter the "Login ID" (15-character alphanumeric code) stated on the right side of the Voting Rights Exercise Form.

ii) Enter the "Temporary Password" (6-digit numeric code) stated on the right side of the Voting Rights Exercise Form.

The Login ID and Temporary Password is on the stub (right side) of the Voting Rights Exercise Form. They are the same as the Login ID and Temporary Password of the Website for exercising voting rights. The Temporary Password can be changed to a preferred password; however the new password will not be retained in "Engagement Portal." Please be sure to keep a copy of the stub (right side) before mailing the Voting Rights Exercise Form.

(3) On the Website, click "Watch Live on the Day," review the Terms of Use, check the box next to "I agree to the Terms of Use," and click "Watch."

3. Matters that require attention

・ Watching the live streaming of the meeting via the Internet is not considered attendance at the general meeting of shareholders under the Companies Act. Therefore, you will not be able to ask questions, exercise your voting rights, or make motions at the meeting, which are permitted for shareholders to do, through participation via the Internet.

・ Please note that video and audio problems may occur depending on your computer environment (model, performance, etc.) and Internet connection environment (line conditions, connection speed, etc.).

○ Recommended environment

The recommended environment for this site is listed in the URL below. Please check it in advance.

Please note that Internet Explorer cannot be used.

https://www.tr.mufg.jp/daikou/pdf/faq.pdf

・ Telecommunication charges for watching the live streaming are to be borne by the shareholder.

・ Photography, recording, videotaping, and unauthorized disclosure of the live streaming on social networking services are strictly prohibited.

Please contact below for the live streaming (video player viewing problems, etc.): V-cube, Inc. Phone: +81-(0)3-6833-3241 (Call charges are to be borne by the shareholder.) From 9:00 a.m. Thursday, June 25, 2026 to closing time of the General Meeting of Shareholders

Information on advance questions

Prior to the General Meeting of Shareholders, the Company will accept questions via the Internet for the convenience of shareholders who will not be able to attend the General Meeting of Shareholders.

Acceptance period: From 5:00 a.m. Wednesday, June 3, 2026 to 5:00 p.m. Friday, June 19, 2026

How to submit your advance questions

(1) Please access the following URL and log in, then click "Advance Questions."
https://engagement-portal.tr.mufg.jp/

(2) After selecting a question category and entering your question, please read the Terms of Use, check "I agree to the Terms of Use," and click "Go to confirmation screen."

(3) After confirming your question, click "Submit."

[Matters that require attention]

The Company intends to address matters that are of particular interest to many shareholders on the day of the Meeting.

To allow the Company sufficient preparation time, shareholders are asked to send in questions by 5:00 p.m. on Friday, June 19.

Please be advised that the Company will not provide individual replies.

Contact for inquiries related to how to watch the live streaming (login ID and password) and how to submit advance questions.

Transfer Agent, Mitsubishi UFJ Trust and Banking Corporation Phone: 0120-676-808 (toll free) 9:00 a.m. to 5:00 p.m. (JST) (except Saturdays, Sundays and holidays) On the day of the General Meeting of Shareholders, from 9:00 a.m. to the closing time of the General Meeting of Shareholders *Please note that the above service is only available for the call from Japan.*

Reference Materials for the General Meeting of Shareholders

Proposals and references

Proposal No. 1: Appropriation of Surplus

The returns to shareholders for fiscal year 2025 have been prepared in line with the basic policy of the Company, which is to improve the future value of equity for our shareholders and to continue to distribute a constant dividend while ensuring the sound operation of the business of the Company and its group companies and securing the internal reserves necessary for the group.

In accordance with this basic policy and based on careful consideration of the Company's overall business performance during the term, we hereby propose that the year-end dividend be set at 68 yen per share. Since the Company paid 62 yen per share as an interim dividend, annual dividend for fiscal year 2025 will amount to 130 yen per share.

This amount represents an increase of 50 yen per share, relative to the annual dividend of 80 yen per share paid in fiscal year 2024.

1. Type of property for dividend

   Cash

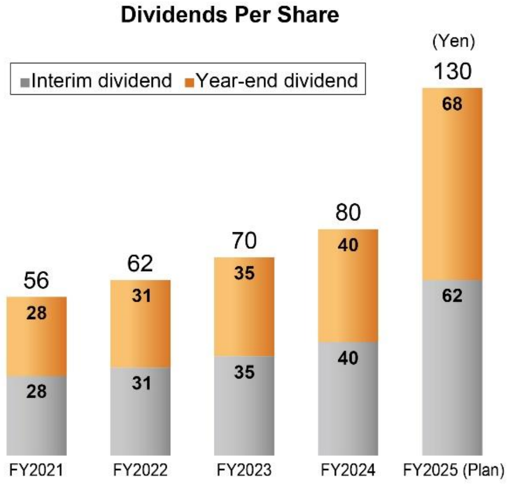
2. Dividend and its total amount

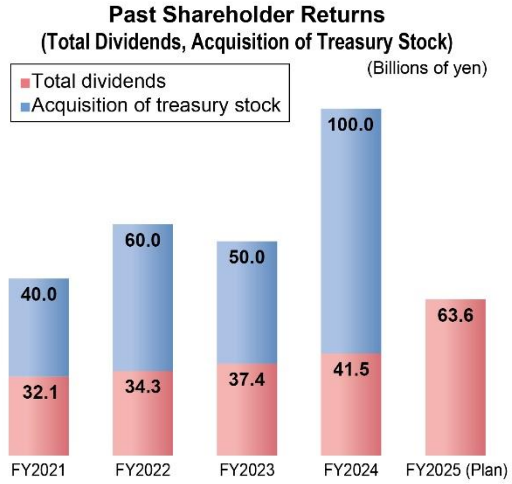
   68 yen per share (common stock) total amount 32,815,064,096 yen

3. Effective date of distribution of surplus

   June 26, 2026

(Reference)



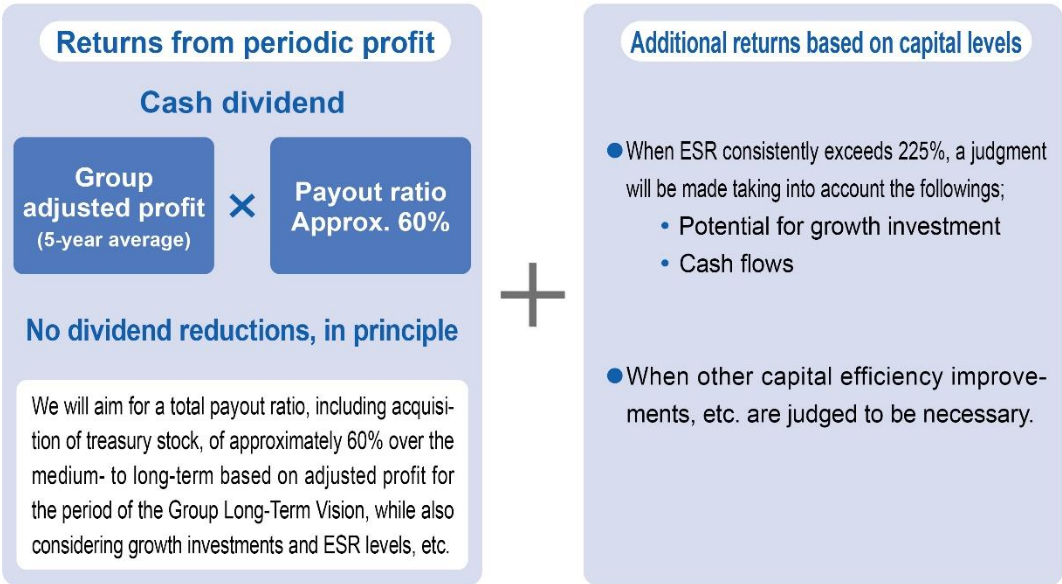


(Reference) Shareholder Return Policy during the Period of the Group Long-Term Vision (FY2026 to FY2030)

From the dividend for fiscal year 2025, we have a policy of distributing approximately 60% of our five-year average of Group adjusted profit as cash dividends, so that profit growth is directly linked to dividend levels.

Furthermore, during the period of the Group Long-Term Vision (FY2026 to FY2030), beginning in fiscal year 2026, we will aim for a total payout ratio of approximately 60% over the medium- and long-term, primarily through cash dividends, but also through share buybacks, based on adjusted profit for that period, while also comprehensively considering growth investments and ESR levels, etc.

When ESR consistently exceeds 225%, or if we judge that other improvements in capital efficiency, etc., are necessary, we will implement additional returns based on capital levels comprehensively taking into account the potential for growth investment and cash flows, in addition to the above policy.



Proposal No. 2: Election of Seven Directors Who Are Not Audit & Supervisory Committee Members

The terms of office of nine Directors who are not Audit & Supervisory Committee Members, Hirohisa Uehara, Masahiko Moriyama, Hotaka Nagai, Yoko Futami, Kensaku Watanabe, Masazumi Kato, Kenji Fuma, Yasuro Tamura, and Mutsuro Kitahara, will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the Company proposes to elect seven Directors who are not Audit & Supervisory Committee Members (five of whom are candidates for reappointment and two of whom are new candidates) as follows, with a view to further strengthening supervisory role of the Board of Directors, expediting decision-making, and fostering more active discussion toward enhancing the medium- to long-term corporate value and ensuring the sustainable growth of the Group.

The candidates have been resolved by the Board of Directors, upon deliberation by the Nomination and Compensation Committee, where the majority of the members are independent outside directors.

No.	Name (Age)		Current positions and responsibilities at the Company	Attendance to the Board of Directors' meetings
1	Hirohisa Uehara (64 years old)	Reappointment	Director and Chairman Chairman of the Board of Directors	All 16 meetings
2	Masahiko Moriyama (60 years old)	Reappointment	Representative Director and President	All 16 meetings
3	Masazumi Kato (74 years old)	Reappointment Outside Independent	Outside Director	All 16 meetings
4	Kenji Fuma (46 years old)	Reappointment Outside Independent	Outside Director	All 16 meetings
5	Atsuko Taishido (50 years old)	New Outside	Outside Director (Audit & Supervisory Committee Member)	14 of 16 meetings
6	Yasuro Tamura (63 years old)	Reappointment	Director	All 13 meetings
7	Hiroyuki Fujita (61 years old)	New	–	–

Reappointment: Candidate for Director to be reappointed
New: Candidate for Director to be newly appointed
Outside: Candidate for Outside Director
Independent: Independent director/auditor to be registered with Tokyo Stock Exchange, Inc.

Notes:
1. No special interest exists between the Company and the candidates above.
2. The age of the candidates is as of the conclusion of this General Meeting of Shareholders.

Composition and Ratio of the Board of Directors including Directors who are Audit & Supervisory Committee Members if Proposals No. 2 and 3 are approved		
Board of Directors		12 Directors (of which, 6 Outside Directors (50%) and including 2 female Directors (17%))
	Audit & Supervisory Committee	5 Members (of which, 3 Outside Directors (60%)) and including 1 female Directors (20%))

<table>
<tr><td>1.</td><td colspan="2">Hirohisa Uehara (January 25, 1962)</td><td>Number of the Company's shares held: 66,300</td></tr>
<tr><td rowspan="24">Reappointment

Attendance to the Board of Directors' meetings: All 16 meetings

Tenure as Director: 9 years (at the conclusion of this General Meeting of Shareholders)</td><td colspan="3">Personal history, position, responsibilities and significant concurrent positions</td></tr>
<tr><td>APR 1984</td><td colspan="2">Entered Taiyo Mutual Life Insurance Company</td></tr>
<tr><td>FEB 2005</td><td colspan="2">Director of T&D Asset Management Co., Ltd.</td></tr>
<tr><td>APR 2011</td><td colspan="2">Executive Officer of the Company</td></tr>
<tr><td>APR 2012</td><td colspan="2">Director of T&D Financial Life Insurance Company</td></tr>
<tr><td>APR 2014</td><td colspan="2">Executive Officer of Taiyo Life Insurance Company</td></tr>
<tr><td>JUN 2014</td><td colspan="2">Director and Executive Officer of Taiyo Life Insurance Company</td></tr>
<tr><td>APR 2015</td><td colspan="2">Director and Managing Executive Officer of Taiyo Life Insurance Company</td></tr>
<tr><td>APR 2016</td><td colspan="2">Director and Senior Executive Officer of Taiyo Life Insurance Company</td></tr>
<tr><td>APR 2017</td><td colspan="2">Director of Taiyo Life Insurance Company</td></tr>
<tr><td>APR 2017</td><td colspan="2">Executive Vice President of the Company</td></tr>
<tr><td>JUN 2017</td><td colspan="2">Director of T&D Financial Life Insurance Company</td></tr>
<tr><td>JUN 2017</td><td colspan="2">Representative Director and Executive Vice President of the Company</td></tr>
<tr><td>APR 2018</td><td colspan="2">Representative Director and President of the Company</td></tr>
<tr><td>APR 2024</td><td colspan="2">Representative Director and Chairman of the Company</td></tr>
<tr><td>JUN 2024</td><td colspan="2">Director of Taiyo Life Insurance Company (present)</td></tr>
<tr><td>JUN 2026</td><td colspan="2">Director and Chairman of the Company and Chairman of the Board of Directors (present)</td></tr>
<tr><td colspan="3">(Position and responsibilities)</td></tr>
<tr><td></td><td colspan="2">Director and Chairman of the Company
Chairman of the Board of Directors</td></tr>
<tr><td colspan="3">(Significant concurrent positions)</td></tr>
<tr><td></td><td colspan="2">Director of Taiyo Life Insurance Company</td></tr>
<tr><td colspan="3">(Reasons for appointment as a candidate for Director who is not an Audit & Supervisory Committee Member)</td></tr>
<tr><td></td><td colspan="2">Mr. Hirohisa Uehara has experience within the Group including asset investment and sales. In addition, he has previously been in charge of Group Planning at the Company. Following service as Representative Director and President and Chairman, he is currently serving as Director and Chairman of the Company and Chairman of the Board of Directors. Considering these factors, Mr. Hirohisa Uehara is proposed as a candidate for Director who is not an Audit & Supervisory Committee Member, as he is expected to continue to serve his role in making key management decisions and supervising the execution of operations, leveraging his wealth of knowledge and experience relating to the management of insurance holding companies, insurance companies, etc.</td></tr>
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<table>
<tr><td>2.</td><td colspan="3">Masahiko Moriyama (August 16, 1965)</td><td>Number of the Company’s shares held: 39,600</td></tr>
<tr><td rowspan="16">Reappointment

Attendance to the Board of Directors’ meetings:
All 16 meetings

Tenure as Director:
4 years
(at the conclusion of this General Meeting of Shareholders)</td><td colspan="4">Personal history, position, responsibilities and significant concurrent positions</td></tr>
<tr><td colspan="2">APR 1989</td><td colspan="2">Entered Daido Mutual Life Insurance Company</td></tr>
<tr><td colspan="2">APR 2016</td><td colspan="2">Executive Officer of Daido Life Insurance Company</td></tr>
<tr><td colspan="2">APR 2019</td><td colspan="2">Managing Executive Officer of Daido Life Insurance Company</td></tr>
<tr><td colspan="2">JUN 2019</td><td colspan="2">Director and Managing Executive Officer of Daido Life Insurance Company</td></tr>
<tr><td colspan="2">APR 2022</td><td colspan="2">Director of Daido Life Insurance Company</td></tr>
<tr><td colspan="2">APR 2022</td><td colspan="2">Senior Managing Executive Officer of the Company</td></tr>
<tr><td colspan="2">JUN 2022</td><td colspan="2">Director and Senior Managing Executive Officer of the Company</td></tr>
<tr><td colspan="2">OCT 2022</td><td colspan="2">Director of All Right Co., Ltd.</td></tr>
<tr><td colspan="2">JUN 2023</td><td colspan="2">Representative Director and Senior Managing Executive Officer of the Company</td></tr>
<tr><td colspan="2">APR 2024</td><td colspan="2">Representative Director and President of the Company (present)</td></tr>
<tr><td colspan="4">(Position and responsibilities)</td></tr>
<tr><td></td><td colspan="3">Representative Director and President</td></tr>
<tr><td colspan="4">(Significant concurrent positions)</td></tr>
<tr><td></td><td colspan="3">–</td></tr>
<tr><td colspan="4">(Reasons for appointment as a candidate for Director who is not an Audit & Supervisory Committee Member)</td></tr>
<tr><td></td><td></td><td colspan="3">Mr. Masahiko Moriyama has experience within the Group including sales, products, planning and systems. In addition, he has previously been in charge of Group Planning at the Company. Following service as Representative Director and Senior Managing Executive Officer, he is currently serving as Representative Director and President of the Company. Considering these factors, Mr. Masahiko Moriyama is proposed as a candidate for Director who is not an Audit & Supervisory Committee Member, as he is expected to continue to serve his role in making key management decisions and supervising the execution of operations, leveraging his wealth of knowledge and experience relating to the management of insurance holding companies, insurance companies, etc.</td></tr>
</table>

<table>
<tr><td>3.</td><td colspan="2">Masazumi Kato (January 29, 1952)</td><td>Number of the Company’s shares held: 300</td></tr>
<tr><td rowspan="17">Reappointment
Outside
Independent

Attendance to the Board of Directors’ meetings:
All 16 meetings

Tenure as Director:
2 years
(at the conclusion of this General Meeting of Shareholders)</td><td colspan="3">Personal history, position, responsibilities and significant concurrent positions</td></tr>
<tr><td>APR 1974</td><td colspan="2">Entered The Long-Term Credit Bank of Japan, Limited (currently SBI Shinsei Bank, Limited)</td></tr>
<tr><td>MAR 2000</td><td colspan="2">Executive Officer of The Long-Term Credit Bank of Japan, Limited</td></tr>
<tr><td>JUN 2004</td><td colspan="2">Managing Executive Officer of Shinsei Bank, Limited</td></tr>
<tr><td>SEP 2005</td><td colspan="2">Senior Managing Executive Officer of Shinsei Bank, Limited</td></tr>
<tr><td>MAR 2008</td><td colspan="2">Outside Director of LIFENET INSURANCE COMPANY</td></tr>
<tr><td>JUN 2008</td><td colspan="2">Representative Executive Officer and Vice President of Shinsei Bank, Limited</td></tr>
<tr><td>OCT 2010</td><td colspan="2">Representative Executive Officer and Vice Chairman of Russell Investments Japan Co., Ltd.</td></tr>
<tr><td>JAN 2013</td><td colspan="2">Representative Director and Vice Chairman of Russell Investments Japan Co., Ltd.</td></tr>
<tr><td>OCT 2023</td><td colspan="2">Representative Director of Russell Investments Japan Co., Ltd.</td></tr>
<tr><td>JUN 2024</td><td colspan="2">Outside Director of the Company (present)</td></tr>
<tr><td colspan="3">(Position and responsibilities)</td></tr>
<tr><td></td><td colspan="2">Outside Director</td></tr>
<tr><td colspan="3">(Significant concurrent positions)</td></tr>
<tr><td></td><td colspan="2">–</td></tr>
<tr><td colspan="3">(Reasons for appointment as a candidate for Outside Director who is not an Audit & Supervisory Committee Member)</td></tr>
<tr><td></td><td colspan="2">Mr. Masazumi Kato possesses wealth of knowledge and experience of corporate management, gained from his positions as Representative Executive Officer and Vice President at a bank and Representative Director and Vice Chairman at a foreign-owned asset management company. Mr. Masazumi Kato is proposed as a candidate for Outside Director who is not an Audit & Supervisory Committee Member because he can be expected to capitalize on this knowledge and experience to continue to serve his role in making key management decisions and supervising the execution of operations from a perspective of protecting general shareholders.</td></tr>
</table>

<table>
<tr><td>4.</td><td colspan="3">Kenji Fuma (March 27, 1980)</td><td>Number of the Company's shares held: 100</td></tr>
<tr><td rowspan="13">Reappointment
Outside
Independent

Attendance to the Board of Directors' meetings:
All 16 meetings

Tenure as Director:
2 years
(at the conclusion of this General Meeting of Shareholders)</td><td colspan="4">Personal history, position, responsibilities and significant concurrent positions</td></tr>
<tr><td colspan="2">APR 2004</td><td colspan="2">Entered Recruit Ablic Inc. (currently Recruit Co., Ltd.)</td></tr>
<tr><td colspan="2">JUL 2013</td><td colspan="2">Representative Director and CEO of Neural, Inc. (present)</td></tr>
<tr><td colspan="2">NOV 2021</td><td colspan="2">Outside Director of Valuence Holdings Inc. (present)</td></tr>
<tr><td colspan="2">JUL 2022</td><td colspan="2">Specially Appointed Professor, Shinshu Sustainability Transformation Initiative, Shinshu University (present)</td></tr>
<tr><td colspan="2">JUN 2024</td><td colspan="2">Outside Director of the Company (present)</td></tr>
<tr><td colspan="4">(Position and responsibilities)</td></tr>
<tr><td></td><td colspan="3">Outside Director</td></tr>
<tr><td colspan="4">(Significant concurrent positions)</td></tr>
<tr><td></td><td colspan="3">Representative Director and CEO of Neural, Inc.
Outside Director of Valuence Holdings Inc.</td></tr>
<tr><td colspan="4">(Reasons for appointment as a candidate for Outside Director who is not an Audit & Supervisory Committee Member)</td></tr>
<tr><td></td><td colspan="3">Mr. Kenji Fuma has sophisticated expertise and experience gained from his position as CEO, etc. of a sustainability management and ESG investment advisory company as well as his positions on committees for government agencies, international organizations, etc. Mr. Kenji Fuma is proposed as a candidate for Outside Director who is not an Audit & Supervisory Committee Member because he can be expected to capitalize on this knowledge and experience to continue to serve his role in making key management decisions and supervising the execution of operations from a perspective of protecting general shareholders.</td></tr>
</table>

<table>
<tr><td>5.</td><td colspan="2">Atsuko Taishido (July 3, 1975)</td><td>Number of the Company’s shares held: 0</td></tr>
<tr><td rowspan="12">New
Outside

Attendance to the Board of Directors’ meetings:
14 of 16 meetings

Attendance to the Audit & Supervisory Committee meetings:
All 17 meetings

Tenure as Director (Audit and Supervisory Committee Member):
4 years
(at the conclusion of this General Meeting of Shareholders)</td><td colspan="3">Personal history, position, responsibilities and significant concurrent positions</td></tr>
<tr><td>OCT 2001</td><td colspan="2">Registered as an Attorney</td></tr>
<tr><td>JAN 2010</td><td colspan="2">Partner of Mori Hamada & Matsumoto (present)</td></tr>
<tr><td>JUN 2015</td><td colspan="2">Outside Auditor of KANDA HOLDINGS Co., Ltd.</td></tr>
<tr><td>APR 2019</td><td colspan="2">Outside Audit & Supervisory Board Member of Pigeon Corporation (present)</td></tr>
<tr><td>JUN 2022</td><td colspan="2">Outside Director (Audit & Supervisory Committee Member) of the Company (present)</td></tr>
<tr><td colspan="3">(Position and responsibilities)</td></tr>
<tr><td></td><td colspan="2">Outside Director (Audit & Supervisory Committee Member)</td></tr>
<tr><td colspan="3">(Significant concurrent positions)</td></tr>
<tr><td></td><td colspan="2">Attorney
Outside Audit & Supervisory Board Member of Pigeon Corporation</td></tr>
<tr><td colspan="3">(Reasons for appointment as a candidate for Outside Director who is not an Audit & Supervisory Committee Member)</td></tr>
<tr><td></td><td colspan="2">Ms. Atsuko Taishido possesses abundant experience, a proven track record, and broad insight as an attorney at law specialized in corporate legal affairs and governance. She has also built up knowledge and experience as a Director who is an Audit & Supervisory Committee Member of the Company. Ms. Atsuko Taishido is proposed as a candidate for Outside Director who is not an Audit & Supervisory Committee Member because she can be expected to capitalize on this knowledge and experience to serve her role in making key management decisions and supervising the execution of operations from a perspective of protecting general shareholders.
Although Ms. Atsuko Taishido has not been engaged in corporate management other than as an outside director and outside audit & supervisory board member, the Company believes that she can perform her duties appropriately as an Outside Director who is not an Audit & Supervisory Committee Member for the reasons above.</td></tr>
</table>

<table>
<tr><td>6.</td><td colspan="3">Yasuro Tamura (September 2, 1962)</td><td>Number of the Company’s shares held: 33,600</td></tr>
<tr><td rowspan="19">Reappointment

Attendance to the Board of Directors’ meetings: All 13 meetings

Tenure as Director: 1 year (at the conclusion of this General Meeting of Shareholders)</td><td colspan="4">Personal history, position, responsibilities and significant concurrent positions</td></tr>
<tr><td colspan="2">APR 1987</td><td colspan="2">Entered Taiyo Mutual Life Insurance Company</td></tr>
<tr><td colspan="2">APR 2014</td><td colspan="2">Executive Officer of Taiyo Life Insurance Company</td></tr>
<tr><td colspan="2">JUN 2015</td><td colspan="2">Director and Executive Officer of Taiyo Life Insurance Company</td></tr>
<tr><td colspan="2">APR 2017</td><td colspan="2">Director and Managing Executive Officer of Taiyo Life Insurance Company</td></tr>
<tr><td colspan="2">APR 2018</td><td colspan="2">Managing Executive Officer of the Company</td></tr>
<tr><td colspan="2">JUN 2018</td><td colspan="2">Director and Managing Executive Officer of the Company</td></tr>
<tr><td colspan="2">APR 2020</td><td colspan="2">Director and Senior Managing Executive Officer of Taiyo Life Insurance Company</td></tr>
<tr><td colspan="2">APR 2020</td><td colspan="2">Director and Senior Managing Executive Officer of the Company</td></tr>
<tr><td colspan="2">JUN 2020</td><td colspan="2">Senior Managing Executive Officer of the Company</td></tr>
<tr><td colspan="2">JUN 2024</td><td colspan="2">Representative Director and Senior Managing Executive Officer of Taiyo Life Insurance Company</td></tr>
<tr><td colspan="2">APR 2025</td><td colspan="2">Representative Director and President of Taiyo Life Insurance Company (present)</td></tr>
<tr><td colspan="2">JUN 2025</td><td colspan="2">Director of the Company (present)</td></tr>
<tr><td colspan="4">(Position and responsibilities)</td></tr>
<tr><td></td><td colspan="3">Director</td></tr>
<tr><td colspan="4">(Significant concurrent positions)</td></tr>
<tr><td></td><td colspan="3">Representative Director and President of Taiyo Life Insurance Company</td></tr>
<tr><td colspan="4">(Reasons for appointment as a candidate for Director who is not an Audit & Supervisory Committee Member)</td></tr>
<tr><td></td><td colspan="3">Mr. Yasuro Tamura has experience within the Group including human resources, planning and sales. He currently serves as Representative Director and President of Taiyo Life Insurance Company. In addition, he has been in charge of General Affairs and Internal Auditing Department of the Company. Mr. Yasuro Tamura is proposed as a candidate for Director who is not an Audit & Supervisory Committee Member, as he is expected to continue to serve his role in making key management decisions and supervising the execution of operations, leveraging his wealth of knowledge and experience relating to the management of insurance holding companies, insurance companies, etc.</td></tr>
</table>

7.	Hiroyuki Fujita (September 26, 1964)	Number of the Company’s shares held: 11,200
New	Personal history and significant concurrent positions	
	APR 1988	Entered Daido Mutual Life Insurance Company
	APR 2017	Executive Officer of Daido Life Insurance Company
	APR 2020	Managing Executive Officer of Daido Life Insurance Company
	JUN 2020	Director and Managing Executive Officer of Daido Life Insurance Company
	APR 2024	Director and Senior Executive Officer of Daido Life Insurance Company
	APR 2025	Director and Executive Vice President of Daido Life Insurance Company
	JUN 2025	Representative Director and Executive Vice President of Daido Life Insurance Company
	APR 2026	Representative Director and President of Daido Life Insurance Company (present)
	(Significant concurrent positions)	
		Representative Director and President of Daido Life Insurance Company
	(Reasons for appointment as a candidate for Director who is not an Audit & Supervisory Committee Member)	
		Mr. Hiroyuki Fujita has experience within the Group including human resources, sales planning, and systems. He currently serves as Representative Director and President of Daido Life Insurance Company. Mr. Hiroyuki Fujita is proposed as a candidate for Director who is not an Audit & Supervisory Committee Member, as he is expected to serve his role in making key management decisions and supervising the execution of operations, leveraging his wealth of knowledge and experience relating to the management of an insurance company.

<Notes on candidates for Outside Directors who are not Audit & Supervisory Committee Members>

1. Mr. Masazumi Kato and Mr. Kenji Fuma are candidates for Outside Directors as stipulated in Article 2, Paragraph 3, Item 7 of the Enforcement Regulations of the Japanese Companies Act. Mr. Masazumi Kato and Mr. Kenji Fuma have been registered with Tokyo Stock Exchange, Inc. by the Company as independent directors/auditors without potential conflict of interests with general shareholders. Mr. Masazumi Kato and Mr. Kenji Fuma meet the independence criteria for Outside Directors prescribed by the Company.
2. Ms. Atsuko Taishido is a candidate for Outside Director as stipulated in Article 2, Paragraph 3, Item 7 of the Enforcement Regulations of the Japanese Companies Act. She meets the criteria for an independent director/auditor set forth by Tokyo Stock Exchange, Inc. and is deemed not to pose a risk of conflict of interests with general shareholders. However, in accordance with the rules of Mori Hamada & Matsumoto, to which she belongs, she has not been registered as an independent director/auditor. Ms. Atsuko Taishido meets the independence criteria for Outside Directors prescribed by the Company.
3. Mr. Masazumi Kato served as the Representative Director of Russell Investments Japan Co., Ltd. (“Russell”) until June 2024. The Company’s subsidiary has investment trust transactions with Russell, but as the subsidiary’s annual trust fee payments to Russell accounts for less than 1% of Russel’s annual sales revenues, his independence as an Outside Director is not affected.
4. At Neural Inc. (“Neural”), Mr. Kenji Fuma serves as Representative Director and CEO. The Company had transactions with Neural under an advisory agreement from December 2021 to June 2024, but as the Company’s annual payments to Neural amounted to less than ¥2 million, his independence as an Outside Director is not affected.
5. The Company now has an agreement with Mr. Masazumi Kato, Mr. Kenji Fuma, and Ms.

Atsuko Taishido that liabilities which may be claimed against them under Article 423, Paragraph 1 of the Japanese Companies Act shall not exceed ¥10 million or the minimum amount as set forth by law, whichever is higher. If the reelection of Mr. Masazumi Kato and Mr. Kenji Fuma is approved, the Company will continue the liability limitation agreement with them. If the election of Ms. Atsuko Taishido is approved, the Company will newly enter into the liability limitation agreement with her.

Proposal No. 3: Election of Five Directors Who Are Audit & Supervisory Committee Members

The terms of office of five Directors who are Audit & Supervisory Committee Members, Takashi Ikawa, Takashi Tojo, Shinnosuke Yamada, Atsuko Taishido, and Koji Nitto will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the Company proposes to elect five Directors who are Audit & Supervisory Committee Members (three of whom are candidates for reappointment and two of whom are new candidates), separately from Directors who are not Audit & Supervisory Committee Members as follows.

The candidates have been resolved by the Board of Directors upon consent by Audit & Supervisory Committee after deliberation by the Nomination and Compensation Committee, where the majority of the members are outside directors.

No.	Name (Age)		Current positions and responsibilities at the Company	Attendance to the Board of Directors' meetings	Attendance to the Audit & Supervisory Committee meetings
1	Takashi Tojo (62 years old)	Reappointment	Director (Audit & Supervisory Committee Member)	All 16 meetings	All 17 meetings
2	Kogo Suzuki (57 years old)	New	Executive Officer (vice in charge of Risk Control Department)	–	–
3	Shinnosuke Yamada (70 years old)	Reappointment Outside Independent	Outside Director (Audit & Supervisory Committee Member)	All 16 meetings	All 17 meetings
4	Koji Nitto (65 years old)	Reappointment Outside Independent	Outside Director (Audit & Supervisory Committee Member)	All 16 meetings	All 17 meetings
5	Ryoko Ueda (53 years old)	New Outside Independent	–	–	–

Reappointment: Candidate for Director to be reappointed
New: Candidate for Director to be newly appointed
Outside: Candidate for Outside Director
Independent: Independent director/auditor to be registered with Tokyo Stock Exchange, Inc.

Notes:
1. No special interest exists between the Company and the candidates above.
2. The age of the candidates is as of the conclusion of this General Meeting of Shareholders.

<table>
<tr><td>1.</td><td colspan="2">Takashi Tojo (October 29, 1963)</td><td>Number of the Company's shares held: 16,500</td></tr>
<tr><td rowspan="14">Reappointment

Attendance to the Board of Directors' meetings:
All 16 meetings

Attendance to the Audit & Supervisory Committee meetings
All 17 meetings

Tenure as Director:
4 years
(at the conclusion of this General Meeting of Shareholders)</td><td colspan="3">Personal history, position, responsibilities and significant concurrent positions</td></tr>
<tr><td>APR 1986</td><td colspan="2">Entered Taiyo Mutual Life Insurance Company</td></tr>
<tr><td>APR 2017</td><td colspan="2">Executive Officer of Taiyo Life Insurance Company</td></tr>
<tr><td>APR 2021</td><td colspan="2">Executive Officer of the Company</td></tr>
<tr><td>APR 2021</td><td colspan="2">Director of Pet & Family Insurance Co., Ltd.</td></tr>
<tr><td>JUN 2021</td><td colspan="2">Director of T&D United Capital Co., Ltd.</td></tr>
<tr><td>JUN 2022</td><td colspan="2">Director (Audit & Supervisory Committee Member) of the Company (present)</td></tr>
<tr><td>JUN 2024</td><td colspan="2">Audit & Supervisory Board Member of Taiyo Life Insurance Company (present)</td></tr>
<tr><td colspan="3">(Position and responsibilities)</td></tr>
<tr><td></td><td colspan="2">Director (Audit & Supervisory Committee Member)</td></tr>
<tr><td colspan="3">(Significant concurrent positions)</td></tr>
<tr><td></td><td colspan="2">Audit & Supervisory Board Member of Taiyo Life Insurance Company</td></tr>
<tr><td colspan="3">(Reasons for appointment as a candidate for Director who is an Audit & Supervisory Committee Member)</td></tr>
<tr><td></td><td colspan="2">Mr. Takashi Tojo has experience within the Group including asset investment and legal affairs, and he has considerable expertise in finance and accounting. He has been in charge of Risk Control Department. Considering these factors, Mr. Takashi Tojo is proposed as a candidate for Director who is an Audit & Supervisory Committee Member, as he is expected to continue to serve his role in making key management decisions as well as auditing and supervising the execution of duties of Directors who are not Audit & Supervisory Committee Members, leveraging his wealth of knowledge and experience relating to the operations of insurance holding companies, insurance companies, etc.</td></tr>
</table>

2.	Kogo Suzuki (September 1, 1968)	Number of the Company's shares held: 5,500

New	Personal history, position, responsibilities and significant concurrent positions	
	APR 1995	Entered Daido Mutual Life Insurance Company
	APR 2020	Executive Officer of Daido Life Insurance Company
	APR 2026	Executive Officer of the Company (present)
	(Position and responsibilities)	
		Executive Officer (vice in charge of Risk Control Department)
	(Significant concurrent positions)	
		–
	(Reasons for appointment as a candidate for Director who is an Audit & Supervisory Committee Member)	
		Mr. Kogo Suzuki has experience within the Group, including accounting and asset investment, and he has considerable expertise in finance and accounting. In addition, he has been in charge of the Risk Control Department of the Company. Mr. Kogo Suzuki is proposed as a candidate for Director who is an Audit & Supervisory Committee Member, as he is expected to serve his role in making key decisions as well as auditing and supervising the execution of duties of Directors who are not Audit & Supervisory Committee Members, leveraging his wealth of knowledge and experience relating to the operations of insurance holding companies, insurance companies, etc.

<table>
<tr><td>3.</td><td colspan="3">Shinnosuke Yamada (February 20, 1956)</td><td>Number of the Company's shares held: 3,600</td></tr>
<tr><td rowspan="14">Reappointment
Outside
Independent

Attendance to the Board of Directors' meetings:
All 16 meetings

Attendance to the Audit & Supervisory Committee meetings
All 17 meetings

Tenure as Director:
6 years
(at the conclusion of this General Meeting of Shareholders)</td><td colspan="4">Personal history, position, responsibilities and significant concurrent positions</td></tr>
<tr><td colspan="2">MAR 1987</td><td colspan="2">Registered as a Certified Public Accountant</td></tr>
<tr><td colspan="2">JUL 2010</td><td colspan="2">Partner of KPMG AZSA LLC</td></tr>
<tr><td colspan="2">JUL 2010</td><td colspan="2">Executive Board Member of The Japanese Institute of Certified Public Accountants</td></tr>
<tr><td colspan="2">JUL 2018</td><td colspan="2">President of Yamada Shinnosuke Certified Public Accountant Office (present)</td></tr>
<tr><td colspan="2">JUN 2020</td><td colspan="2">Outside Director (Audit & Supervisory Committee Member) of the Company (present)</td></tr>
<tr><td colspan="2">JUN 2020</td><td colspan="2">Outside Auditor of Kyowa Exeo Corporation (current EXEO Group, Inc.)</td></tr>
<tr><td colspan="2">DEC 2021</td><td colspan="2">Outside Audit and Supervisory Board Member of RAKUTEN BANK LTD. (present)</td></tr>
<tr><td colspan="4">(Position and responsibilities)</td></tr>
<tr><td></td><td colspan="3">Outside Director (Audit & Supervisory Committee Member)</td></tr>
<tr><td colspan="4">(Significant concurrent positions)</td></tr>
<tr><td></td><td colspan="3">President of Yamada Shinnosuke Certified Public Accountant Office
Outside Audit and Supervisory Board Member of RAKUTEN BANK LTD.</td></tr>
<tr><td colspan="4">(Reasons for appointment and expected roles as a candidate for Outside Director who is an Audit & Supervisory Committee Member)</td></tr>
<tr><td></td><td colspan="3">Mr. Shinnosuke Yamada has sophisticated expertise and extensive insight as a certified public accountant. Mr. Shinnosuke Yamada is proposed as a candidate for Outside Director who is an Audit & Supervisory Committee Member because he can be expected to capitalize on this knowledge and experience to continue to serve his role in making key management decisions as well as auditing and supervising the execution of duties of Directors who are not Audit & Supervisory Committee Members from a perspective of protecting general shareholders.
Although Mr. Shinnosuke Yamada has not been engaged in corporate management other than as an outside director and outside audit & supervisory board member, the Company believes that he can perform his duties appropriately as an Outside Director who is an Audit & Supervisory Committee Member for the reasons above.</td></tr>
</table>

<table>
<tr><td>4.</td><td colspan="3">Koji Nitto (February 1, 1961)</td><td>Number of the Company’s shares held: 600</td></tr>
<tr><td rowspan="16">Reappointment
Outside
Independent

Attendance to the Board of Directors’ meetings:
All 16 meetings

Attendance to the Audit & Supervisory Committee meetings
All 17 meetings

Tenure as Director:
2 years
(at the conclusion of this General Meeting of Shareholders)</td><td colspan="4">Personal history, position, responsibilities and significant concurrent positions</td></tr>
<tr><td colspan="2">APR 1983</td><td colspan="2">Entered Tateishi Electric Corporation (currently OMRON Corporation)</td></tr>
<tr><td colspan="2">JUN 2011</td><td colspan="2">Executive Officer of OMRON Corporation</td></tr>
<tr><td colspan="2">APR 2013</td><td colspan="2">Managing Executive Officer of OMRON Corporation</td></tr>
<tr><td colspan="2">APR 2014</td><td colspan="2">Senior Managing Executive Officer of OMRON Corporation</td></tr>
<tr><td colspan="2">JUN 2014</td><td colspan="2">Director and Senior Managing Executive Officer of OMRON Corporation</td></tr>
<tr><td colspan="2">APR 2017</td><td colspan="2">Director, Senior Managing Executive Officer and CFO of OMRON Corporation</td></tr>
<tr><td colspan="2">APR 2023</td><td colspan="2">Director of OMRON Corporation</td></tr>
<tr><td colspan="2">JUN 2023</td><td colspan="2">Outside Director of Wacoal Holdings Corp. (present)</td></tr>
<tr><td colspan="2">JUN 2024</td><td colspan="2">Outside Director (Audit & Supervisory Committee Member) of the Company (present)</td></tr>
<tr><td colspan="2">JUN 2024</td><td colspan="2">Outside Director of GS Yuasa Corporation (present)</td></tr>
<tr><td colspan="4">(Position and responsibilities)</td></tr>
<tr><td></td><td colspan="3">Outside Director (Audit & Supervisory Committee Member)</td></tr>
<tr><td colspan="4">(Significant concurrent positions)</td></tr>
<tr><td></td><td colspan="3">Outside Director of Wacoal Holdings Corp.
Outside Director of GS Yuasa Corporation</td></tr>
<tr><td colspan="4">(Reasons for appointment and expected roles as a candidate for Outside Director who is an Audit & Supervisory Committee Member)</td></tr>
<tr><td></td><td></td><td colspan="3">Mr. Koji Nitto has wealth of knowledge and experience in corporate management, having served as Director, Senior Managing Executive Officer and CFO at a globally operating company listed on the Tokyo Stock Exchange Prime Sector. Additionally, he has considerable expertise in finance and accounting. Mr. Koji Nitto is proposed as a candidate for Outside Director who is an Audit & Supervisory Committee Member because he can be expected to capitalize on this knowledge and experience to continue to serve his role in making key management decisions as well as auditing and supervising the execution of duties of Directors who are not Audit & Supervisory Committee Members from a perspective of protecting general shareholders.</td></tr>
</table>

<table>
<tr><td>5.</td><td colspan="2">Ryoko Ueda (February 25, 1973)</td><td>Number of the Company's shares held: 1,300</td></tr>
<tr><td rowspan="15">New
Outside
Independent</td><td colspan="3">Personal history and significant concurrent positions</td></tr>
<tr><td>OCT 2001</td><td colspan="2">Entered Mizuho Securities Co., Ltd.</td></tr>
<tr><td>JUL 2008</td><td colspan="2">Entered Japan Investor Relations and Investor Support, Inc. (now Mizuho Investor Relations Co., Ltd.)</td></tr>
<tr><td>FEB 2020</td><td colspan="2">External Director of Money Forward, Inc.</td></tr>
<tr><td>APR 2022</td><td colspan="2">Commissioner of Certified Public Accountants and Auditing Oversight Board (present)</td></tr>
<tr><td>JUN 2022</td><td colspan="2">Professor of SBI Graduate School (present)</td></tr>
<tr><td>JUN 2022</td><td colspan="2">Outside Director of HIRATA Corporation (present)</td></tr>
<tr><td>OCT 2022</td><td colspan="2">Visiting Professor of Graduate School of Management, Kyoto University (present)</td></tr>
<tr><td>JUN 2023</td><td colspan="2">Director (Outside) of TOKAI Holdings Corporation (present)</td></tr>
<tr><td>JUN 2024</td><td colspan="2">Outside Director of KOEI CHEMICAL COMPANY, LIMITED (Scheduled to retire from the post on June 25, 2026)</td></tr>
<tr><td>JUN 2025</td><td colspan="2">Outside Director of Eisai Co., Ltd. (present)</td></tr>
<tr><td colspan="3">(Significant concurrent positions)</td></tr>
<tr><td></td><td colspan="2">Outside Director of HIRATA Corporation
Director (Outside) of TOKAI Holdings Corporation
Outside Director of Eisai Co., Ltd.</td></tr>
<tr><td colspan="3">(Reasons for appointment and expected roles as a candidate for Outside Director who is an Audit & Supervisory Committee Member)</td></tr>
<tr><td></td><td colspan="2">Ms. Ryoko Ueda has wealth of knowledge and experience as an expert in corporate governance and ESG, including expertise in finance and accounting, gained through her experience at domestic and international financial institutions, research institutes, and universities, as well as her service on government committees. Ms. Ryoko Ueda is proposed as a candidate for Outside Director who is an Audit & Supervisory Committee Member because she can be expected to capitalize on this knowledge and experience to serve her role in making key decisions as well as auditing and supervising the execution of duties of Directors who are not Audit & Supervisory Committee Members from a perspective of protecting general shareholders. Although Ms. Ryoko Ueda has not been engaged in corporate management other than as an outside director, the Company believes that she can perform her duties appropriately as an Outside Director who is an Audit & Supervisory Committee Member for the reasons above.</td></tr>
</table>

<Notes on candidates for Outside Directors who are Audit & Supervisory Committee Members>

1. Mr. Shinnosuke Yamada and Mr. Koji Nitto are candidates for Outside Directors as stipulated in Article 2, Paragraph 3, Item 7 of the Enforcement Regulations of the Japanese Companies Act, who have been registered with Tokyo Stock Exchange, Inc. by the Company as independent directors/auditors without potential conflict of interests with general shareholders. In addition, Mr. Shinnosuke Yamada and Mr. Koji Nitto meet the independence criteria for Outside Directors prescribed by the Company.
2. Ms. Ryoko Ueda is a candidate for Outside Director as stipulated in Article 2, Paragraph 3, Item 7 of the Enforcement Regulations of the Japanese Companies Act. If her election is approved, the Company will register her with Tokyo Stock Exchange Inc. as an independent director/auditor without potential conflict of interests with general shareholders. Ms. Ryoko Ueda meets the independence criteria for Outside Directors prescribed by the Company.
3. The Company had transactions with Mr. Koji Nitto under an advisory agreement from July 2023 to March 2024, but as the amount the Company paid to Mr. Koji Nitto amounted to less than ¥2 million, his independence as an Outside Director is not affected.
4. There was an entrustment agreement between Ms. Ryoko Ueda and a subsidiary of the Company from December 2021 to March 2026 for her to serve as an outside committee member of the subsidiary, but as the annual compensation for this amounted to less than ¥2 million, her independence as an Outside Director is not affected.
5. The Company now has an agreement with Mr. Shinnosuke Yamada and Mr. Koji Nitto that liabilities which may be claimed against them under Article 423, Paragraph 1 of the Japanese Companies Act shall not exceed ¥10 million or the minimum amount as set forth by law, whichever is higher. If their reelections are approved, the Company will continue the liability limitation agreement with them. If the election of Ms. Ryoko Ueda is approved, the Company will enter into the liability limitation agreement with her.

Proposal No. 4: Election of One Alternate Director Who Is an Audit & Supervisory Committee Member

Since the validity of the appointment of Mr. Yuichiro Shimma as Alternate Director who is an Audit & Supervisory Committee Member made effective at the 20th Ordinary General Meeting of Shareholders held on June 26, 2024, will expire at the beginning of this General Meeting of Shareholders, it is proposed that the Company preliminarily elect one person as an Alternate Outside Director who is an Audit & Supervisory Committee Member in order to prepare for the event of an unexpected shortfall in the number of Directors who are Audit & Supervisory Committee Members required by law as follows.

The election under this proposal may be cancelled upon the consent of the Audit & Supervisory Committee and the subsequent resolution by the Board of Directors, provided such cancellation is done prior to the assumption of office.

The candidate has been resolved by the Board of Directors upon consent by Audit & Supervisory Committee after deliberation by the Nomination and Compensation Committee, where the majority of the members are outside directors.

Akiko Asai (September 11, 1971)	Number of the Company's shares held: 0
Personal history and significant concurrent positions	
APR 1999	Registered as a Certified Public Accountant
JUL 2009	Partner of Tohmatsu & Co. (current Deloitte Touche Tohmatsu LLC)
JUN 2020	Representative Director of Tohmatsu Challenged Co., Ltd.
APR 2025	Representative Director of Japan Well-Being Foundation (previously a general incorporated foundation, currently a public interest incorporated foundation) (present)
OCT 2025	Managing Partner, Akiko Asai Certified Public Accountant Office (present)
(Significant concurrent positions)	
	Managing Partner, Akiko Asai Certified Public Accountant Office Representative Director of Japan Well-Being Foundation (public interest incorporated foundation) Director (Outside) of Aisan Industry Co., Ltd. (Scheduled to take office on June 16, 2026)
(Reasons for appointment and expected roles as a candidate for Alternate Outside Director who is an Audit & Supervisory Committee Member)	
	Ms. Akiko Asai has sophisticated expertise and extensive insight as a certified public accountant. Ms. Akiko Asai is proposed as a candidate for Alternate Director who is an Audit & Supervisory Committee Member because she can be expected to capitalize on this knowledge and experience to serve her role in making key management decisions as well as auditing and supervising the execution of duties of Directors who are not Audit & Supervisory Committee Members from a perspective of protecting general shareholders.

1. No special interest exists between the Company and Ms. Akiko Asai.
2. Ms. Akiko Asai is a candidate for Outside Director as stipulated in Article 2, Paragraph 3, Item 7 of the Enforcement Regulations of the Japanese Companies Act. If her appointment is approved as proposed and she assumes office of Director who is an Audit & Supervisory

Committee Member, the Company will register her with Tokyo Stock Exchange, Inc. as an independent director/auditor without potential conflict of interests with general shareholders. In addition, Ms. Akiko Asai meets the independence criteria for Outside Directors prescribed by the Company.

3. The Company has an agreement with each Outside Director that liabilities which may be claimed against him or her under Article 423, Paragraph 1 of the Japanese Companies Act shall not exceed ¥10 million or the minimum amount as set forth by law, whichever is higher. If the election of Ms. Akiko Asai is approved, and she assumes office of Director who is an Audit & Supervisory Committee Member, the Company will enter into the liability limitation agreement with her.

(Reference)

The Composition, Expertise, Experience, Etc. of the Board of Directors, after Proposals No. 2 and 3 are Approved by this General Meeting of Shareholders

- The role of the Company's Board of Directors as a holding company are outlined in the table on the right.
- To appropriately fulfill these roles, the skills (expertise and experience) required of the Board of Directors are determined by the Board of Directors after deliberation by the Nomination and Compensation Committee.
- Specifically, we have selected nine skills from three perspectives, "Determining the policy of Group-wide strategy," "Medium- to long-term value creation," and "Credibility and discipline," and outlined the skills we particularly look for based on the work experience, competencies, and knowledge of each Director as follows.

[Roles of the Board of Directors]

(1) Clear indication of the direction of the overall strategy of the Group	
(2) Monitoring the execution of the overall strategy of the Group and supervising the earnings and risk management of subsidiaries	(3) Encouraging appropriate risk-taking by management
(4) Election and compensation determination of management of the Company and its subsidiaries	

Board of Directors Skills Matrix

Name	Position at the Company	Gender	Nomination and Compensation Committee Member	Overall strategy of the Group			Medium- to long-term value creation			Credibility and discipline		
				Group management and business strategy	Capital and financial markets	Global	Sustainability management	AI and DX	Human resource strategies (Human capital management)	Finance and accounting	Risk management	Legal affairs and Compliance
Hirohisa Uehara	Director and Chairman Chairman of the Board of Directors	Male		•	•	•	•		•			•
Masahiko Moriyama	Representative Director and President	Male	•	•	•		•	•	•		•	•
Masazumi Kato	Outside Director	Male	•	•	•	•			•	•		
Kenji Fuma	Outside Director	Male	•	•	•	•	•	•			•	
Atsuko Taishido	Outside Director	Female	•						•		•	•
Yasuro Tamura	Director	Male		•	•		•		•		•	
Hiroyuki Fujita	Director	Male		•			•	•	•		•	
Takashi Tojo	Director (Full-time Audit & Supervisory Committee Member)	Male			•					•	•	•
Kogo Suzuki	Director (Full-time Audit & Supervisory Committee Member)	Male			•	•				•	•	
Shinnosuke Yamada	Outside Director (Audit & Supervisory Committee Member)	Male			•					•	•	•
Koji Nitto	Outside Director (Audit & Supervisory Committee Member)	Male		•	•	•	•	•		•		
Ryoko Ueda	Outside Director (Audit & Supervisory Committee Member)	Female			•	•	•			•		•

* The Company utilizes outside knowledge to further improve the functions of the Board of Directors by inviting persons with the necessary expertise and experience to serve as outside members of advisory committees established as necessary in each field, and by reporting the content of each committee meeting to the Board of Directors.

<Definitions and reasons for selection of the expertise and experience>

Items	Definitions	Reasons for selection
Group management and business strategy	The ability to determine basic policies and priorities and supervise management from the perspective of enhancing corporate value over the long term, while focusing on strengthening the competitiveness of the Group's core domestic life insurance business, and including external growth investments and the sophistication of the management base across the entire business portfolio.	Because expertise and experience in Group corporate management and business strategy independent of specific businesses is necessary to make management decisions and supervise management that is optimal for the entire Group based on the Group Long-Term Vision, taking into account the characteristics and roles of each business.
Capital and financial markets	The ability to make important management decisions and supervise their implementation, based on an understanding of asset management and the overall structure and trends of the financial market, in addition to the expectations from the capital market regarding capital allocation, shareholder returns, and growth investments.	Because expertise and experience in financial and capital markets is necessary to balance stable shareholder returns with growth investments, and to enhance the capital efficiency and capital discipline of the entire Group.
Global	The ability to judge and supervise the appropriateness of investment policies and management from a global perspective regarding domestic and global investments, taking into account the business characteristics of the investee, the regulatory environment, geopolitical risks, and other factors, as well as the balance of risk and return and governance responsibilities.	Because the skills to govern disciplined external growth investments based on global knowledge and management experience are necessary to create new value that contributes to the sustainable growth of corporate value, and to acquire growth opportunities through domestic and global investments, etc.
Sustainability management	The ability to appropriately incorporate actions to address sustainability-related issues into management as medium- to long-term growth opportunities and risks, and to judge and supervise whether these are reflected in Group management.	Because the Group Long-Term Vision emphasizes management that integrates financial and non-financial aspects, and expertise and experience in sustainability management is necessary to achieve sustainable corporate value enhancement.
AI and DX	The ability to judge the appropriateness of investments and transformations based on the impact of digital technologies such as AI on management strategies, competitive advantage, and organizational structure, and to supervise the appropriateness of governance, including the diverse and unique risks associated with them, such as human rights and ethics.	Because the ability to make management decisions and govern AI and DX from the perspective of opportunities and risks, which is a priority theme in the Group Long-Term Vision, is necessary to utilize digital technologies, such as AI, across the Group and to implement advanced management and value creation.

Items	Definitions	Reasons for selection
Human resource strategies (Human capital management)	The ability to judge and supervise whether human capital management, designed in conjunction with management strategies, is contributing to the enhancement of corporate value over the medium- to long-term, including investments in human resources, DE&I, and organizational and institutional structures.	Because expertise and experience in human resource strategies is necessary to effectively utilize human capital in conjunction with our management strategies and to strengthen synergies and competitiveness across the Group based on the Group Long-Term Vision.
Finance and accounting	The ability to understand the Group's overall revenue structure and financial soundness from both financial accounting and economic value based perspectives, ensure the reliability of information that forms the basis of management decisions, and fulfill appropriate disclosure and accountability responsibilities.	Because expertise and experience in finance and accounting that take into account the characteristics of the life insurance business are necessary for the fulfillment of appropriate auditing and supervisory roles from the perspective of protecting investors and ensuring credibility in the capital markets.
Risk management	The ability to judge and supervise whether risk management, capital management, and risk-taking are managed integrally across the Group on an economic value basis, based on an ERM framework.	Because expertise and experience in risk management is necessary to appropriately manage Group-wide risks and returns so as to maintain and enhance corporate value by balancing the acquisition of growth opportunities with the avoidance or reduction of losses.
Legal affairs and Compliance	The ability to judge and supervise whether an effective governance system has been established and is being operated in accordance with various laws and regulations and social norms.	Because expertise and experience in legal affairs and compliance is necessary to implement fair and trustworthy corporate management under an appropriate governance system to support the sustainable growth of the Group.

<Reference>

Directors and Officers (D&O) Liability Insurance

- The Company has concluded a directors and officers liability insurance policy with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with the Directors as the insured. The insurance policy covers any damages that may result from the Directors being liable for the performance of their duties or being subject to a claim for the pursuit of such liability. However, there are grounds for exemptions, including such damages caused intentionally or with gross negligence, and a compensation curtailment rate has been set for the insurance claims.
- If the candidates are elected and assume office as Directors, each Director will be included as an insured in the D&O insurance.
- The contract period of the directors and officers liability insurance is one year, and the Company intends to renew the contract prior to the expiry of this period upon resolution of the Board of Directors.

Basic Policy on Corporate Governance of T&D Holdings, Inc.

(Appointment of Directors)

Article 6

The Board of Directors shall discuss the appointment of candidates for directors in the Nomination and Compensation Committee, and shall appoint individuals that satisfy, in principle, the following criteria:

(1) The candidate possesses the knowledge and experience needed to accurately, impartially and efficiently manage business as well as possessing a sufficient degree of public trust.

(2) In addition to the requirements set forth in the previous criterion, candidates for outside director must satisfy the independence criteria established by the Company and the Tokyo Stock Exchange, and must be recognized as being free from the risk of any conflicts with the common interests of shareholders.

(Appointment of Audit & Supervisory Committee Members)

Article 11

The Board of Directors shall discuss candidates for audit & supervisory committee members in the Nomination and Compensation Committee. After obtaining the consent of the Audit & Supervisory Committee, the Board of Directors shall appoint individuals that satisfy, in principle, the following criteria:

(1) The candidate possesses the knowledge and experience needed to accurately, impartially and efficiently audit the directors’ performance of duties as well as possessing a sufficient degree of public trust.

(2) In addition to the requirements set forth in the previous criterion, candidates for the position of outside audit & supervisory committee member must satisfy the independence criteria established by the Company and the Tokyo Stock Exchange, and must be recognized as being free from the risk of any conflicts with the common interests of shareholders.

(Independence Criteria for Independent Outside Directors)

Article 13

The Company shall appoint candidates for outside director from among individuals who satisfy the following independence criteria:

(1) The candidate is not currently, nor has been in the past 10 years, a person who executes the business of the Company or its subsidiaries.

(2) The candidate is not currently, nor has recently been, a person/entity for which the Company is a major client or a person who executes business for such client, nor a major client of the Company or a person who executes business for such client.

(3) The candidate is not currently, nor has recently been, a consultant, accounting expert, or legal expert who receives large amounts of cash or other assets in addition to director/auditor compensation from the Company.

(4) The candidate is not currently, nor has recently been, a relative of a person who executes business of the Company or its subsidiary, or a relative of persons described in (2) or (3) above.

(5) In addition to the above, there must be no doubt about the independence of the candidate in terms of fulfilling his or her duties as an independent outside director.

Proposal No. 5: Revision of the Amount of Compensation, etc. for Directors Who Are Not Audit & Supervisory Committee Members

The amount of compensation, etc. for Directors who are not Audit & Supervisory Committee Members of the Company was approved at 450 million yen or less per annum (including 40 million yen or less per annum for Outside Directors) at the 16th Ordinary General Meeting of Shareholders held on June 25, 2020, and this amount has remained unchanged.

Taking the formulation of the Group Long-Term Vision commencing in fiscal year 2026 as an opportunity, the Company proposes to revise the amount of compensation, etc. for Directors who are not Audit & Supervisory Committee Members to 680 million yen or less per annum (including 80 million yen or less per annum for Outside Directors), aiming to establish an appropriate level of compensation that contributes to the enhancement of corporate value and sustainable growth over the medium- to long-term, and to strengthen the function as sound incentives that fairly and faithfully reflect each Director's contribution to business performance.

Subject to the approval and resolution of this proposal and Proposal 7 "Partial Revision of the Stock Compensation Plan for Directors Who Are Not Audit & Supervisory Committee Members" as proposed, the Board of Directors resolved, at its meeting held on April 30, 2026, to revise the policy related to determining compensation for individual officers and calculation formulae for Directors of the Company.

The Company believes this proposal is appropriate, as the Board of Directors following deliberation by the Nomination and Compensation Committee, a majority of whose members are Outside Directors has resolved that it is necessary and reasonable for the payment of individual Director compensation, etc. based on the aforementioned policy.

The amount of compensation, etc. for Directors who are not Audit & Supervisory Committee Members will not include the portion of the employee salaries for Directors concurrently serving as employees, as before.

If Proposal No.2 "Election of Seven Directors Who Are Not Audit & Supervisory Committee Members" is approved and resolved as proposed, there will be seven Directors who are not Audit & Supervisory Committee Members (including three Outside Directors).

Proposal No. 6: Revision of the Amount of Compensation, etc. for Directors Who Are Audit & Supervisory Committee Members

The amount of compensation, etc. for Directors who are Audit & Supervisory Committee Members of the Company was approved at 150 million yen or less per annum at the 16th Ordinary General Meeting of Shareholders held on June 25, 2020, and this amount has remained unchanged.

In light of the increasing sophistication and complexity of the business environment, as well as the growing expertise required of Directors who are Audit & Supervisory Committee Members and the increasing responsibility and burden associated with the performance of their duties, the Company proposes to revise the amount of compensation, etc. for Directors who are Audit & Supervisory Committee Members to 180 million yen or less per annum, in order to establish a compensation level that reflects the nature of their roles and responsibilities.

The Company believes the content of this proposal is appropriate, as the Board of Directors following deliberation by the Nomination and Compensation Committee, a majority of whose members are Outside Directors has resolved that the content reflects the intent of aforementioned revisions.

If Proposal No.3 “Election of Five Directors Who Are Audit & Supervisory Committee Members” is approved and resolved as proposed, there will be five Directors who are Audit & Supervisory Committee Members.

Proposal No. 7: Partial Revision of the Stock Compensation Plan for Directors Who Are Not Audit & Supervisory Committee Members

1. Reason for the proposal and justification for such compensation

At the 14th Ordinary General Meeting of Shareholders held on June 27, 2018, the Company obtained approval for the introduction of a stock compensation plan. Subsequently, at the 16th Ordinary General Meeting of Shareholders held on June 25, 2020, in conjunction with the Company's transition to a company with an Audit & Supervisory Committee, approval was obtained to reestablish the plan as a stock compensation plan for Directors who are not Audit & Supervisory Committee Members (excluding those who are part-time Directors such as Outside Directors and non-residents in Japan) and Executive Officers (excluding those who are non-residents in Japan) of the Company, and the Original Plan remains in place to this day.

Taking the formulation of the Group Long-Term Vision commencing in fiscal year 2026 as an opportunity, the Company proposes to make partial revisions to the Original Plan (referred to as the "Plan"), including the addition of a performance-linked stock compensation plan. These revisions are intended to strengthen the function as appropriate incentives that contribute to the enhancement of corporate value and sustainable growth over the medium- and long-term, and to further promote value sharing with shareholders and other stakeholders.

Subject to the approval and resolution of this proposal and Proposal 5 "Revision of the Amount of Compensation, etc. for Directors Who Are Not Audit & Supervisory Committee Members" as proposed, the Board of Directors resolved, at its meeting held on April 30, 2026, to revise the policy related to determining compensation for individual officers and calculation formulae for Directors of the Company.

The Company believes the content of this proposal is appropriate, as the Board of Directors following deliberation by the Nomination and Compensation Committee, a majority of whose members are Outside Directors resolved that it is necessary and reasonable for the payment of individual Director compensation, etc. based on the aforementioned policy.

If Proposal No.2 "Election of Seven Directors Who Are Not Audit & Supervisory Committee Members" is approved and resolved as proposed, the number of Directors who are not Audit & Supervisory Committee Members applicable under the Plan will be two (there are sixteen other Executive Officers not serving concurrently as Directors and Group Executive Officers). As noted above, the Plan also applies to Executive Officers and Group Executive Officers (hereinafter referred to as "Executive Officers, etc."), and includes compensation for such individuals. However, in light of the possibility that these Executive Officers, etc. may be newly appointed as Directors during the relevant period, this proposal sets forth the total amount and details of compensation under the Plan as compensation for those covered by the Plan.

The proposal asks for approval for the amount of compensation, etc., separately from the compensation limit as proposed in Proposal No.5.

2. Amounts and details of compensation, etc. under the Plan

(1) Overview of the Plan

The Plan is a stock compensation plan under which the Company's shares will be obtained through a trust using the compensation amounts for persons eligible for the Plan contributed by the Company, and grants/provides (referred to as the "Delivery") the Company's shares and cash equivalent to substitution value of the Company's shares (referred to as the "Stock Compensation") to persons eligible for the Plan. (See (2) onward for the details.)

(i) Persons eligible for the Delivery of the Stock Compensation under the Plan	· Directors who are not Audit & Supervisory Committee Members (excluding those who are part-time Directors such as Outside Directors and non-residents in Japan) and Executive Officers and Group Executive Officers (excluding those who are non-residents in Japan, and together with Directors who are not Audit & Supervisory Committee Members, referred to as "Directors, etc.") of the Company.

(ii) The effect of the Company's shares covered by the Plan on the total number of the Company's shares issued	
Upper limit of the funds to be contributed by the Company (as specified in (2) below)	· Total of 2,400 million yen over a period of five fiscal years
Method of acquisition of the Company's shares (as specified in (2) below) and the upper limit of the number of the Stock Compensation to be acquired by Directors, etc. of the Company (as specified in (3) below)	· The upper limit of the number of points to be awarded to Directors, etc. of the Company will be 215,000 points per fiscal year (equivalent to 215,000 shares). · The number of the shares equivalent to the upper limit of the number of points to be awarded to Directors, etc. of the Company per fiscal year accounts for approximately 0.04% of the total number of the Company's shares issued (as of March 31, 2026, after deducting treasury shares) · The Company's shares shall be acquired from the stock market to avoid dilution.

(iii) Details of performance achievement condition (as specified in (3) below)	· Base points determined at a 1:1 ratio, between the fixed portion (based on rank) and the performance-linked portion (standard assessment) · The performance-linked portion fluctuates within a range of 0% to 200%, depending on the degree of achievement of targets for key management indicators set forth in the Group Long-Term Vision: group adjusted profit, adjusted ROE, total shareholder return, sustainability evaluation items, etc.

(iv) Timing of the Delivery of the Stock Compensation to Directors, etc. of the Company (as specified in (4) below)	· Delivery of the Company's shares: After the end of each fiscal year (however, transfer restrictions will apply until a certain time after the date of retirement* of Directors, etc.) · Payment of cash equivalent of the substitution value of the Company's shares: At a certain time after the date of retirement* of the Directors, etc.

*As described in the [Reference] below, we have established a stock-based compensation plan for our three subsidiaries that is identical to our own. If a director or other officer of the Company becomes eligible for the Plan at a subsidiary following their retirement from the Company, we intend to define the "date of retirement as a director or other officer" mentioned above as the "date on which the individual retires from any position as a director or other officer at the applicable subsidiary" (the same applies hereinafter).

(2) Upper limit of the funds to be contributed by the Company and method of acquisition of the Company's shares

The period covered by the Plan will be five consecutive fiscal years (initially from the fiscal year ending March 31, 2027 to the fiscal year ending March 31, 2031, and the subsequent five fiscal years, if the trust period is extended in the following manner; referred to as the "Applicable Period").

The Company will contribute funds up to a total of 2,400 million yen for each Applicable Period as compensation for Directors, etc. of the Company and establish a trust (referred to as the "Trust") with a trust period of five years (including the extension of the trust period, as specified in the third paragraph of (2); hereinafter the same shall apply) wherein Directors, etc., who meet the beneficiary requirements will be the beneficiaries. The Trust will acquire the Company's shares from the stock market using the trust funds in accordance with the instructions of the Trust administrator. During the trust period, the Company will award points to Directors, etc. of the Company (as specified in (3) below), and the Trust will conduct Delivery of the Stock Compensation.

The Trust may be extended by modifying the trust agreement and entrusting additional funds, in lieu of creating a new Trust, at the expiry of the trust period. In such case, the trust period will be extended for the same period as the initial trust period, and the five fiscal years after the extension of the trust period will be the Applicable Period. For each extended trust period, the Company will make additional contributions to the Trust in an amount not exceeding 2,400 million yen. During the extended trust period, the Company will continue to award points to Directors, etc. of the Company and during the extended trust period, the Trust will continue to make Delivery of the Stock Compensation. However, that, in making such additional contribution, if there are the Company's shares acquired by the funds contributed by the Company remaining in the Trust assets on the last date of the trust period before the extension (excluding the shares applicable to points given to Directors, etc. of the Company but are yet to be used for Delivery) and cash (collectively "Remaining Shares"), the combined total of the value of the Remaining Shares and funds additionally contributed to the Trust will not exceed the upper limit of 2,400 million yen.

If, at the expiry of the trust period, Directors, etc. of the Company who may satisfy the beneficiary requirements are still in office, no points will be awarded to Directors, etc. from that time onward. However, the trust period may be extended until such time that the Delivery of the Stock Compensation to such Directors, etc. is complete, up to 10 years.

(3) Calculation formula and the upper limit of the Stock Compensation to be acquired by the Directors, etc. of the Company

In principle, every July during the trust period, the Company awards points to persons who served as Directors, etc. of the Company between July 1 of the previous year and the end of June of the same year (referred to as "Applicable Payment Period"). Points are allocated on a 1:1 basis between a fixed portion and a performance-linked portion (standard assessment), according to base points determined according to their respective ranks during the Applicable Payment Period. The performance-linked portion fluctuates within a range of 0% to 200%, depending on the degree of achievement of targets for key management indicators set forth in the Group Long-Term Vision: group adjusted profit, adjusted ROE, total shareholder return, sustainability evaluation items, etc.

One point will be correspond to a single share in the Company. However, if an event occurs for which adjustment in the point system is necessary to maintain fairness, such as a stock split or reverse split, during the trust period, the number of shares corresponding to one point will be

adjusted reflecting the ratio of the split or reverse split.
The upper limit for the total number of points to be awarded to Directors, etc. of the Company per fiscal year will be 215,000 points.

(4) Timing of the Delivery of the Stock Compensation to Directors, etc. of the Company

Directors, etc. of the Company who satisfy the beneficiary requirements shall, promptly after the awarding of points in accordance with (3) above, receive from the Trust delivery of the Company's shares corresponding to 70% of such points (with any fractional shares rounded down). The remaining 30% of such points (with any fractions rounded down) shall be accumulated annually, and at a certain time after the date of retirement of the Director, etc., the relevant Director, etc. shall receive from the Trust a cash payment equivalent to the proceeds from the conversion of the number of the Company's shares corresponding to such accumulated points within the Trust.

However, upon delivery of the Company's shares under the Plan, transfer restrictions including the following shall be imposed:

(a) Directors, etc. must not transfer, create a security interest in, or otherwise dispose of the Company's shares from the date of receipt of such shares until a certain time after their date of retirement
(b) Transfer restrictions shall be lifted at a certain time after the date of retirement of the Director, etc.
(c) In cases where it is judged that any Director, etc. has engaged in misconduct, etc. as stipulated by the Company (significant negligence of duties, illegal conduct, leaking of confidential information, etc.) during the transfer restriction period, the Company shall not lift the transfer restrictions on the Company's shares delivered to the relevant Directors, etc. and shall acquire such shares without contribution.

The Company's shares subject to transfer restrictions are expected to be managed in a dedicated account opened by the Directors, etc. with a securities company during the transfer restriction period, so that they cannot be transferred, pledged as collateral, or otherwise disposed of during such period.

If a Director, etc. dies during his/her service, the heir to such a Director, etc. will receive cash in the amount of the Company's shares corresponding to all of the accumulated points until that point after being converted from all applicable shares into cash within the Trust upon the person's death.

As a transitional measure associated with the revision of the Original Plan, for points already awarded under the Original Plan prior to the revision (points for which Delivery of the Stock Compensation corresponding to such points was scheduled after the retirement of Directors, etc.), subject to the approval and resolution of this proposal as proposed at this Ordinary General Meeting of Shareholders, the Company's shares corresponding to 70% of such points shall be delivered at a certain time after the conclusion of this Ordinary General Meeting of Shareholders and shall be subject to transfer restrictions until a certain time after the date of retirement. The Company's shares corresponding to the remaining 30% of such points shall be treated such that, at a certain time after the date of retirement of the Director, etc., the relevant Director, etc. shall receive from the Trust a cash payment equivalent to the proceeds from the conversion, within the Trust, of the number of the Company's shares corresponding to such points.

(5) Exercise of voting rights for the Company's shares within the Trust

Voting rights for the Company's shares within the Trust will not be exercised over the trust period in order to maintain the Plan's neutrality to management.

(6) Malus and clawback, etc.

Under the Plan, in the event that the Directors, etc. of the Company engage in misconduct, etc. as stipulated by the Company (significant negligence of duties, illegal conduct, leaking of confidential information, etc.), the Company may cause the forfeiture of the right to receive Delivery of Stock Compensation, acquire such shares without contribution during the transfer restriction period set forth in (4) above, and demand the return of an amount equivalent to the Stock Compensation already delivered.

(7) Handling of dividends from surplus on the Company's shares in the Trust

Dividends from surplus on the Company's shares in the Trust will be received by the Trust and used to pay trust management fees and expenses. If there are residual assets at the expiry of the Trust after they have been used to pay trust management fees and expenses, the amounts of such assets exceeding the reserve for trust expenses will be donated to entities in which the Company or the Directors, etc. of the Company have no interest.

(8) Other details of the Plan

Other details concerning the Plan will be determined at a meeting of the Board of Directors when establishing the Trust, when modifying the trust contract, and when making additional contributions to the Trust.

[Reference] Stock compensation plan for Directors, etc., of the three subsidiaries of the Company

A system similar to the Company's has already been set, and partial revisions will be made in the three subsidiaries of the Company (Taiyo Life Insurance Company, Daido Life Insurance Company and T&D Financial Life Insurance Company; collectively referred to as "Applicable Subsidiaries") to compensate their directors (excluding those who are part-time, and non-residents in Japan, including outside directors) and executive officers (excluding non-residents in Japan; and together with directors of the Applicable Subsidiaries, referred to as "Applicable Subsidiary Executives."), and a partial revision to the system is scheduled to be made.

After partial revisions, the upper limit of the funds to be contributed by the Applicable Subsidiaries as compensation to Applicable Subsidiary Executives will be a total 4,500 million yen for the three companies over a five-fiscal-year applicable period.

Furthermore, the upper limit of the number of points to be awarded to Applicable Subsidiary Executives will be a total of 575,000 points for the three companies per fiscal year.

(Reference) Overview of Revision of Executive Compensation System

In conjunction with the launch of the Group Long-Term Vision starting in fiscal year 2026, we will revise our executive compensation system as follows.

[Policy related to determining compensation for individual officers and calculation formulae]

The Company positions its executive compensation system as *an important element of corporate governance* and has designed the compensation system, compensation amounts, and other related matters to function as appropriate incentives to encourage management to demonstrate leadership and fulfill their roles and responsibilities, with the aim of realizing the Group's corporate philosophy and Group Long-Term Vision, as well as enhancing corporate value and achieving sustainable growth over the medium- to long-term. Compensation, etc. to Directors (excluding part-time Directors which includes Outside Directors, and Directors who are Audit & Supervisory Committee Members), Executive Officers, and Group Executive Officers (hereinafter referred to as "Directors, etc.") comprises of monthly compensation (fixed compensation), performance-linked bonuses, and trust-type stock compensation comprising of a fixed portion and a performance-linked portion (excluding Directors, etc., residing outside of Japan). In addition, compensation for part-time Directors, including Outside Directors who are independent from operational functions, and Directors who are Audit & Supervisory Committee Members consists solely of fixed compensation.
Furthermore, the Basic Policy on Corporate Governance stipulates the Company's policy related to determining compensation for individual officers and calculation formulae. The amendment or abolition of the Basic Policy shall be determined by the Company's Board of Directors.

<Payment ratios by type of compensation>

- The composition of compensation for officers of the Company is structured such that the ratio of performance-linked compensation and stock compensation increases with higher-ranking positions. Specifically, the ratios of monthly compensation, bonuses, and trust-type stock compensation are determined so that the proportion of performance-linked compensation and stock compensation increases with higher-ranking positions. This structure is designed to function as a sound incentive to encourage management to demonstrate leadership and fulfill their roles and responsibilities, with the aim of realizing the Group's corporate philosophy and Group Long-Term Vision, as well as enhancing corporate value and achieving sustainable growth over the medium- to long-term.
- For the President's compensation, when performance-linked compensation is paid at 100% (under standard assessment), monthly compensation accounts for approximately 35% of total compensation, bonuses account for approximately 30%, and trust-type stock compensation accounts for approximately 35%. For bonuses and trust-type stock compensation (the performance-linked portion thereof), which constitute performance-linked compensation, the ratio fluctuates within a range of 0% to 200% depending on the results of performance evaluations.

(Image of the composition of the President's compensation) *Assuming performance-linked compensation is paid at 100% (under standard assessment)

<table>
<tr><th colspan="2">Monetary compensation</th><th colspan="2">Stock compensation</th></tr>
<tr><th>Fixed</th><th colspan="2">Performance-linked</th><th>Fixed</th></tr>
<tr><td rowspan="2">Monthly compensation approximately 35%</td><td rowspan="2">Bonuses approximately 30% (varying within a range of 0% to 200%)</td><td colspan="2">Trust-type stock compensation approximately 35%</td></tr>
<tr><td>Performance-linked portion (varying within a range of 0% to 200%)</td><td>Fixed portion</td></tr>
</table>

<Calculation formulae for individual officer compensation, etc.>

Compensation type	Timing of payment	Calculation formulae for individual officer compensation, etc.	Payment method
Monthly compensation	Monthly	● Monthly compensation is a fixed amount based on the compensation table determined by the Board of Directors, according to the roles and responsibilities defined for each position.	Monetary
Bonuses	Annually	● Bonuses are performance-linked compensation that range between 0% and 200% depending on an assessment of the Company's performance and an evaluation of the division the officer is in charge of. Individual amounts are determined by the Board of Directors after deliberation by the Nomination and Compensation Committee.	
Trust-type stock compensation	Annually	● The fixed portion and the performance-linked portion (points under standard evaluation) are allocated to 1:1 ratio. ● The performance-linked portion ranges between 0% and 200% based on Group-wide evaluation criteria that emphasize capital efficiency, market evaluation indicators, and sustainability evaluation indicators that contribute to the enhancement of corporate value over the medium- to long-term (points are awarded in accordance with the sum of the fixed portion and the performance-linked portion). ● Individual amounts are determined by the Board of Directors after deliberation by the Nomination and Compensation Committee.	Shares: 70% Monetary: 30%

<Calculation formulae for performance-linked compensation>

(i) Bonus

・Bonuses are within the scope stipulated by a resolution of the shareholders meeting. Figures are calculated in accordance with the evaluation criteria decided on by the Board of Directors and an assessment of the Company's performance and an evaluation of the division the officer is in charge of. Amounts are deliberated by the Nomination and Compensation Committee, which offers its opinions to the Board of Directors, and then approved at the Board of Directors meeting.

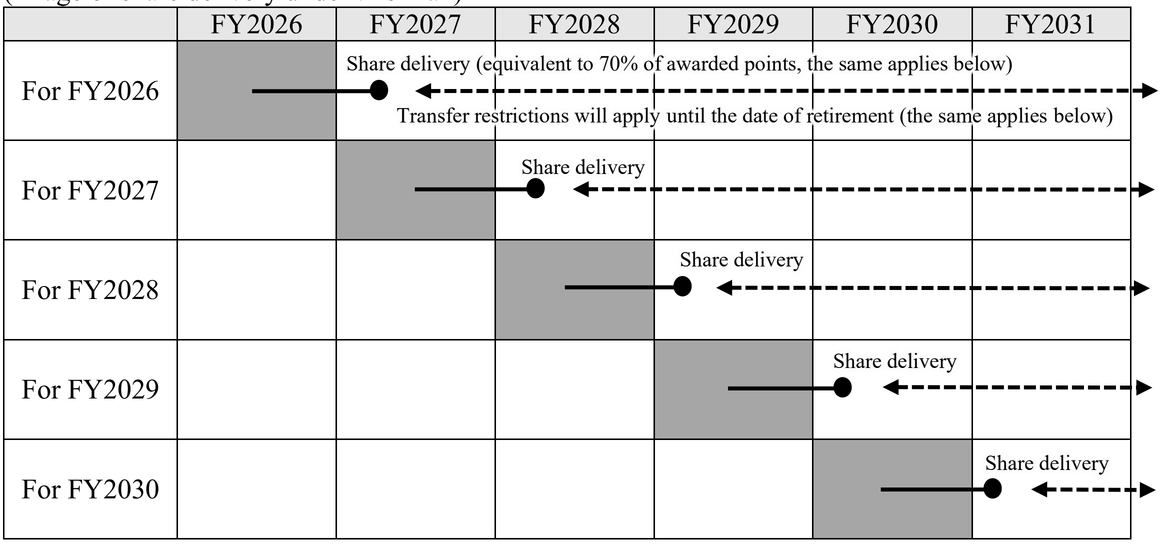
・The allocation between the Company's performance assessment and the evaluation of the division in charge is determined based on criteria set by the Board of Directors according to the responsibilities of each role. Note that the Representative Director's evaluation weighting is calculated sorely on the Company performance assessment.

Assessment of company performance	● To clarify the assessment according to how much progress has been made on achieving company performance targets, total shareholder return (TSR) is used as a benchmark to assess the company's performance, alongside a number of other performance indicators (financial/non-financial) stipulated based on the medium- to long-term management strategy. ● For performance indicators, a coefficient according to the achievement rate for each item is multiplied to yield a score. ● The payout rate varies within a range of 0% to 200% depending on performance assessment.
Evaluation of the division in charge	● A evaluation rank for the division an individual officer is in charge of is determined based on how much progress has been made on achieving divisional targets. ● The payout rate varies within a range of 50% to 150% depending on evaluation rank.

(ii) Trust-type stock compensation

- Since fiscal year 2018, the Company has adopted a plan under which a fixed points corresponding to position are awarded to Directors, etc. during their term of office, and the Stock Compensation is delivered upon retirement in accordance with the accumulated points. From fiscal year 2026, the Company has revised this plan to introduce a performance-linked portion under which the number of points fluctuates based on the degree of achievement of targets for key management indicators set forth in the Group Long-Term Vision, and to change to a method under which shares with restriction on transfer are delivered during the term of office. As a result, the plan has been revised to further promote value sharing with shareholders and other stakeholders.
- Under this Plan, points awarded to Directors, etc. are allocated on a 1:1 basis between a fixed portion and a performance-linked portion (standard assessment), according to base points determined according to their position. The performance-linked portion fluctuates within a range of 0% to 200%, depending on the degree of achievement of targets for key management indicators set forth in the Group's Long-Term Vision.
- After the awarding of points every July, in September of the same year, the Company delivers from the Trust the number of the Company's shares corresponding to 70% of such points. The remaining 30% of such points is accumulated annually, and at a certain time after the retirement date of the Directors, etc., the Trust provides a cash payment equivalent to the proceeds from the conversion, within the Trust, of the number of the Company's shares corresponding to such accumulated points.
- Upon delivery of the Company's shares under this Plan, transfer restrictions shall apply until a certain time after the retirement date of the Directors, etc. In the event of certain misconduct during the transfer restriction period, such as significant negligence of duties, illegal conduct, leaking of confidential information, the Company shall not lift such transfer restrictions and shall acquire the delivered shares without contribution.

(Image of share delivery under this Plan)



(*) The shaded areas indicate the fiscal years subject to evaluation for performance-linked points.

(*) 30% of such points is accumulated annually, and at a certain time after the retirement date of the Directors, etc., the Company provides a cash payment equivalent to the proceeds from the conversion, within the Trust, of the number of the Company's shares corresponding to such accumulated points.

- The Plan includes malus and clawback provisions to halt the issue of the Company's shares and payments from sales of the shares if the person concerned is found to have engaged in misconduct, etc. as stipulated by the Company (significant negligence of duties, illegal conduct, leaking of confidential information, etc.) before the date of acquisition of the beneficial interest. If misconduct, etc. is discovered after the date of acquisition of the beneficial interest or the date of lifting transfer restrictions, the provisions stipulate that compensation can be claimed for the amount calculated by multiplying the stock price by the basic number of shares.

(iii) Management indicators and evaluation weightings for performance-linked compensation assessment

- The key performance indicators and evaluation weightings used in assessing bonuses (company performance assessment portion) and trust-type stock compensation (performance-linked portion) are as follows.
- Performance-linked compensation is based on the Group Long-Term Vision formulated in fiscal year 2026. Each year, the Company evaluates the degree of achievement of targets and progress with respect to four key categories that are important for the sustainable expansion of the Group's corporate value (single fiscal year evaluation items, medium- to long-term evaluation items, market evaluation items, and sustainability evaluation items).
- As short-term incentive, the evaluation weighting for bonuses (company performance assessment portion) places emphasis on single fiscal year evaluation items.
- As medium- to long-term incentive, the evaluation weighting for trust-type stock compensation (performance-linked portion) places emphasis on medium- to long-term evaluation items and market evaluation items, to increase capital efficiency and strengthen value sharing with shareholders and other stakeholders.

Management indicators		Evaluation criteria, etc.	Evaluation weightings (Total: 100)	
			Bonuses (Company performance assessment portion)	Trust-type stock compensation (Performance-linked portion)
Single fiscal year evaluation items	Group adjusted profit	The single fiscal year target achievement ratio is evaluated toward the achievement of the target in FY2030	50	10
	Value of new business			
Medium- to long-term evaluation items	Adjusted ROE	Evaluate progress toward the achievement of the target in FY2030	25	30
	Policies in force (*1)		–	10
Market evaluation items	Total shareholder return (*2)	Scores calculated, taking into account factors such as the deviation rate between the actual result and the listed life insurance company as the benchmark	12	37
Sustainability evaluation items	Customer satisfaction level	Evaluated based on the achievement status and progress of targets set for each indicator	13	13
	Reduction of GHG emissions			
	Employee engagement score			
	Recruitment and development of diverse talent			
	Assessments by major ESG rating agencies			
Total			100	100

(*1) Evaluation based on the performance of in-force policies at each Group life insurance company
(*2) Total Shareholder Return (TSR)

<Involvement of the Nomination and Compensation Committee and the Board of Directors>

- The Company established the Nomination and Compensation Committee as an advisory body to the Board of Directors for deliberations on the fairness and reasonableness of executive appointment or dismissal (including planning of successors) and compensation, with a view to enhancing the corporate governance system of the Company and the Group by ensuring management transparency and clarified accountability. The Committee consists of Outside Directors and the President, and the majority of the members are assigned from Outside Directors to enhance independence, objectivity, and accountability. Furthermore, the chair of the Committee is chosen out of Outside Directors by mutual vote of the Committee's members.
- In revising the executive compensation system, the Nomination and Compensation Committee conducted multiple careful deliberations to determine whether the revised system would adequately function as an incentive to encourage appropriate leadership from management with a view to enhancing corporate value and realizing sustainable growth over the medium- to long-term, and to assess its appropriateness. The committee then submitted its findings to the Board of Directors.
- The Board of Directors, after considering the deliberations of the Nomination and Compensation Committee and the contents of its report, held multiple thorough discussions and resolved to revise

the executive compensation system at its meeting held on April 30, 2026.

Opinion of the Audit & Supervisory Committee

We have confirmed the deliberations, etc. by the Nomination and Compensation Committee regarding the election of the candidates for Directors who are not Audit & Supervisory Committee Members. As a result, we have concluded that the process regarding the election of the candidates for Directors who are not Audit & Supervisory Committee Members, was appropriate. We have also concluded the compensation, etc. for Directors who are not Audit & Supervisory Committee Members was determined following an appropriate process based on confirmation of the deliberations by the Nomination and Compensation Committee.

＜Glossary＞

Adjusted ROE	Calculated by dividing Group adjusted profit by average net asset balance.
Group adjusted profit	Calculated by subtracting unrealized gains/losses caused by discrepancy of accounting treatment of assets and liabilities from net income, and then adding additional internal reserves in excess of the legal standard requirements to the resulting number.
TSR (Total Shareholder Return)	Total Shareholder Return (TSR) is a metric that measures the overall return to investors, including both capital gains and dividends. The TSR disclosed in the securities report is calculated as: (Stock price at the end of the current fiscal year + Total dividends per share over the past five fiscal years) ÷ Stock price at the end of the fiscal year five years prior.
PBR	Price Book-value Ratio (PBR) is one of the indicators used to evaluate the level of a stock price, calculated by dividing the stock price by the book value per share. When the PBR is greater than or equal to 1, it suggests that the company is expected to grow or that it possesses assets not reflected on the balance sheet.
Succession plan	A succession plan refers to a strategy for selecting the next company president. Within our group, the plan outlines the qualities and competencies required of the presidents of our company and the three life insurance subsidiaries, as well as the selection process. The Nomination and Compensation Committee deliberates on the formulation and implementation of the plan, while the Board of Directors oversees it, thereby ensuring objectivity and transparency in the succession process.
EV (Embedded Value）	Generally, life insurance policies extend over significantly long durations, resulting in a time gap between the recognition of revenues and expenses. EV is a concept used for measuring the corporate value of a life insurance company in consideration of this gap. EV refers to the amount of net assets after tax, which is considered to be attributable to shareholders, and is the sum of adjusted net assets calculated based on balance sheets, etc., and the value of in-force business calculated based on policies in force. <Specific nature of life insurance accounting> From the perspective of financial accounting, a life insurance company successfully acquiring new business in a year apparently shows a decrease in profit for the corresponding period, due to a heavier burden of initial costs, such as sales commissions. While there is a constant inflow of premiums each year, expenses gradually decrease over time, which results in the accumulation of earnings over longer periods.

ROEV	ROEV stands for Return on Embedded Value, which is an indicator for measuring capital efficiency by assuming an increase in EV as profit in consideration of the specialty of life insurance accounting.
Value of new Policies	The value of distributable earnings to shareholders expected to be generated in the future from insurance policies (including converted policies) sold in a year, converted to a present value as at the valuation date.
ALM, Interest rate risk	Asset Liability Management (ALM) is a method for comprehensively understanding and managing assets and liabilities by taking into account their respective characteristics. Interest rate risk refers to the risk that fluctuations in interest rates may alter the value of assets or liabilities, potentially impairing a company's overall value.
Cost of shareholder's equity	Of capital raised by a company, costs required to procure funds from investors. Also can be defined as the rate of return anticipated by an investor on an investment.
Cross- shareholdings, pure investment shares	Strategic shareholdings refer to shares held with the aim of maintaining and strengthening long-term and stable business relationships, enhancing operational partnerships, and generating medium- to long-term returns through capital gains and dividends. On the other hand, pure investment shares are held solely for the purpose of earning returns through capital appreciation and dividend income.
Reinsurance	Reinsurance refers to an insurance contract in which an insurance company transfers all or part of the risks it has underwritten to domestic or international reinsurance companies, in order to diversify and manage those risks.
Protection-type insurance	Protection-type insurance products refer to life insurance products that primarily provide benefit payments in the event of certain specified conditions, such as death, injury, illness, or the need for long-term care. Examples include term life insurance, medical insurance, long-term care insurance, and income protection insurance.
Corporate Governance Code	The Corporate Governance Code is a set of key principles established by the Tokyo Stock Exchange to promote effective corporate governance. It aims to ensure that companies make transparent, fair, timely, and decisive decisions while taking into account the interests of shareholders and other stakeholders.

Business Report for Fiscal Year 2025

(From April 1, 2025 to March 31, 2026)

1. Matters concerning the current state of the insurance holding company

(1) Development and performance, etc. of the business of the corporate group

Main business lines of the corporate group

T&D Insurance Group ("the Group") comprises mainly the Company's three direct subsidiaries (hereafter, the "Three Life Insurance Companies"), namely Taiyo Life Insurance Company, Daido Life Insurance Company and T&D Financial Life Insurance Company ("Taiyo Life," "Daido Life," and "T&D Financial Life," respectively), along with 24 subsidiaries and 15 affiliated entities, and operates life insurance business as its core business. The Group is working to diversify its revenue sources by investing in closed book business [note 1] through T&D United Capital Co., Ltd. ("T&D United Capital"), a direct subsidiary of the Company.

[note 1] A business model in which an insurance company generates profit by obtaining and consolidating blocks of policies in force for products that are no longer sold (closed book) and enhancing their value. In Western countries, there has been an increase in the number of closed books separated as a part of revisions of the business strategy and the product portfolio according to changes in the business environment.

Financial and economic environment

In fiscal 2025, the Japanese economy maintained a gradual recovery trend, with personal consumption remaining robust despite the continuing impact of high prices, supported by widespread wage hikes and improvement in the employment environment.

In financial markets, domestic long-term interest rates rose due to the Bank of Japan continuing to hike its policy interest rate. Meanwhile, although policy interest rate cuts progressed in Europe and the United States, overseas long-term interest rates remained largely flat due to persistently high inflation and other factors. While domestic stocks rose sharply on expectations of government policies such as *the normalization of monetary policy* and *responsible expansionary fiscal policy*, they also experienced significant corrections caused by concerns over US tariff policies and rising oil prices resulting from the worsening situation in the Middle East.

In the life insurance industry, the rise in domestic interest rates led to an increase in sales of yen-denominated single-premium insurance, and new policy performance increased from the previous fiscal year.

Development and performance of the business of the corporate group for the current fiscal year

The Group carries out its business management under the Group management philosophy "to contribute to people and society through the value creation with the 'Try & Discover' spirit." Under this Group management philosophy, we have worked on the five-year management policy, "Group Long-Term Vision: Try & Discover 2025—In Pursuit of the Happiness of All Stakeholders—," initiated in April 2021.
Under the Group Long-Term Vision, we have worked to leverage the profits earned from our domestic life insurance business and overseas closed book business to further allocate capital to growth areas and provide proactive shareholder returns, while also strengthening capital management by reducing asset management risks, among other means. As a result, we have steadily improved capital efficiency over the past five years, enabling us to largely achieve the Group KPIs.

		Target	Actual
Financial KPIs	Group Adjusted Profit[*1]	FY2025: ¥130 billions	¥158.5 billions
	Adjusted ROE[*2]	FY2025: 8.0%	10.5%
	Value of New Business	FY2025: ¥200 billions	¥169.0 billions
	ROEV[*3]	Stable and sustainable growth of over 7.5% per year over the medium to long term	8.8% (5-year average)

*1 The following items are adjusted from net income attributable to owners of parent
 (i) Gains (losses) that arise in accounting due to market fluctuations, etc. and do not represent actual business performance
 (ii) Additional internal reserves in excess of the legal standard requirements
 (iii) Amortization of goodwill, etc.

*2 Adjusted ROE = Group adjusted profit / Average net asset balance

*3 ROEV = Amount of EV increase (excluding increases or decreases in capital, etc.) / Average EV balance (Group basis)

Here we report on the major initiatives of the Company and each of the Group company in fiscal 2025.
The Company, as an insurance holding company, aims to control the management of its subsidiaries, and businesses pertaining thereto, as its business objectives.
The Company serves the role of formulating and executing the management strategies and capital policies of the Group and adequately allocating management resources. Additionally, the Company promotes the Enterprise Risk Management (ERM) [note 2] system to accurately identify management risks in direct subsidiaries, mainly the Three Life Insurance Companies, and to carry out integrated management of the capital, profit, and risk of the Group as a whole on an economic value basis.

[note 2] ERM (Enterprise Risk Management) refers to a strategic business management method aimed at achieving management targets such as enhancing corporate value and maximizing profits by taking control of capital, profit, and risk in an integrated manner.

<Life insurance business>
Led by the Group-wide, "customer-oriented philosophy," the Company has defined the T&D Insurance Group's Basic Policy Related to Customer-oriented Business Operations in order to engage in sincere, earnest, fair, and appropriate corporate activities which benefit customers, and has been working to foster a corporate culture that respects the spirit and intent of this Basic Policy. In accordance with this Basic Policy, the Three Life Insurance Companies have been working on enhancement of their core business, life insurance business, based on their individual, unique business models within their own specialized markets.

Taiyo Life mainly targets the home market and is working to enhance the contents of its products and services to provide peace of mind that stays with our customers throughout their lives through high-quality products and services.
In terms of products, "*Himawari Dementia Prevention Insurance*" has been well received mainly by senior customers, while "Cancer/Critical Illness Prevention Insurance" has been well received by a wide range of age groups, including the responsible generation. Furthermore, it launched "*Taiyo Life Savings Insurance*" (August 2025) and "*Hoken Kumikyoku BestMYWAY Kiseikanwa plus*" (December 2025) to meet a wider range of customer needs.

In terms of services, Taiyo Life has enabled customers to access a variety of services through "Taiyo Life My Page," an Internet service exclusively for customers, including various policy servicing procedures and procedures for claiming benefit payments.

In terms of sales, Taiyo Life has been utilizing sales devices (T-AI-Face) featuring AI functions to promote non-face-to-face sales activities, expand its market, and improve the efficiency of sales activities, thereby increasing productivity.

To further contribute to the sustainable development of SMEs through its solid relationships with tie-up organizations, Daido Life has been working on expanding the range of products that support their business continuity and services that help resolve management issues.

In terms of products, Daido Life has focused on providing total insurance combining corporations and individual protections by promoting death coverage and disability income coverage for corporate clients and individual protection for business owners. As part of these efforts, Daido Life launched "*Severe Cancer Coverage J-Type*" and "*J-Wide Rider Plus*" (June 2025), which protect businesses by providing reasonable coverage for critical illness based on the severity of the condition.

In terms of services, with health management becoming even more important for SMEs, Daido Life is working to support the promotion of health and productivity management® [note 3] by identifying health risks and improving the lifestyle habits of people working at SMEs by offering the "Daido Life's KENCO SUPPORT PROGRAM [note 4]" and expanding its function. With the aim of working together with small- and medium-sized enterprise owners to solve problems, Daido Life also runs a web community called "Dodai?" that is used by many people.

[note 3] The term "health and productivity management®" is a registered trademark of the

Workshop for the Management of Health on Company and Employee.

[note 4] This online service offers integrated support for implementing a PDCA cycle necessary for health management, such as providing support to promote taking health exams for companies, risk analysis for lifestyle diseases, etc. for individual managers and employees, as well as solutions for healthier living and incentives to encourage continuous efforts towards the promotion of health.

T&D Financial Life's core business is to sell insurance products through independent insurance agent channels such as financial institutions. It has been working to increase its corporate value by developing unique new products that consider the financial market environment and customer needs and expanding services for customers and agents by using digital technologies.

In terms of products, T&D Financial Life launched "*Secure Flight*," a variable-rate individual annuity that guarantees 100% of the annuity resource (February 2026). Furthermore, since June 2025, it has partnered with asset management companies to offer "*Tsumiyell*" and "*THEO Tsumitate Anshin Hoken*," new services that integrate installment investing and insurance coverage.
In terms of services, T&D Financial Life has worked to improve customer convenience by building a simple and speedy service and administrative system, such as introducing a system that analyzes customer needs using generative AI (July 2025) and a complete overhaul of our Internet services (February 2026).

<External growth strategies>
The Group allocates the steady revenue generated by its life insurance business to growth businesses such as the closed book business, thereby diversifying its revenue sources.

Following the acquisition of U.S.-based FGH Parent, L.P. ("Fortitude"), T&D United Capital acquired a 29.9% ownership interest in German life insurance holding company Viridium Group GmbH & Co. KG ("Viridium") for approximately ¥116.0 billion in August 2025, as part of its two pillars of closed book business investments in the U.S. and Europe, and Viridium subsequently became an equity-method affiliate.

Fortitude primarily assumes reinsurance of life and P&C blocks in the U.S. and Asia, including Japan, obtaining excess earnings through the optimization of assets under management. Viridium, on the other hand, has strengths in acquiring run-off life insurance companies in Germany (Europe) and creating value through IT and operational efficiency improvements. By investing in Viridium, which has a different operational region and business model than Fortitude, T&D United Capital has expanded its closed book business portfolio and diversified risk.

As part of its support for Fortitude's growth, T&D United Capital has committed up to USD 250 million to a reinsurance sidecar [note 5] specializing in insurance liabilities in Japan and other parts of Asia.

[note 5] Fortitude has expanded its underwriting capacity by reinsuring a portion of the insurance liabilities that were originally reinsured to a reinsurance sidecar.

<Strengthening the customer base>
All Right Co., Ltd. ("All Right") and Pet & Family Insurance Co., Ltd. ("Pet & Family") take a different approach from the Three Life Insurance Companies to create new customer contact points.

All Right is increasing its partners through its strategic platform, the official "Peer-Conne" LINE account, and is building contact points with the more specific market by utilizing digital technology and collaborating with various business partners to provide customer-oriented products and services.

All Right Small Amount & Short Term Insurance Co., Ltd., which became a subsidiary of All Right in April 2025, launched "*Anshin Entry for Runners*" (October 2025) as an insurance product that compensates for entry fees in case of event withdrawal, allowing runners to enter marathons with peace of mind.

Pet & Family is working to increase policies in force by expanding its products and sales through pet shop and online channels, as well as by further promoting digitalization to enhance customer services. It is also working to strengthen the Group's customer base by reaching new customer groups through collaboration with Group companies.

(Shareholder returns)
From the dividend for FY2025, the Company has a policy of distributing approximately 60% of our five-year average of adjusted profit as cash dividends, so that profit growth is directly linked to dividend levels. Based on this policy, the annual dividend per share for FY2025 is planned to be ¥130 (including an interim dividend of ¥62), an increase of ¥50 from the previous year, which will be the eleventh consecutive year of dividend increase [note 6].

Furthermore, during the period of the Group Long-Term Vision (FY2026 to FY2030), beginning in FY2026, we will aim for a total payout ratio of approximately 60% over the medium- and long-term, primarily through cash dividends, but also through share buybacks, based on adjusted profit for that period, while also comprehensively considering growth investments and ESR [note 7] levels, etc.

When ESR consistently exceeds 225%, or if we judge that other improvements in capital efficiency, etc., are necessary, we have been implementing additional returns based on capital levels comprehensively taking into account the potential for growth investment and cash flows, in addition to the above policy.

[note 6] The year-end dividend for FY2025 is subject to approval at the 22nd Ordinary General Meeting of Shareholders of the Company to be held on June 25, 2026.
[note 7] An indicator of capital adequacy based on economic value.

Main performance during the current fiscal year [note 8]

Annualized premiums of new policies combining individual insurance and individual annuities for this fiscal year fell to ¥206.5 billion (3.2% decrease year-on-year) due to a decline in sales of single-premium products. On the other hand, Third Sector annualized premiums of new policies rose to ¥43.3 billion (2.2% increase year-on-year).

Annualized premiums of total policies combining individual insurance and individual annuities at the end of this fiscal year were ¥1,751.8 billion (2.8% increase from the end of the previous fiscal year).

New policy amount for the current fiscal year was ¥4,611.7 billion (3.8% decrease year-on-year). Policy amount in force as at year-end was ¥50,292.8 billion (1.1% decrease from the end of the previous fiscal year).

Income from insurance premiums increased by 2.2% year-on-year to ¥2,635.7 billion. Income from interests and dividends increased by 11.6% year-on-year to ¥397.7 billion. Other ordinary income decreased by 85.4% year-on-year to ¥96.4 billion due to rebound effects from the reversal of policy reserves associated with reinsurance transactions conducted by life insurance subsidiaries in the previous fiscal year. As a result, ordinary revenues decreased to ¥3,482.2 billion (6.7% decrease year-on-year).

Ordinary expenses decreased by 8.7% year-on-year to ¥3,225.0 billion, due to a decrease in insurance claims and other payments.

As a result, ordinary profit reached ¥257.1 billion (29.5% increase year-on-year).

Profit attributable to owners of parent was ¥138.9 billion (10.0% increase year-on-year). The Group adjusted profit [note 9] increased by 13.1% year-on-year to ¥158.5 billion.

Combined total core profit for this fiscal year at the Three Life Insurance Companies increased by 48.0% year-on-year to ¥239.8 billion. Positive spread increased by 68.2% year-on-year to ¥145.9 billion, due primarily to increased income from interest and dividends.

[note 8] Some of our foreign affiliates that adopt U.S. GAAP have applied “Financial Services - Insurance” (Topic944) (ASU2018-12, ASU2019-09, ASU2020-11) from the beginning of the fiscal year under review. In accordance with this application, certain insurance liabilities of these affiliates were evaluated using a new calculation method, which included a change in discount rate and a review of insurance assumptions. Accordingly, comparisons were made with figures after retrospective application, reflecting the relevant accounting treatment.

[note 9] The term “Group adjusted profit” is the original indicator of the Group’s actual business performance, which is calculated by adjusting profit (loss) attributable to owners of parent for gains (losses) that arise in accounting due to market fluctuations, etc. and do not represent actual business performance, additional internal reserves in excess of the legal standard requirements, and amortization of goodwill, etc. For some of our foreign affiliates, profit based on local accounting standards have been added to Group adjusted profit.

Results of individual insurance and individual annuities at the Three Life Insurance Companies (along with combined results)

(Billions of yen)

Company Name	FY2024		FY2025 (year under review)	
Annualized premiums of new policies (Third Sector products)	213.2	(43.3)	206.5	(44.3)
Taiyo Life Insurance Company	47.2	(20.2)	44.4	(20.4)
Daido Life Insurance Company	76.4	(20.8)	78.9	(23.6)
T&D Financial Life Insurance Company	89.6	(2.2)	83.1	(0.2)
Annualized premiums of total policies (Third Sector products)	1,703.9	(308.8)	1,751.8	(319.9)
Taiyo Life Insurance Company	566.9	(141.6)	546.9	(146.6)
Daido Life Insurance Company	812.7	(157.5)	819.6	(163.8)
T&D Financial Life Insurance Company	324.2	(9.6)	385.2	(9.5)
New policy amount	4,795.7		4,611.7	
Taiyo Life Insurance Company	593.1		594.2	
Daido Life Insurance Company	3,455.6		3,350.8	
T&D Financial Life Insurance Company	746.9		666.5	
Policy amount in force as at the end of the year	50,835.2		50,292.8	
Taiyo Life Insurance Company	10,399.3		9,511.9	
Daido Life Insurance Company	36,237.9		36,096.5	
T&D Financial Life Insurance Company	4,198.0		4,684.3	

Notes:

1. Annualized premiums refer to an amount equivalent to premiums per year, calculated by multiplying the insurance premium paid each time by a coefficient according to the premium payment method (for single premium policies, etc., the amount is calculated by dividing the premium by the insurance period).
2. Annualized premiums for the Third Sector products recorded above include health benefits (hospitalization benefits, surgical benefits, etc.), living benefits (critical illness benefits, nursery care benefits, etc.), and a waiver of premium benefits (excluding accident coverage, but including critical illness and nursery care coverage).
3. The new policy amount of individual insurance and individual annuities includes net increase from conversions.
4. The new policy amount and policy amount in force as of the end of the year of individual insurance represent the total of the death protection policy amount and living protection policy amount.
5. New policy amount of individual annuities is the amount of annuity resources at the commencement of annuity payment.
6. Policy amount in force of individual annuities at the end of each fiscal year is the total sum of the annuity resource at the commencement of payment of the annuity contracts under which payments have not yet commenced, and the policy reserve of the annuity contracts under which payments have already commenced.

Challenges to be addressed by the Group

The Japanese economy is expected to continue its moderate recovery due to the virtuous cycle of wage increases and price hikes, supported by government economic policies and other factors. However, the outlook remains uncertain amid concerns that rising geopolitical risks and the impact of U.S. tariff policy may exert downward pressure on the global economy and corporate activities.
In the life insurance industry, the business environment is also changing significantly due to the declining population, falling birthrate and aging population, diversification of customers' needs with changing values and lifestyles, and the growing use of generative AI. Under these circumstances, it is necessary to further improve the quality of business operations by thoroughly focusing on providing customer-oriented products and services, while enhancing the sophistication of asset management and improving capital efficiency, in order to enhance corporate value in a sustainable manner in light of addressing social issues.

The Group aims to implement the *creation of shared value* in the pursuit of both economic and social value by solving social issues through our business. Through these efforts, we will endeavor to achieve sustainable growth alongside people and society.
Under the Group Long-Term Vision "Try & Discover 2030 — Breaking Beyond —," starting in fiscal year 2026, we have defined the Group management vision as "One "Try & Discover" for sustainable growth." To achieve this vision, we will continue to expand the scope of our shared value creation while honoring the founding spirit of "Try & Discover" that has defined us since our inception.

In fiscal year 2025, an incident came to light involving the inappropriate acquisition of information by employees seconded to independent life insurance agents contracted by the Group, causing considerable inconvenience and concern to all parties involved. The Group takes this incident very seriously and will work to prevent recurrence based on the causes of the incident, while also striving to restore trust.

○ Three Basic Principles for realizing the Group's Management Vision
With enhancing the earnings power of the Group's core life insurance business as the foundation, we will allocate the resulting gains to new growth opportunities while further strengthening the management foundation that supports them with the aim of achieving the sustainable improvement in the Group's corporate value.

Basic principle 1
Further strengthening of our core business (achieving stable profit growth)
Amid the full-scale return to "a world with interest rates," we will further strengthen our sales and asset management capabilities of our domestic life insurance business to expand positive spreads through growth in policies in force.
In addition, by leveraging the strengths of our market-focused strategies, we will build a robust customer base for future business opportunity expansion through the provision of products and services that contribute to addressing social issues.

Taiyo Life is working to provide peace of mind that stays with our customers throughout their lives through high-quality products and services, mainly targeting the home market, under its management policy of "strengthening profitability through productivity improvements and becoming a company that stays with each and every customer and provides reliable peace of mind." It will expand the senior and pre-senior market by adapting to environmental changes such as the super-aging population, the increase in single-person households, and rising domestic interest rates, and by developing product strategies tailored to customer segments. Taiyo Life will also endeavor to increase productivity by making continuous efforts to expand the sales support facilitated by life counselors positioned at branches, and by enhancing our management capabilities through reforms to our branch organization.

Daido Life will protect SMEs by providing total insurance combining corporations and individuals. It will also evolve and expand the value offered by developing and providing services to help SMEs resolve various issues they face (practicing health management and solving social issues). It will further contribute to the business continuity, growth and development of SMEs that support the Japanese economy by strengthening “empathy” and the “power to create connections.” It will aim to realize a better future society as a company that supports the security and growth of SMEs.

In order to deliver prosperity and peace of mind to customers’ lives through the independent insurance agent market, T&D Financial Life will contribute to customers’ stable asset formation by providing products that are in the best interests of customers (product governance), primarily in the three product categories of yen-denominated fixed amount insurance, foreign currency-denominated fixed amount insurance, and variable insurance. It will also work to enhance corporate value in a sustainable manner by building effective and efficient support systems for agents, its growth partners, through improvement of its highly unique products and services and human resources.

Basic principle 2
Growth through new value creation (strategic growth investments)
To achieve sustainable growth in corporate value, we will focus on areas where the *Group’s existing strengths* can be effectively leveraged. When making investment decisions for growth investments, we will require the expected returns to sufficiently exceed the hurdle rate (the Group’s shareholder capital costs + the interest rate differential between Japan and other countries, etc.), and we will explore and execute strategic growth investments under disciplined management.

Basic principle 3
Enhancing group resilience (building a robust management foundation)
Amid increasing difficulty in securing talent due to the declining workforce, we aim to transform into a resilient Group capable of efficiently creating added value through improved productivity so that we can flexibly adapt to rapid and unpredictable discontinuous changes in the environment and continue to achieve sustainable growth into the future.
As part of these efforts, U.S. asset management company T&D Investment Management North America Inc. commenced operations in April 2026 with the aim of enhancing Group asset management through the establishment of Group’s cooperative structure for the management of foreign credits and alternative assets, etc.
In creating Group synergies, we will more deeply promote integrated Group management centered on an AI-driven DX strategy, including a fundamental review of organizational and human resource strategies in line with the evolution of digital technology, to effectively utilize the Group’s financial, intellectual, and human capital.

Based on the above, the Group will continue our efforts to further enhance corporate value under the new Group Long-Term Vision starting in fiscal year 2026.

The Group will implement the *creation of shared value* to progress even further in its pursuit of both economic value and social value to ensure that we continue to be chosen by our customers and those in financial markets. Through these efforts, we will endeavor to maintain our position as an essential part of society.

The life insurance business has a social mission: taking part in the creation of a sustainable society, as a foundation for stabilizing and improving the lives of the Japanese people, development of the economy, and social infrastructure. The Group is united in its commitment to fulfilling this social mission.

We would like to ask all of our shareholders for their continued support.

(2) Transition of assets and profits (losses) of the corporate group and the insurance holding company

A. Transition of assets and profits (losses) of the corporate group

(Millions of yen)

Categories	FY2022	FY2023	FY2024	FY2025 (year under review)
Ordinary revenues	3,214,110	3,207,991	3,730,479	3,482,214
Ordinary profit (loss)	(74,144)	159,809	198,595	257,191
Profit (Loss) attributable to owners of parent	(132,150)	98,777	126,384	138,968
Comprehensive income	(335,943)	493,358	(1,589)	373,945
Net assets	993,681	1,409,926	1,409,064	1,617,637
Total assets	16,773,877	17,207,110	16,712,943	17,318,329

Notes:

1. Comprehensive income increased by ¥375.5 billion year-on-year, mainly due to an increase in net unrealized gains on securities resulting from rising domestic and overseas stock prices. Net assets also increased by ¥208.5 billion year-on-year, mainly due to an increase in net unrealized gains on securities and other factors.
2. The Group's adjusted profit for the year under review increased by 13.1% year-on-year to ¥158.5 billion.
3. Some of our foreign affiliates that adopt U.S. GAAP have applied "Financial Services -Insurance" (Topic944) (ASU2018-12, ASU2019-09, ASU2020-11) from the beginning of the fiscal year under review. In accordance with this application, certain insurance liabilities of these affiliates were evaluated using a new calculation method, which included a change in discount rate and a review of insurance assumptions. Accordingly, for fiscal year 2024, figures after retrospective application reflecting this treatment are presented.

B. Transition of assets and profits (losses) of the insurance holding company

(Millions of yen, except for net income per share)

Categories	FY2022	FY2023	FY2024	FY2025 (year under review)
Operating revenues	51,827	110,298	87,829	169,118
Dividend received	46,025	103,846	80,009	159,017
Insurance operating subsidiaries	44,025	103,846	80,009	150,917
Other subsidiaries	2,000	–	–	8,100
Net income	46,273	103,918	79,400	158,439
Net income per share (¥)	¥83.10	¥192.66	¥151.83	¥318.82
Total assets	985,650	1,000,720	984,941	1,122,494
Stocks, etc. of insurance operating subsidiaries	736,527	736,527	736,527	731,527
Stocks, etc. of other subsidiaries	25,064	25,899	27,184	29,948

(3) Financing of the corporate group

(Capital increase)
The Company invested an additional ¥1 billion in its direct subsidiary, All Right Co., Ltd., on April 3, 2025.

Date of investment	Total	Purpose of funds	Investment performance per unit
April 3, 2025	1,000 million yen	Peer-Conne operating outsourcing expense, etc.	50,000 yen

(Issuance of bonds)
For the purpose of funding growth investments, etc., the Company has issued the following domestic unsecured straight bonds:

(Millions of yen)

Date of issue	Maturity date	Amount (face value)
September 4, 2025	September 4, 2028	34,000
September 4, 2025	September 4, 2030	40,000
September 4, 2025	September 3, 2032	10,000
September 4, 2025	September 4, 2035	10,000
March 12, 2026	March 12, 2031	10,000
Total amount issued in FY2025 (Balance at the end of FY2025)		104,000 (224,000)

For the purpose of diversifying means of financing, T&D Lease Co., Ltd. has issued the following short-term bonds:

(Millions of yen)

Date of issue	Maturity date	Amount (face value)
May 22, 2025	August 22, 2025	4,000
June 24, 2025	September 22, 2025	4,000
August 22, 2025	November 21, 2025	4,000
September 22, 2025	December 23, 2025	4,000
November 21, 2025	February 20, 2026	4,000
December 23, 2025	March 23, 2026	4,000
February 20, 2026	May 21, 2026	4,000
March 23, 2026	June 24, 2026	4,000
Total amount issued in FY2025 (Balance at the end of FY2025)		32,000 (8,000)

(4) Capital expenditure of the corporate group

A. Total capital expenditure

(Millions of yen)

Divisions	Amount
Insurance and insurance-related businesses	36,593
Investment-related businesses	140
Administration-related businesses	1,186
Total	37,920

B. New construction of material equipment, etc.

Company name	Description	Amount
Daido Life Insurance Company	Establishment of next-generation systems	7,332 million yen

(5) Significant affairs at the parent company and subsidiaries, etc.

A. Affairs at the parent company

Not applicable.

B. Affairs at the subsidiaries

Company name	Location	Main operations	Date of incorporation	Capital (Millions of yen, except where otherwise noted)	The Company's share of voting right (%)	Remarks
Taiyo Life Insurance Company	Chuo-ku, Tokyo	Life Insurance Business	February 16, 1948	62,500	100.0	
Daido Life Insurance Company	Nishi-ku, Osaka, Osaka-fu	Life Insurance Business	July 14, 1947	110,000	100.0	
T&D Financial Life Insurance Company	Minato-ku, Tokyo	Life Insurance Business	July 16, 1947	56,000	100.0	
T&D United Capital Co., Ltd.	Chuo-ku, Tokyo	Principal investment and investment management business	June 11, 2019	5,500	100.0	
T&D Asset Management Co., Ltd.	Minato-ku, Tokyo	Type II financial instruments business, investment management business, investment advice and agency business	December 19, 1980	1,100	100.0	
Pet & Family Insurance Co., Ltd.	Taito-ku, Tokyo	Non-life Insurance Business	August 8, 2003	3,656	100.0	
All Right Co., Ltd.	Chuo-ku, Tokyo	Business of providing services that help improve the well-being of users, etc.	September 15, 2022	1,250	100.0	
T&D Information Systems, Ltd.	Urawa-ku, Saitama, Saitama-ken	Computer software and system services	July 15, 1999	300	100.0 (100.0)	
T&D Investment Management North America Inc.	New York, United States	Management of foreign credits, alternative assets, etc.	August 8, 2025	USD 10	100.0	
T&D United Capital North America Inc.	New York, United States	Principal investment and investment management business	December 11, 2019	USD 10	100.0 (100.0)	
T&D United Capital Europe GmbH	Düsseldorf, Germany	Principal investment and investment management business	January 21, 2026	EUR 25,000	100.0 (100.0)	
T&D Risk Solutions Co., Ltd.	Chuo-ku, Tokyo	Insurance brokerage business	May 19, 2023	50	100.0 (100.0)	
All Right Small Amount & Short Term Insurance Co., Ltd.	Chuo-ku, Tokyo	Small amount & short term insurance business	November 16, 2022	1,685	100.0 (100.0)	
T&D Confirm Ltd.	Kita-ku, Tokyo	Policyholder confirmation agency services	July 5, 1991	30	100.0 (100.0)	
T&D Lease Co., Ltd.	Minato-ku, Tokyo	Leasing business	September 5, 1966	150	100.0 (100.0)	
Toyo Insurance Agency Co., Ltd.	Kita-ku, Tokyo	Insurance agency business	June 4, 1971	70	100.0 (100.0)	
Taiyo Life Aging Society Institute	Chuo-ku, Tokyo	Surveys and research on health and medical care	April 1, 2020	20	100.0 (100.0)	
Toyo Kosan Ltd.	Toshima-ku, Tokyo	Goods brokerage and sales business	November 13, 1957	100	100.0 (100.0)	
Taiyo Building Service Co., Ltd.	Chuo-ku, Tokyo	Real estate management business	April 1, 2025	25	100.0 (100.0)	
Daido Management Service Co., Ltd.	Chuo-ku, Tokyo	Insurance agency business	November 1, 1974	30	100.0 (100.0)	
Nihon System Shuno, Inc.	Suita, Osaka-fu	Premium collection	October 1, 2002	36	50.0 (50.0)	
Zenkoku Business Center Co., Ltd.	Chuo-ku, Tokyo	Premium collection	May 18, 1972	12	100.0 (100.0)	

Company name	Location	Main operations	Date of incorporation	Capital (Millions of yen, except where otherwise noted)	The Company's share of voting right (%)	Remarks
Capital Taiyo Life Insurance Ltd.	Yangon, Myanmar	Life Insurance Business	October 12, 2012	MMK 9,230 million	35.0 (35.0)	
Thuriya Ace Technology Co., Ltd.	Yangon, Myanmar	IT for insurance companies, IT systems and software solutions design, and development services	February 1, 2017	MMK 2,351 million	49.0 (49.0)	
Alternative Investment Capital, Ltd.	Chiyoda-ku, Tokyo	Investment in private equity funds	July 15, 2002	400	36.0 (36.0)	
FGH Parent, L.P.	Bermuda, British Overseas Territory	Insurance holding company	October 1, 2021	USD 5,321 million	26.4 (26.4)	
Viridium Group Sarl	Luxembourg	Insurance holding company	December 5, 2024	EUR 10 million	29.9 (29.9)	
Viridium Group GmbH & Co. KG	Leverkusen, Germany	Insurance holding company	July 4, 2013	EUR 500	0 (0)	
Viridium Holding AG	Neu-Isenburg, Germany	Insurance holding company	March 4, 2013	EUR 50, 000	0 (0)	
Proxalto Lebensversicherung Aktiengesellschaft (AG)	Neu-Isenburg, Germany	Insurance company	December 18, 1987	EUR 223 million	0 (0)	
Heidelberger Lebensversicherung AG	Neu-Isenburg, Germany	Insurance company	December 19, 1990	EUR 13 million	0 (0)	
Skandia Lebensversicherung Aktiengesellschaft (AG)	Neu-Isenburg, Germany	Insurance company	June 3, 1991	EUR 3 million	0 (0)	
Entis Lebensversicherung AG	Neu-Isenburg, Germany	Insurance company	August 15, 2016	EUR 3 million	0 (0)	
Viridium Rückversicherung AG	Neu-Isenburg, Germany	Reinsurance company	May 9, 2018	EUR 3 million	0 (0)	

Notes:

1. The Company's material consolidated subsidiaries and affiliated entities accounted for under the equity method are listed above.
2. Shares of voting rights at subsidiary entities that belong to subsidiary entities (including subsidiaries) are stated within the parenthesis of the column for "The Company's share of voting right."
3. Dates of incorporation of Taiyo Life Insurance Company and Daido Life Insurance Company are the dates of incorporation as mutual companies. Both were converted to stock corporations, the former on April 1, 2003, and the latter on April 1, 2002 respectively.
4. Date of incorporation of T&D Financial Life Insurance Company is the date of incorporation as Tokyo Mutual Life Insurance Company. Tokyo Mutual Life Insurance Company was converted to a stock corporation on October 17, 2001 and its company name was changed to the current one.
5. Date of incorporation of Pet & Family Insurance Co., Ltd. is the date of incorporation as Japan Family Insurance Planning, Inc. After changing its business name to Pet & Family Small-amount Short-term Insurance Company on January 5, 2007, it was renamed its current name upon obtaining a non-life insurance business license from Financial Services Agency on April 1, 2019.
6. The yen equivalent of the capital amount of Capital Taiyo Life Insurance Ltd., calculated using the exchange rate as of the date of the close of the account, is ¥701 million.
7. The yen equivalent of the capital amount of Thuriya Ace Technology Co., Ltd., calculated using the exchange rate as of the date of the close of the account, is ¥178 million.
8. Viridium Group GmbH & Co. KG is a wholly-owned subsidiary of Viridium Group Sarl.
9. Viridium Holding AG is a wholly-owned subsidiary of Viridium Group GmbH & Co. KG.
10. Proxalto Lebensversicherung Aktiengesellschaft (AG), Heidelberger Lebensversicherung AG, Skandia Lebensversicherung Aktiengesellschaft (AG), Entis Lebensversicherung AG, and Viridium Rückversicherung AG are wholly-owned subsidiaries of Viridium Holding AG.

11. Development and performance of significant business combination
    The Group comprises 24 subsidiaries and 15 affiliated entities, where the consolidated ordinary revenues and profit attributable to owners of parent of the Group including the Company for fiscal year 2025 were ¥3,482.2 billion and ¥138.9 billion, respectively.

(6) Transfer of business from or to the corporate group

Our consolidated subsidiary, T&D United Capital Co., Ltd. entered into an agreement in March 2025 to jointly acquire a German life insurance holding company, Viridium Group GmbH & Co. KG (“Viridium”), with Allianz SE, BlackRock, Inc., and other partners (the “Transaction”), and closed the Transaction on August 1, 2025. T&D United Capital Co., Ltd. acquired a 29.9% ownership interest for approximately ¥116.0 billion (acquisition price, including various acquisition-related costs), turning Viridium into an equity-method affiliate of the Group.

2. Matters concerning corporate officers

(1) Status of corporate officers

(As of March 31, 2026)

Name	Positions/Responsibilities	Significant concurrent positions held	Remarks
Hirohisa Uehara	Representative Director and Chairman	Director, Taiyo Life Insurance Company	
Masahiko Moriyama	Representative Director and President	–	
Hotaka Nagai	Director and Senior Managing Executive Officer (Supervising Accounting Department In charge of Financial Strategy Department)	Director, Daido Life Insurance Company Director, T&D Financial Life Insurance Company	
Yoko Futami	Director and Managing Executive Officer (In charge of Internal Auditing Department)	–	
Kensaku Watanabe	Director (Outside Director)	Attorney Outside Director, JDC Corporation	
Masazumi Kato	Director (Outside Director)	–	
Kenji Fuma	Director (Outside Director)	Representative Director and CEO, Neural, Inc. Outside Director, Valuence Holdings Inc.	
Yasuro Tamura	Director	Representative Director and President, Taiyo Life Insurance Company	
Mutsuro Kitahara	Director	Representative Director and President, Daido Life Insurance Company	
Takashi Ikawa	Director (Full-time Audit & Supervisory Committee Member)	Audit & Supervisory Board Member, T&D United Capital Co., Ltd.	He has considerable expertise in finance and accounting, gained through his operational experience in asset management and accounting, etc. at a life insurance subsidiary of the Group.

Name	Positions/Responsibilities	Significant concurrent positions held	Remarks
Takashi Tojo	Director (Full-time Audit & Supervisory Committee Member)	Audit & Supervisory Board Member, Taiyo Life Insurance Company	He has considerable expertise in finance and accounting, gained through his operational experience in asset management, etc. at a life insurance subsidiary of the Group.
Shinnosuke Yamada	Director (Audit & Supervisory Committee Member) (Outside Director)	Certified public accountant Outside Audit and Supervisory Board Member, Rakuten Bank, Ltd.	As a certified public accountant, he has considerable expertise in finance and accounting.
Atsuko Taishido	Director (Audit & Supervisory Committee Member) (Outside Director)	Attorney Outside Audit & Supervisory Board Member, Pigeon Corporation	
Koji Nitto	Director (Audit & Supervisory Committee Member) (Outside Director)	Outside Director, Wacoal Holdings Corp. Outside Director, GS Yuasa Corporation	Having work experience as a CFO of a Tokyo Stock Exchange Prime-listed company with global operations, he has considerable expertise in finance and accounting.

Notes:

1. Executive officers (excluding directors concurrently serving as executive officers) as of March 31, 2026 are as follows:

Name	Positions/Responsibilities
Tomoyasu Isobe	Senior Managing Executive Officer (in charge of Business Development Department)
Iwao Kanazawa	Managing Executive Officer (in charge of Risk Control Department)
Yasuhiro Mori	Managing Executive Officer (in charge of Sustainability Promotion Department and Public Relations Department, vice in charge of Risk Control Department)
Kazunori Watanabe	Executive Officer (in charge of System Management Department)
Yoshitaka Moriya	Executive Officer (in charge of Group Planning Department and Investor Relations Department)
Takahiro Honda	Executive Officer (in charge of Accounting Department and vice in charge of Financial Strategy Department)
Toshikatsu Imai	Executive Officer (in charge of Human Resources and General Affairs Department)
Norihiko Morichika	Executive Officer (vice in charge of Group Planning Department)
Kanaya Morinaka	Group Executive Officer
Yoshihisa Tanaka	Group Executive Officer
Osamu Ikebata	Group Executive Officer
Junjiro Ishii	Group Executive Officer

2. Apart from the above, changes in executive officers and Group executive officers (excluding directors concurrently serving as executive officers) as of April 1, 2026 are as follows:

Senior Managing Executive Officer	Yasuhiro Mori
Managing Executive Officer	Shuichi Nakamura
Managing Executive Officer	Yoshitaka Moriya
Managing Executive Officer	Osamu Ikebata
Managing Executive Officer	Takahiro Honda
Executive Officer	Kogo Suzuki
Executive Officer	Tomohiko Ichibagase
Executive Officer	Yoshimasa Yamamoto

Executive Officer	Keiichirou Ooishi
Group Executive Officer	Norihiko Morichika
Group Executive Officer	Takaaki Sato

3. Messrs. Kensaku Watanabe, Masazumi Kato, Kenji Fuma, Shinnosuke Yamada, and Koji Nitto have been registered with Tokyo Stock Exchange, Inc. as independent directors/auditors without potential conflict of interests with general shareholders. Ms. Atsuko Taishido meets the criteria for independence set forth by Tokyo Stock Exchange, Inc. and is deemed not to pose a risk of conflict of interests with general shareholders. However, in accordance with the rules of Mori Hamada & Matsumoto, to which she belongs, she has not been registered as an independent director/auditor.
4. Messrs. Takashi Ikawa and Takashi Tojo have been selected as Full-time Audit & Supervisory Committee Members to ensure the effectiveness of Audit & Supervisory Committee auditing and supervisory functions facilitated by the gathering and sharing of information through attendance at Executive Management Board meetings and other important meetings, receiving operational reports from business execution divisions, and collaborating closely with internal auditing divisions.

(2) Executive compensation, etc.

1. Amounts of compensation, etc. for Directors during the current fiscal year

(Millions of yen)

Categories	Monthly compensation		Reserve for bonus		Trust-type stock compensation (BIP trust executive compensation)		Total amount of compensation, etc.	
	Number of persons paid	Amount	Number of persons paid	Amount	Number of persons paid	Amount	Number of persons paid	Amount
Directors who are not Audit & Supervisory Committee Members	10	201	4	61	4	48	10	311
(Of which, Outside Directors who are not Audit & Supervisory Committee Members)	3	35	0	–	0	–	3	35
Directors who are Audit & Supervisory Committee Members	5	120	0	–	0	–	5	120
(Of which, Outside Directors who are Audit & Supervisory Committee Members)	3	38	0	–	0	–	3	38
Total	15	321	4	61	4	48	15	431

Notes:

1. Monthly compensation and reserve for bonus for Directors who are not Audit & Supervisory Committee Members (excluding part-time Directors (includes Outside Directors) are performance-linked compensation and trust-type stock compensation is non-monetary compensation. For Directors who are not Audit & Supervisory Committee Members (excluding part-time Directors (includes Outside Directors)) (four Directors), performance-linked compensation is a total of ¥209 million and non-monetary compensation, etc. is a total of ¥48 million.
2. The compensation limit stipulated at the 16th Ordinary General Meeting of Shareholders held on June 25, 2020 is ¥450 million per annum for Directors who are not Audit & Supervisory Committee Members, of which ¥40 million per annum is for Outside Directors. (There were nine Directors who were not Audit & Supervisory Committee Members immediately after the conclusion of the shareholders meeting (two of those were Outside Directors.)) The total bonus amount within this figure is decided as an annual figure by the Board of Directors. Aside from the above compensation limit for Directors who are not Audit & Supervisory Committee Members, the upper limit of the trust money to be contributed to the trust relating to trust-type stock compensation resolved at the 16th Ordinary General Meeting of Shareholders held on June 25, 2020 is ¥500 million for every three consecutive fiscal years. The upper limit of the number of points to be awarded to Directors per fiscal year will be 215,000 points (1 point = 1 share of the Company). (There were four Directors who were not Audit & Supervisory Committee Members eligible for trust-type stock compensation immediately after the conclusion of the shareholders meeting.)
   The compensation limit resolved at the 16th Ordinary General Meeting of Shareholders held on June 25, 2020 is ¥150 million per annum for Directors who are Audit & Supervisory Committee Members. (There were five Directors who were Audit & Supervisory Committee Members immediately after the conclusion of the shareholders meeting (three of those were Outside Directors.)) Compensation within this limit is determined by discussions with Directors who are Audit & Supervisory Committee Members.
3. The number of persons paid and the amount of compensation, etc. above include those for one Director who is not an Audit & Supervisory Committee Member, who retired as of the conclusion of the 21st Ordinary General Meeting of Shareholders held on June 26, 2025. As of the end of the current fiscal year, the Company had nine Directors who are not Audit & Supervisory Committee Members and five Directors who are Audit & Supervisory Committee Members.
4. The amount of trust-type stock compensation indicates the cost of points awarded during the fiscal year under review based on this system.
5. In addition to the above, during the current fiscal year, the Company paid ¥10 million as bonuses to three Directors who are not Audit & Supervisory Committee Members, from amounts not included in the reserve for bonus to directors and audit & supervisory board members recorded in fiscal year 2024.
6. There is no compensation received by Outside Directors from the Company's parent company, etc.

2. Policy related to determining compensation for individual officers and calculation formulae

The Company's executive compensation system lays down compensation systems and compensation amounts that function as sound incentives, towards enhancing Group business performance and increasing corporate value over the medium- to long-term. Compensation, etc. to Directors (excluding part-time Directors which include Outside Directors and Directors who are Audit & Supervisory Committee Members) comprises of monthly compensation that varies depending on role and performance, bonuses, and trust-type stock compensation which delivers shares of the Company and utilizes a trust mechanism (excluding Directors residing outside of Japan). In addition, compensation for part-time Directors including Outside Directors who are independent from operational functions, and Directors who are Audit & Supervisory Committee Members consists solely of fixed compensation.

Furthermore, the Basic Policy on Corporate Governance (hereinafter, the "Basic Policy") stipulates the Company's policy related to determining compensation for individual officers and calculation formulae. The amendment or abolition of the Basic Policy shall be determined by the Company's Board of Directors. Calculation formulae for individual officer compensation, etc. is as shown below.

Compensation type	Timing of payment	Calculation formulae for individual officer compensation, etc.	Payment method
Monthly compensation	Monthly	Monthly compensation and bonuses are within the scope stipulated by a resolution of the shareholders meeting. Figures are calculated based on the compensation table determined by the Board of Directors and individual evaluations of each officer. Amounts are deliberated by the Nomination and Compensation Committee, which offers its opinions to the Board of Directors, and then approved at the Board of Directors meeting. Individual evaluations of officers are based on an assessment of the Company's performance and an evaluation of the division the officer is in charge of, in accordance with the evaluation criteria decided on by the Board of Directors. Evaluations are deliberated by the Nomination and Compensation Committee, which offers its opinions to the Board of Directors, and then approved at the Board of Directors meeting.	Monetary
Bonuses	Annually		
Trust-type stock compensation	Upon retirement	Trust-type stock compensation for Directors (excluding part-time Directors (includes Outside Directors), Directors who are Audit & Supervisory Committee Members, and Directors residing outside of Japan) is calculated based on the table determined by the Board of Directors and awarded as points in accordance with their position. This compensation will be provided in the form of Company stock and monetary payments based on accumulated points when a Company officer retires. Malus and clawback provisions (*) have been established for this system.	Shares: 70% Monetary: 30%

(*) Malus and clawback provisions
The trust-type stock compensation system includes provisions to halt the issue of Company stock and payments from sales of that stock if the person concerned is found to have engaged in misconduct, etc. as stipulated by the Company (significant negligence of duties, illegal conduct, leaking of confidential information, etc.) before the date of acquisition of the beneficial interest. If misconduct, etc. is discovered after the date of acquisition of the beneficial interest, the provisions stipulate that compensation can be claimed for the amount calculated by multiplying the stock price by the basic number of shares.

<Involvement of the Nomination and Compensation Committee and the Board of Directors>

- With a view to enhancing the corporate governance system of the Group by ensuring management transparency and clarified accountability, the Nomination and Compensation Committee deliberates on the fairness and reasonableness of the Company's and Three Life Insurance Companies' executive appointment or dismissal (including planning of successors) and executive compensation and offers its opionions to the Board of Directors.
- The Committee consists of Outside Directors and the President, and the majority of the members are assigned from Outside Directors to enhance independence, objectivity, and accountability. Furthermore, the chair of the Committee is chosen out of Outside Directors by mutual vote of the Committee's members.
- The amount of monthly compensation and bonuses for Directors (excluding part-time Directors (includes Outside Directors) and Directors who are Audit & Supervisory Committee Members) and evaluation of individual officers are deliberated by the Nomination and Compensation Committee, which offers its opinions to the Board of Directors, and then approved at the Board of Directors meeting.

<Calculation method for Company performance assessment and evaluation of the division in charge>

A weighted average is used for the evaluation weightings for both the Company performance assessment and the evaluation of the division each officer is in charge of, based on criteria set by the Board of Directors according to the responsibilities of each role. Note that the Representative Director's evaluation weighting for the Company performance assessment is 100%.

Assessment of company performance	● To clarify the assessment according to how much progress has been made on achieving company targets, total shareholder return (TSR) is used as a benchmark to assess the company's performance, alongside a number of other performance indicators (financial/non-financial) stipulated based on the mid- to long-term management strategy. ● For performance indicators, a coefficient according to the achievement rate for each item is multiplied to yield a score.
Evaluation of the division in charge	● A score for the division an individual officer is in charge of is calculated based on how much progress has been made on achieving divisional targets.

<Key performance indicators of Company performance (FY2025)>

- Key performance indicators of Company performance are as follows.
- For finance performance indicators, we evaluate based on the Group's targets in the long-term vision established in fiscal year 2021.

(i) Single fiscal year evaluation items

- The scores were calculated based on the achievement ratio relative to the predetermined target value.

	Target in FY2025	Actual	Achievement ratio
Group adjusted profit	¥145.5 billion	¥158.5 billion	108.9%
Value of new business	¥168.3 billion	¥177.4 billion(*)	105.4%

(*)Since the method for caluculating EV was partially revised during the period, the figures presented here reflect the results after adjusting for the impact of this revision.

(ii) Medium- and long-term evaluation items

- These scores were calculated baesd on the degee to which predetermined targets have been met.

	Target in FY2025	Results
Adjusted ROE	10.9%	10.5%
ROEV	7.5%	11.8%(*)

- Since the method for caluculating EV was partially revised during the period, the figures presented here reflect the results after adjusting for the impact of this revision.
-

(iii) Market evaluation items

	Evaluation criteria, etc.
Total shareholder return	• Total shareholder return (TSR) is calculated, taking into account factors such as the deviation rate between the actual result and the listed life insurance company as the benchmark.

Actual TSR performance is 305.3% over five years.

Note: TSR is calculated as follows:

- Five years: (Share price on March 31, 2026 + cumulative total of dividends per share from FY2021 to FY2025) / share price on March 31, 2021

(iv) ESG evaluation items

- In addition to the above financial performance indicators, the following non-financial performance indicators were evaluated.

	Evaluation criteria, etc.
Customer satisfaction level	• The status of achievement of these items are evaluated based on the evaluation criteria which are set in line with the levels of these items in the previous fiscal year.
Employee engagement score	
Reduction of GHG emissions	

- The results of the customer satisfaction level and the employee engagement score have achieved the evaluation criteria, and GHG emissions have been reduced by 24.9% (estimated) compared to the level of the previous fiscal year.

<Payment ratios by type of compensation>

In terms of the compensation structure for officers, we assign ratios to performance-linked compensation (monthly compensation and bonuses) and the trust-type stock compensation so the system can function as a sound incentive geared towards boosting the Group's medium-to long-term earnings and enhancing corporate value. Monthly compensation, which is performance-linked, shall range between approximately 57% and 74% of the total compensation (commensurate with the duties of each position), while bonuses shall range between approximately 14% and 21%, and trust-type stock compensation shall range between approximately 10% and 22%.

Furthermore, for monthly compensation, the ratio fluctuates either negatively or positively by roughly 5% on the basis of a standard assessment according to an individual officer evaluation. For bonuses, the ratio fluctuates either negatively or positively by roughly 40% on the basis of a standard assessment according to an individual officer evaluation.

(Ratio of compensation components)

Performance-linked compensation		Stock compensation
Monthly compensation approximately 57-74%	Bonus approximately 14-21%	Trust-type stock compensation approximately 10-22%

<Reason for the Board of Directors' decision that details of individual Director compensation, etc. are in line with the Basic Policy>

The Board of Directors determined that details of individual compensation, etc. are in line with the Basic Policy after confirming that individual compensation is calculated based on the compensation table determined by the Board of Directors and individual evaluations of each officer deliberated by the Nomination and Compensation Committee.

(3) Liability limitation agreement

Name	Outline of the liability limitation agreement
Kensaku Watanabe	He has concluded an agreement with the Company which limits the liability prescribed in Article 423, Paragraph 1 of the Japanese Companies Act to the greater of either ¥10 million or the minimum amount set forth in laws and regulations.
Masazumi Kato	Same as above
Kenji Fuma	Same as above
Shinnosuke Yamada	Same as above
Atsuko Taishido	Same as above
Koji Nitto	Same as above

Note: The Company stipulates in its Articles of Incorporation provisions for liability limitation agreements with Outside Directors. The above is an outline of the liability limitation agreements the Company has entered into with all Outside Directors, in accordance with the Articles of Incorporation.

(4) Directors and Officers Liability Insurance contract

The Company has entered into a Directors and Officers Liability Insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Japanese Companies Act.

	Overview of Directors and Officers Liability Insurance contract
Scope of insured individuals	Directors and Executive Officers of the Company as well as Directors, Audit & Supervisory Board Members, and Executive Officers of direct subsidiaries
Actual ratio of premiums paid by the insured	None (Insurance premiums are fully borne by the Company and its direct subsidiaries)
Outline of events insured against	The policy covers damages payments and expenses arising from corporate litigations, derivative lawsuits, and third party litigations against corporate officers.
Measures to avoid undermining the proper performance of duties by Directors and Officers	Liability claims arising from intentional or gross negligence are outside the scope of insurance payments. A reduced coverage rate has been established for insurance amounts.

Note: Direct subsidiaries are Taiyo Life Insurance Company, Daido Life Insurance Company, T&D Financial Life Insurance Company, T&D United Capital Co., Ltd., T&D Asset Management Co., Ltd., Pet & Family Insurance Co., Ltd., All Right Co., Ltd., T&D Information Systems, Ltd., T&D Risk Solutions Co., Ltd, and All Right Small Amount & Short Term Insurance Co., Ltd.

3. Matters concerning outside officers

(1) Concurrent positions held by outside officers

(As of March 31, 2026)

Name	Concurrent positions, etc.	
Kensaku Watanabe	JDC Corporation	Outside Director
Masazumi Kato	—	
Kenji Fuma	Neural, Inc. Valuence Holdings Inc.	Representative Director and CEO Outside Director
Shinnosuke Yamada	Rakuten Bank, Ltd.	Outside Audit and Supervisory Board Member
Atsuko Taishido	Pigeon Corporation	Outside Audit & Supervisory Board Member
Koji Nitto	Wacoal Holdings Corp. GS Yuasa Corporation	Outside Director Outside Director

Note: The Company has neither major transactions nor any other type of relationship with JDC Corporation, Neural, Inc., Valuence Holdings Inc., Rakuten Bank, Ltd., Pigeon Corporation, Wacoal Holdings Corp., or GS Yuasa Corporation.

(2) Main activities of outside officers

The Company appoints multiple Outside Directors to appropriately reflect the opinions of individuals with extensive experience and knowledge in their capacity as outside corporate managers, legal experts, accounting professionals and so forth in the Group's management policies and development of internal controls and other systems as well as in the oversight of execution of business. Our Outside Directors have sophisticated expertise and extensive insight, and they can be expected to capitalize on their knowledge and experience to serve his role in making key management decisions and supervising the execution of operations from a perspective of protecting general shareholders. The main activities of our Outside Directors are as follows:

Name	Term of office	Attendance to Board of Directors' Meetings and Audit & Supervisory Committee Meetings	Remarks made at Board of Directors' Meetings and Audit & Supervisory Committee Meetings, and other activities
Kensaku Watanabe	5 years 9 months (assumed office in June 2020)	Board of Directors' Meeting: attended all 16 meetings	At the Board of Directors' Meetings, he has presented his views as an attorney as necessary, mainly from a professional perspective of corporate legal affairs. Additionally, as a Chairperson of the Nomination and Compensation Committee, which is an advisory body to the Board of Directors, he has presented valuable opinions as to appointment/dismissal of corporate officers of the Company and its main subsidiaries, their compensation, etc. In addition to the above, Mr. Watanabe carries out other activities, including exchanges of views with the Representative Directors, the Accounting Auditor, and Representative Directors and Presidents of major subsidiaries.

Name	Term of office	Attendance to Board of Directors' Meetings and Audit & Supervisory Committee Meetings	Remarks made at Board of Directors' Meetings and Audit & Supervisory Committee Meetings, and other activities
Masazumi Kato	1 year and 9 months (assumed office in June 2024)	Board of Directors' Meeting: attended all 16 meetings	At the Board of Directors' Meetings, he has presented his views as necessary from his wealth of knowledge and experience in corporate management, international finance and capital markets, having served as Representative Executive Officer and Vice President at a bank and Representative Director and Vice Chairman at a foreign-owned asset management company. Additionally, as a member of the Nomination and Compensation Committee, which is an advisory body to the Board of Directors, he has presented valuable opinions as to appointment/dismissal of corporate officers of the Company and its main subsidiaries, their compensation, etc. In addition to the above, Mr. Kato carries out other activities, including exchanges of views with the Representative Directors, the Accounting Auditor, and Representative Directors and Presidents of major subsidiaries.
Kenji Fuma	1 year and 9 months (assumed office in June 2024)	Board of Directors' Meeting: attended all 16 meetings	At the Board of Directors' Meetings, he has presented his views as necessary from his wealth of knowledge and experience in providing international level knowledge to major companies, having served as CEO of a sustainability management and ESG investment advisory company. Additionally, as a member of the Nomination and Compensation Committee, which is an advisory body to the Board of Directors, he has presented valuable opinions as to appointment/dismissal of corporate officers of the Company and its main subsidiaries, their compensation, etc. In addition to the above, Mr. Fuma carries out other activities, including exchanges of views with the Representative Directors, the Accounting Auditor, and Representative Directors and Presidents of major subsidiaries.
Shinnosuke Yamada	5 years 9 months (assumed office in June 2020)	Board of Directors' Meeting: attended all 16 meetings Audit & Supervisory Committee Meeting: attended all 17 meetings	At the Board of Directors' Meetings and Audit & Supervisory Committee Meetings, he has presented his views as a certified public accountant as necessary, mainly from a professional perspective of finance and accounting matters. In addition to serving as Head of Audit and Supervisory Committee, Mr. Yamada carries out other activities, including exchanges of views with the Representative Directors, the

Name	Term of office	Attendance to Board of Directors' Meetings and Audit & Supervisory Committee Meetings	Remarks made at Board of Directors' Meetings and Audit & Supervisory Committee Meetings, and other activities
			Accounting Auditor, and Representative Directors and Presidents of major subsidiaries.
Atsuko Taishido	3 years 9 months (assumed office in June 2022)	Board of Directors' Meeting: attended 14 of 16 meetings Audit & Supervisory Committee Meeting: attended all 17 meetings	At the Board of Directors' Meetings and Audit & Supervisory Committee Meetings, she has presented her views as an attorney as necessary, mainly from a professional perspective of corporate legal affairs. Additionally, as a member of the Nomination and Compensation Committee, which is an advisory body to the Board of Directors, she has presented valuable opinions as to appointment/dismissal of corporate officers of the Company and its main subsidiaries, their compensation, etc. In addition to the above, Ms. Taishido carries out other activities, including exchanges of views with the Representative Directors, the Accounting Auditor, and Representative Directors and Presidents of major subsidiaries.
Koji Nitto	1 year and 9 months (assumed office in June 2024)	Board of Directors' Meeting: attended all 16 meetings Audit & Supervisory Committee Meeting: attended all 17 meetings	At the Board of Directors' Meetings and Audit & Supervisory Committee Meetings, he has presented his views as necessary from his wealth of knowledge and experience in corporate management, having served as a CFO at a globally operating company listed on the Tokyo Stock Exchange Prime Sector. In addition to the above, Mr. Nitto carries out other activities, including exchanges of views with the Representative Directors, the Accounting Auditor, and Representative Directors and Presidents of major subsidiaries.

(3) Opinions of outside officers

Not applicable.

4. Matters regarding shares

(1) Number of shares

Total number of shares authorized to be issued	1,932,000 thousand shares
Total number of shares issued	488,000 thousand shares

(2) Number of shareholders (as of March 31, 2026) 181,281

(3) Major shareholders

Name	Status of equity participation	
	Shares held (Thousand shares)	Percentage of ownership (%)
The Master Trust Bank of Japan Ltd. (Trust Account)	77,756	16.11
Custody Bank of Japan, Ltd. (Trust Account)	28,407	5.89
Goldman, Sachs & Co. Reg	24,131	5.00
State Street Bank and Trust Company 505001	19,261	3.99
JP Morgan Securities Japan Co., Ltd.	10,664	2.21
The Chase Manhattan Bank, N.A. London Secs Lending Omnibus Account	8,558	1.77
State Street Bank and Trust Company 505103	7,000	1.45
JP Morgan Chase Bank 385781	6,689	1.39
AIG General Insurance Company, Ltd.	6,000	1.24
JP Morgan Chase Bank 380081	5,452	1.13

Note: Percentage of ownership is calculated after deducting treasury stock of 5,425 thousand shares.

(4) Stock issued to corporate officers

Not applicable.

[Reference]

1. Governance Structure

(Establishment of the Basic Policy on Corporate Governance)

The Company's basic approach to corporate governance is to create efficient and transparent management systems to facilitate flexible and cohesive Group operations, and the Company has continuously endeavored to enhance corporate governance.

In respect for the spirit of the "Corporate Governance Code," which applies to all listed companies, the Company has adopted all of its principles, and has formulated the "Basic Policy on Corporate Governance," which provides the Company's initiatives to addresses the major principles, etc. of the code.

"Basic Policy on Corporate Governance"
https://www.td-holdings.co.jp/company/governance/pdf/governance_policy.pdf

(Basic approach)

The Company is working to achieve sustainable growth and increase corporate value over the medium- and long-term by continuously enhancing corporate governance, as follows.

1. The Company shall respect the rights of all shareholders and strive to develop a conducive environment for shareholders to appropriately exercise those rights. Efforts shall also be made to ensure the effective equality of all shareholders.
2. The Company shall strive to foster a sound corporate culture and climate by appropriately collaborating with a variety of stakeholders, including customers, all shareholders, employees, insurance agents, business partners and local communities.
3. The Company shall strive to increase the transparency of management through appropriate and timely disclosure of corporate information, including financial information and non-financial information regarding management strategies, management challenges, and other matters.
4. The Company shall strive to ensure the effectiveness of the Board of Directors' supervising function over the execution of business as the holding company responsible for the business execution management function of each Group company.
5. The Company shall engage in constructive dialogue with stakeholders in order to contribute to sustained growth and the enhancement of corporate value over the medium- and long-term.

(Corporate governance system)

The Company makes decisions on important business matters and oversees the execution of business through its Board of Directors. The Company, as a "Company with an Audit & Supervisory Committee," audits and supervises the performance of Directors' duties through its Audit & Supervisory Committee, which is independent of the Board of Directors.

Moreover, the Company has introduced an executive officer system for the purpose of bolstering its business execution capabilities. By sharply delineating responsibilities for oversight and execution, the Company strengthens the governance function of the Board of Directors.

Furthermore, in order to enhance the corporate governance structure of the Company and the Group, the Company has established the Nomination and Compensation Committee as an advisory body to the Board of Directors for the purpose of discussing the fairness and appropriateness of the appointment (including successor planning) and compensation of Directors and Audit & Supervisory Committee Members, among other related issues, as well as for ensuring the transparency of management and enhancing accountability.

The Company has also put in place an Executive Management Board as a body to discuss and resolve important matters concerning the business of the Company and the management of businesses of the Group. Along with this body is a Group Strategy Board which was established by the Company as a body to deliberate matters concerning the Group's growth strategies, etc. and related important matters from a Group-wide perspective to sustainably enhance the corporate value of the Group.

(Role of the Board of Directors)

The Board of Directors makes decisions on important business matters and oversees the execution of business in accordance with laws and ordinances, the Articles of Incorporation, and the Company's relevant rules. As a result of the transition to a company with an Audit & Supervisory Committee, in accordance with the provisions of the Articles of Incorporation, decisions on some important business executions are delegated from the Board of Directors to the Directors themselves pursuant to a resolution by the Board of Directors.

This separates management oversight from business execution, thereby further strengthening the management functions (deciding on management policies and overall strategy) and oversight functions of the Board of Directors. It also drives improvement in the flexibility and efficiency of business execution.
The monthly compensation, bonuses, and individual evaluations of executives are deliberated by the Nomination and Compensation Committee, which reports its opinions to the Board of Directors, and then resolved by the Board of Directors.

(Assessment of effectiveness of the Board of Directors)
The Company conducts an annual assessment of the effectiveness of the Board of Directors. In fiscal year 2025, the Company conducted questionnaire surveys and interviews with Directors to review initiatives identified in the previous fiscal year as important for further enhancing effectiveness, as well as to identify new challenges and areas for improvement.

[Assessment method]
The questionnaire survey was based on the results of the third-party assessment conducted in the previous fiscal year, and included additional questions to confirm the progress of initiatives identified as important in the previous fiscal year. The content and structure of the questionnaire were discussed at the Board of Directors meeting held in December 2025. The survey was conducted anonymously, with all Directors responding via a dedicated website. The Board of Directors Secretariat then compiled and analyzed the responses.
Regarding interviews, the Company targeted Outside Directors and Full-Time Audit & Supervisory Committee Members to ensure a balanced representation of perspectives from both the supervisory and executive sides, as well as from internal and external directors and to confirm the effectiveness of the Board of Directors from an audit perspective.
Furthermore, following the previous fiscal year, we conducted a self-assessment of individual directors through a survey.

[Assessment items]
The survey items for fiscal year 2025 were as follows. Each question was rated on a 5-point scale, and free-text fields were included to gather specific opinions.
1. Board composition
2. Board operations
3. Board discussion
4. Board oversight function
5. Board's role fulfillment
6. Training
7. Dialogue with shareholders
8. Questions for Outside Directors
9. Nomination and compensation
10. Summary
In addition, the interviews confirmed the grounds for the evaluation presented in the questionnaire and identified challenges related to the effectiveness of the Board of Directors.

[Summary of assessment results for the current fiscal year]
The results of the Board of Directors effectiveness assessment for fiscal year 2025 are as follows.
- Based on the assessment, opinions, and survey scores of each Director, the Board of Directors was generally assessed as functioning effectively.
- Initiatives aimed at further enhancing effectiveness, which were identified in the previous year's evaluation, have generally been steadily implemented as follows, and it has been determined that effectiveness has improved as a result.

1. Enhancing discussions on medium- to long-term management strategy
- We held multiple individual meetings in addition to Board of Directors meetings to discuss important agenda items such as the next Group Long-Term Vision, leading to deeper discussions at Board of Directors meetings.

2. Thorough implementation of effective and efficient meeting operations
- We further deepened the understanding of Outside Directors by expanding pre-meeting explanations, and clarified key issues by making improvements to the presentation of materials.

3. Deepening discussions on the Board of Directors' structure and function

- After re-evaluating the role of the Chairman of the Board of Directors, we transferred the role of Chairman from the Representative Director and President to a non-representative Director and Chairman, effective April 1.

[Initiatives for further enhancing effectiveness]
Based on the survey and interview results, the Board of Directors discussed and identified the following initiatives as important for further enhancing the supervisory function of the holding company's Board of Directors during the period of the next Group Long-Term Vision (April 2026 to March 2031). We will focus on these areas:
1. Enhancing the fulfillment of the Board of Directors' role through more substantive discussions
- We will formulate an annual agenda plan led by the Board of Directors, and for important agenda items, we will set up multiple opportunities for discussion at Board of Directors meetings and separate meetings. In doing so, we aim to hold more substantive discussions that contribute to the enhancement of corporate value, and further enhance the fulfillment of the Board of Directors' role.
2. Enhancing the fulfillment of Outside Directors' roles and utilizing external expertise to further improve the Board of Directors' supervisory functions
- To further improve supervisory functions, we will work to put a system in place that allows Outside Directors to more deeply understand the content of executive-side discussions, and will establish a forum for sharing opinions among Outside Directors. We will also set up opportunities for external experts with advanced knowledge in their respective fields to provide valuable advice and information to the Board of Directors.
3. Effective operation of Board of Directors meetings (strengthening the functions of the Board of Directors Secretariat)
- We aim to conduct effective meetings focused on substantive discussions of important agenda items by shortening the time spent on explanations and expanding the time for questions, as well as by appropriately delegating authority from the Board of Directors to Executive Directors.

(Role of the Audit & Supervisory Committee)
The Audit & Supervisory Committee is responsible for monitoring the execution of Directors' duties in accordance with the provisions set forth in laws, regulations, the Articles of Incorporation, and Company rules in order to contribute to the establishment of the Company and our corporate group's governance systems, as well as to sustainable growth and the enhancement of corporate value, while cooperating with the Board of Directors and maintaining an independent standpoint.

(Assessment of the effectiveness of the Audit & Supervisory Committee)
To review the auditing activities of the Committee over the course of the fiscal year under review and to improve the quality of auditing by addressing the issues that are identified, the Company performs an assessment of the effectiveness of the Audit & Supervisory Committee in addition to the Committee's self-verification of its role.

[Assessment method and assessment items]
A questionnaire survey was conducted with Audit & Supervisory Committee Members, Directors who are not Audit & Supervisory Committee Members, and Executive Officers, and assessments were made based on the responses. Questionnaire items in fiscal year 2025 included "Supervision of Directors," "Auditing of the Corporate Group," "Coordination with Related Departments," and more, and the content and structure were discussed at the Audit & Supervisory Committee meeting held in January 2026. The survey was conducted anonymously, and all respondents answered using a five-point scale and free response answers on a dedicated website.

[Summary of assessment results for the current fiscal year]
The results of the fiscal year 2025 assessment are as follows.
- Based on the survey answers, the Audit & Supervisory Committee was evaluated as having generally fulfilled its duties by effectively collaborating and cooperating with the Board of Directors and appropriately overseeing duties of directors through its audit activities throughout the year.
- Regarding the issue of "strengthening collaboration in the tripartite audits," which was identified in the fiscal year 2024 effectiveness assessment, we were able to enhance the overall effectiveness of audits by further enhancing information sharing, including receiving timely reports from the Internal

Audit Department on the status of discussions between the Internal Audit Departments of the Company and Group companies.
- On the other hand, with respect to "enhancing discussions regarding important management issues," although we worked to narrow down key audit items and improve reporting opportunities regarding the executive department's initiatives, we recognize that there is still room for improvement in depth of discussions on specific, more detailed topics. As such, we still consider it as an issue that needs addressing.

[Initiatives for further enhancing effectiveness]
Based on the issues identified in the questionnaire survey, the Audit & Supervisory Committee discussed how to address these issues going forward, and decided to implement the following initiatives:
- Enhance discussions regarding important management issues
- In addition to setting key audit items in auditing plans that are formulated in the future, the Audit & Supervisory Committee will designate priority themes that require particular attention and discussion as priority deliberation items at the beginning of the fiscal year. The exchange of opinions on these priority deliberation items will also be included in the agenda of the Audit & Supervisory Committee at appropriate times. The holding of these discussions will also enable the Committee to further exercise its auditing and supervisory functions with respect to management.

(Goals, mission, and composition of the Nomination and Compensation Committee)
The Company established the Nomination and Compensation Committee as an advisory body to the Board of Directors for deliberation on the fairness and reasonableness of executive appointment or dismissal (including planning of successors) and compensation, with a view to enhancing the corporate governance system of the Company and the Group by ensuring management transparency and clarified accountability.
The Committee members consist of the President and Outside Directors, and the majority of the members are assigned from Outside Directors to enhance independence, objectivity, and accountability. Furthermore, the chair of the Committee is chosen out of Outside Directors by mutual vote of the Committee's members.
The Committee deliberates on executive appointment or dismissal, compensation at the Company and Three Life Insurance Companies, and on successor planning for Representative Directors and Presidents. It reports the results of its deliberations to the Board of Directors and submits opinions as necessary.

(Contributions to appointment or dismissal of Representative Director and President, and executive team)
The Committee deliberates on the results of evaluations of each Representative Director and President and each executive team member based on such factors as evaluations of the performance of the company or the division that the member is in charge of. It deliberates on the appointment or dismissal (reappointment or non-reappointment) of Representative Directors and Presidents, and executive team members, confirming the executive's evaluation and appropriateness, reporting the results of the deliberation to the Board of Directors and submitting an opinion as necessary.

(Contributions to Representative Director and President successor planning)
With regard to matters concerning successor planning, the Committee deliberates on the plan's appropriateness and periodic reviews of candidates for successors, reporting the results of the deliberations to the Board of Directors and submitting an opinion as necessary.

2. Current Status of Reduction of Cross-Shareholdings

[Target and results of cross-shareholdings reduction]

In order to improve capital efficiency, the Group is reducing its cross-shareholdings balance in stages.

In FY2025, the balance of cross-shareholdings has been reduced by approximately ¥23.1 billion (on market value basis). Meanwhile, the balance at the end of the fiscal year increased by ¥78.7 billion due to factors such as share price increases. Cross-shareholdings currently account for 19% of consolidated net assets.

Our policy is to reduce the balance of cross-shareholdings, excluding shares of business alliance partners and collaborators, to zero by the end of FY2030. As an interim target towards achieving this, we aim to reduce this balance by 40% by the end of FY2027 compared to the end of FY2025.

<Balance of cross-shareholdings>

(Billions of yen)

	FY2024		FY2025	
	Number of issues (Issues)	Total amount recorded on balance sheet	Number of issues (Issues)	Total amount recorded on balance sheet
Non-listed shares (*1)	96	14.0	94	13.9
Shares other than non-listed shares (*1)	38	214.5	31	280.6
Total (*2)	141	230.0	133	308.7
Consolidated net assets	-	1,409.0	-	1,617.6
Ratio of cross-shareholdings to consolidated net assets	-	16%	-	19%

*1 The number of non-listed shares and shares other than non-listed shares are total of Taiyo Life and Daido Life.

*2 The total includes cross-shareholdings owned by consolidated subsidiaries, excluding Taiyo Life and Daido Life.

*3 There are no deemed shareholdings.

3. Changes in ROE

ROE, an indicator of capital efficiency, was 9.2% in FY2025, and has averaged 3.2% over the past five years.

The adjusted ROE, which is calculated with the Group adjusted profit* as the numerator, was 10.5% in FY2025, and has averaged 7.8% over the period since FY2021.

<Changes in profit attributable to owners of parent>

Fiscal year	Profit attributable to owners of parent	Group adjusted profit
FY2021	**¥14.1 billion**	**¥39.2 billion**
FY2022	**¥(132.1) billion**	**¥90.2 billion**
FY2023	**¥98.7 billion**	**¥103.5 billion**
FY2024	**¥126.3 billion**	**¥140.0 billion**
FY2025	**¥138.9 billion**	**¥158.5 billion**

<Changes in ROE>

	FY2021	FY2022	FY2023	FY2024	FY2025	Average
Financial accounting ROE	1.0%	(11.2)%	8.3%	8.7%	9.2%	3.2%
Adjusted ROE	**2.7%**	**7.6%**	**8.6%**	**9.6%**	**10.5%**	**7.8%**

*Group adjusted profit, which was introduced in FY2020, is an original indicator of the Group's actual business performance, which is calculated by adjusting profit (loss) attributable to owners of parent for gains (losses) that arise in accounting due to market fluctuations, etc. and do not represent actual business performance, and additional internal reserves in excess of the legal standard requirements, and amortization of goodwill, etc. For some of our foreign affiliates, profit based on local accounting standards have been added to Group adjusted profit.

*Some of our foreign affiliates that adopt U.S. GAAP have applied "Financial Services -Insurance" (Topic944) (ASU2018-12, ASU2019-09, ASU2020-11) from the beginning of FY2025. Accordingly, for FY2024, figures after retrospective application reflecting this treatment were used, under which certain insurance liabilities of the affiliate were measured using a new calculation method, including changes in the discount rate and revisions to insurance assumptions.

4. Promoting Sustainability Management

Under the Group Long-Term Vision for 2030, we have set our Management Vision as “One “Try & Discover” for sustainable growth.” While keeping ahead of megatrends such as changes in population structure, lifestyles, and digitalization, we are pursuing sustainable Group growth alongside contributions to the resolution of social issues by carrying out businesses that leverage the Group’s characteristics and strengths. To further promote sustainability management, the Group has set two primary issues: “Enhancing social value” and “Enhancing human capital.” We have defined priority themes to focus on each issue, as outlined below, and are carrying out initiatives to address them through our business activities.

(1) Enhancing social value

The T&D Insurance Group, with life insurance as its core business, is dedicated to providing customers with peace of mind and security through its products and services as part of its sustainable business operations. Furthermore, our asset management activities as an institutional investor are closely linked to economic development and the realization of a sustainable society, making them a business with a strong public interest. We believe that through these businesses, we have a responsibility to contribute to society.

Promote healthy and abundant lives

Provided products that fit the needs of customers to contribute to resolving social issues

Company	Product	Key feature
Taiyo Life	Best MY WAY / Best MY WAY	A customizable insurance product that responds meticulously to the diverse needs of customers that can support a large number of customers
Daido Life	会社みんなでKENCO+	Health promotion insurance that combines “prevention of illness through health management” and “preparation for unexpected retirement”
T&D Financial Life	生涯プレミアムワールド6	A whole life insurance policy that allows customers to receive “money for their own use” while also preparing “funds to leave for their family”

Contribution to global environment conservation and climate change mitigation and adaptation

Promoted reduction of GHG emissions

[Establishment of the Company’s GHG emission volume (Scope 1 and 2) reduction goal]

Target fiscal year	Reduction rate
FY2030	75% reduction (compared with FY2013)
FY2040	Net zero

[Promotion of introduction of renewable energy]

● Participated in “RE100”

● Established an intermediate goal, “increase in a renewable energy use rate to 70% by FY2030” and promote the switch of electricity consumption to renewable energy.

Invest to help build a sustainable society

[Establishment of financed emissions volume reduction goal]

Target fiscal year	Reduction rate
FY2030	50% reduction (compared with FY2020) * Investment targets are shares and bonds of, and loans to, listed companies in Japan
FY2050	Net zero

[Investment and loan by sustainability theme (examples of major efforts)]

● Invested in green bonds that help address environmental problems

● Invested in social bonds that provide support for emerging countries and contribute to gender equality

● Invested in other themed bonds that address societal problems in Japan and abroad

(2) Improving human capital

The T&D Insurance Group considers human resources that work together to be the most important and greatest driving force for its business activities to realize the Group's corporate philosophy.

To improve employee *well-being* and create an environment where diverse talent can participate actively, we utilize the Employee Engagement Score to measure and further improve the effectiveness of our initiatives on an annual basis, thereby further enhancing our human capital.

Development of an environment in which diverse human resources can play an active role

＜ Setting Employee Engagement Score Targets＞

Target fiscal year	Achievement level
Every year starting in FY2026	4.0 or higher

*Scores range from a maximum of 5.0 to a minimum of 1.0 on a 5-point scale using five response options.

【Skill development support】

-Reskilling support (Provision of online learning materials, etc.)

-Open call for applications to MBA and business school programs

【Career development support】

-Internal job postings within the Group (providing opportunities to purse desired roles)

【Support for women's advancement】

-Systematic talent development programs at Group companies

-Establishment of Group-wide management objectives and implementation of training programs

Expanding human capital

＜Status of securing and developing personnel*＞

Target fiscal year	Target level
FY2030	40% of all administrative personnel

*Employees with experience at multiple companies within the Group, those with experience on secondment or assignment outside the Group, and mid-career hires

【Development of international and specialized talent】

-Assignment and placement at overseas affiliated companies

-Assignment to foreign companies and language study abroad programs (Open recruitment)

【Development of Group management talent】

-Promotion of an increase in number of managers across Group companies with experience at the Holdings

-Group executive training, Group executive officer system, etc.

Consolidated Balance Sheet for Fiscal Year 2025

(as of March 31, 2026)

(Millions of yen)

Account	Amount	Account	Amount
(Assets)		(Liabilities)	
Cash and deposits	422,810	Policy reserves	13,979,640
Call loans	279,703	Reserve for outstanding claims	86,953
Monetary claims purchased	120,609	Policy reserve	13,825,376
Monetary trusts	1,220,462	Reserve for policyholder dividends	67,311
Securities	12,869,591		
Loans	1,508,095	Due to agencies	1,293
Tangible fixed assets	370,247	Due to reinsurers	36,017
Land	207,188	Short-term bonds	7,980
Buildings	154,457	Subordinated bonds	224,000
Lease assets	1,860	Other liabilities	1,028,181
Construction in progress	713	Reserve for bonus to directors and audit & supervisory board members	379
Other tangible fixed assets	6,028		
Intangible fixed assets	66,245	Provision for share-based remuneration	3,128
Software	65,119		
Lease assets	7	Net defined benefit liability	22,976
Other intangible fixed assets	1,118	Reserve for directors' and audit & supervisory board members' retirement benefits	19
Due from agencies	248		
Due from reinsurers	229,946	Reserve for price fluctuations	299,844
Other assets	215,817	Deferred tax liabilities	92,823
Net defined benefit asset	17,357	Deferred tax liabilities on land revaluation	4,406
Deferred tax assets	359		
Reserve for possible loan losses	(3,166)	Total liabilities	15,700,692
		(Net assets)	
		Common stock	207,111
		Retained earnings	522,349
		Treasury stock	(23,740)
		Total stockholders' equity	705,720
		Net unrealized gains on securities	735,816
		Deferred gains on hedging instruments	(1,891)
		Land revaluation	(6,232)
		Foreign currency translation adjustments	51,354
		Debt value adjustments of foreign subsidiaries and affiliates	(5,135)
		Policy value adjustments of foreign subsidiaries and affiliates	(3,440)
		Valuation difference on policy reserves of foreign subsidiaries and affiliates	135,736
		Total accumulated other comprehensive income	906,208
		New share subscription rights	196
		Non-controlling interests	5,511
		Total net assets	1,617,637
Total assets	17,318,329	Total liabilities and net assets	17,318,329

Consolidated Statement of Operations for Fiscal Year 2025

(from April 1, 2025 to March 31, 2026)

(Millions of yen)

Account	Amount
Ordinary revenues	3,482,214
Income from insurance premiums	2,635,783
Investment income	747,973
Interests, dividends and income from real estate for rent	397,775
Gains from monetary trusts, net	91,696
Gains on sales of securities	171,544
Foreign exchange gains, net	55,942
Other investment income	4,472
Gains on separate accounts, net	26,542
Other ordinary income	96,489
Equity in earnings of affiliates	1,967
Ordinary expenses	3,225,023
Insurance claims and other payments	2,309,106
Insurance claims	307,743
Annuity payments	341,183
Insurance benefits	175,354
Surrender payments	880,702
Other payments	130,752
Reinsurance premiums	473,368
Provision for policy and other reserves	259,444
Provision for reserve for outstanding claims	2,745
Provision for policy reserves	256,641
Interest portion of reserve for policyholder dividends	57
Investment expenses	296,040
Interest expenses	7,316
Losses on investments in trading securities, net	385
Losses on sales of securities	158,070
Devaluation losses on securities	556
Net derivative financial instruments loss	90,059
Provision for reserve for possible loan losses	287
Write-off of loans	0
Depreciation of real estate for rent	6,744
Other investment expenses	32,620
Operating expenses	273,747
Other ordinary expenses	86,684
Ordinary profit	257,191

(Millions of yen)

Account	Amount
Extraordinary gains	6,377
Gains on sale of fixed assets	4,476
Gains on negative goodwill	1,721
State subsidy	179
Extraordinary losses	46,949
Losses on sale, disposal and devaluation of fixed assets	26,442
Impairment loss	1,126
Provision for reserve for price fluctuations	18,582
Head office relocation expenses	603
Subsidized project expenses	179
Other extraordinary losses	15
Provision for reserve for policyholder dividends	25,459
Income before income taxes	191,160
Income taxes-current	60,199
Income taxes-deferred	(9,014)
Total income taxes	51,185
Net income	139,974
Profit attributable to non-controlling interests	1,006
Profit attributable to owners of parent	138,968

Non-consolidated Balance Sheet for Fiscal Year 2025

(as of March 31, 2026)

(Millions of yen)

Account	Amount	Account	Amount
(Assets)		(Liabilities)	
Current assets	29,207	Current liabilities	7,051
Cash and deposits	27,829	Lease obligations	7
Prepaid expenses	54	Accounts payable	2,407
Accounts receivable	914	Accrued expenses	855
Suspense payments	1	Income tax payable	1
Other current assets	408	Consumption tax payable	63
Fixed assets	1,093,287	Deposits received	3,508
Tangible fixed assets	152	Reserve for bonus to directors and audit & supervisory board members	127
Buildings	132		
Machinery and equipment	11		
Lease assets	9	Other	79
Investments and other assets	1,093,135	Fixed liabilities	326,666
Investments in subsidiaries	758,180	Subordinated bonds	224,000
Investments in capital of subsidiaries	3,296	Long-term borrowings	59,500
Long-term loans receivable from subsidiaries	331,100	Long-term borrowings from subsidiaries	33,700
		Lease obligations	2
Deferred tax assets	327	Long-term accounts payable-other	6,331
Deposit for rent	231	Provision for share-based remuneration	3,128
		Provision for retirement benefits	1
		Deposits received	2
		Total liabilities	333,718
		(Net assets)	
		Stockholders' equity	788,579
		Common stock	207,111
		Capital surplus	163,428
		Additional paid-in capital	89,420
		Other capital surplus	74,008
		Retained earnings	441,780
		Other retained earnings	441,780
		Retained earnings brought forward	441,780
		Treasury stock	(23,740)
		Valuation difference on available-for-sale securities	(0)
		New share subscription rights	196
		Total net assets	788,776
Total assets	1,122,494	Total liabilities and net assets	1,122,494

Non-consolidated Statement of Operations for Fiscal Year 2025

(from April 1, 2025 to March 31, 2026)

(Millions of yen)

Account	Amount
Operating income	169,118
Dividends on investments in affiliate companies	159,017
Fees and commissions received from affiliate companies	6,966
Interest on loans receivable from affiliate companies	3,134
Operating expenses	7,032
General and administrative expenses	7,032
Operating profit	162,086
Non-operating income	280
Interest income	109
Gains on expired dividends payable	169
Other income	1
Non-operating expenses	4,001
Interest expenses	2,963
Commissions	669
Bond issuance costs	321
Other expenses	47
Ordinary profit	158,364
Income before income taxes	158,364
Income taxes-current	(95)
Income taxes-deferred	21
Total income taxes	(74)
Net income	158,439

Audit Report of the Accounting Auditor Concerning Consolidated Financial Statements (Copy)

Audit Report of the Independent Auditor

May 18, 2026

To the Board of Directors
T&D Holdings, Inc.

Hiroshi Yamano
Designated Limited Liability Partner, Engagement Partner, and Partner
Certified Public Accountant [Seal]
Hiroyuki Kobayashi
Designated Limited Liability Partner, Engagement Partner, and Partner
Certified Public Accountant [Seal005D
Yohei Kondo
Designated Limited Liability Partner, Engagement Partner, and Partner
Certified Public Accountant [Seal]
Tokyo, Japan
Ernst & Young ShinNihon LLC

Opinion

Pursuant to Article 444, Paragraph 4 of the Companies Act, we have audited the accompanying consolidated financial statements, which comprise the consolidated balance sheet, the consolidated statement of income, the consolidated statement of changes in net assets and the notes to the consolidated financial statements of T&D Holdings, Inc. (the "Company") for the fiscal year from April 1, 2025 through March 31, 2026.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position and results of operations of the group, which consists of the Company and its consolidated subsidiaries, for the period covered by the consolidated financial statements in conformity with accounting principles generally accepted in Japan.

Basis for the Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility under the auditing standards is stated in "Auditor's Responsibility for the Audit of the Consolidated Financial Statements." We are independent of the Company and its consolidated subsidiaries in accordance with the provisions related to professional ethics in Japan (including provisions applicable to audits of financial statements of entities with significant social impact), and are fulfilling other ethical responsibilities as an auditor. We believe that we have obtained sufficient and appropriate audit evidence to provide a basis for our audit opinion.

Other Information

Other information consists of the business report and supplementary schedules. Management is responsible for the preparation and disclosure of the other information. Audit & Supervisory Committee is responsible for overseeing the Directors' performance of duties within the maintenance and operation of the reporting process for the other information.

The scope of our opinion on the consolidated financial statements does not include the other information, and we do not provide our opinion on the other information.

Our responsibility for the audit of the consolidated financial statements is to read the other information, and, in doing so, consider whether there is a material inconsistency between the other information and the consolidated financial statements or our knowledge obtained during audit, and give attention to whether there are any other indications of material errors in the other information aside from such material inconsistency.

If, based on the audit work performed, we determine that there is a material misstatement in the other information, we are required to report such facts.

We have no matters to report with respect to the other information.

Responsibilities of Management, the Audit & Supervisory Committee for the Consolidated

Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in Japan, and for designing and operating such internal control as management determines is necessary to enable the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing whether it is appropriate to prepare the consolidated financial statements in accordance with the premise of a going concern, and for disclosing matters relating to going concern when it is required to do so in accordance with accounting principles generally accepted in Japan.

The Audit & Supervisory Committee is responsible for monitoring the execution of Directors' duties related to designing and operating the financial reporting process.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our responsibility is to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to express an opinion on the consolidated financial statements from an independent standpoint in an audit report, based on our audit. Misstatements can occur as a result of fraud or error, and are deemed material if they can be reasonably expected to, either individually or collectively, influence the decisions of users taken on the basis of the consolidated financial statements.

We make professional judgment in the audit process in accordance with auditing standards generally accepted in Japan, and perform the following while maintaining professional skepticism.

- Identify and assess the risks of material misstatement, whether due to fraud or error. Design and implement audit procedures to address the risks of material misstatement. The audit procedures shall be selected and applied as determined by the auditor. In addition, sufficient and appropriate audit evidence shall be obtained to provide a basis for the audit opinion.
- In making those risk assessments, the auditor considers internal control relevant to the entity's audit in order to design audit procedures that are appropriate in the circumstances, although the purpose of the audit of the consolidated financial statements is not to express an opinion on the effectiveness of the entity's internal control.
- Assess the appropriateness of accounting policies adopted by management and the method of their application, as well as the reasonableness of accounting estimates made by management and the adequacy of related notes.
- Determine whether it is appropriate for management to prepare the consolidated financial statements on the premise of a going concern and, based on the audit evidence obtained, determine whether there is a significant uncertainty in regard to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If there is a significant uncertainty concerning the premise of a going concern, the auditor is required to call attention to the notes to the consolidated financial statements in the audit report, or if the notes to the consolidated financial statements pertaining to the significant uncertainty are inappropriate, issue a modified opinion on the consolidated financial statements. While the conclusions of the auditor are based on the audit evidence obtained up to the date of the audit report, depending on future events or conditions, an entity may be unable to continue as a going concern.
- Besides assessing whether the presentation of and notes to the consolidated financial statements are in accordance with accounting principles generally accepted in Japan, assess the presentation, structure, and content of the consolidated financial statements including related notes, and whether the consolidated financial statements fairly present the transactions and accounting events on which they are based.
- Plan and perform the audit of the consolidated financial statements to obtain sufficient and appropriate audit evidence regarding the financial information of the Company and its consolidated subsidiaries, which forms the basis for expressing an opinion on the consolidated financial statements. The auditor is responsible for directing, supervising, and reviewing the audit of the consolidated financial statements, and is solely responsible for the audit opinion.

The auditor reports to the Audit & Supervisory Committee regarding the scope and timing of implementation of the planned audit, material audit findings including material weaknesses in internal control identified in the course of the audit, and other matters required under the auditing

standards.
The auditor reports to the Audit & Supervisory Committee regarding the observance of provisions related to professional ethics in Japan as well as matters that are reasonably considered to have an impact on the auditor’s independence and any measures that have been taken to eliminate obstacles or safeguards that have been put in place to reduce these obstacles to an acceptable level.

Interest
Our firm and engagement partners have no interests in the Company or its consolidated subsidiaries requiring disclosure under the provisions of the Certified Public Accountants Act of Japan.

Audit Report of the Accounting Auditor (Copy)

Audit Report of the Independent Auditor

May 18, 2026

To the Board of Directors
T&D Holdings, Inc.

Hiroshi Yamano
Designated Limited Liability Partner, Engagement Partner, and Partner
Certified Public Accountant [Seal]
Hiroyuki Kobayashi
Designated Limited Liability Partner, Engagement Partner, and Partner
Certified Public Accountant [Seal]
Yohei Kondo
Designated Limited Liability Partner, Engagement Partner, and Partner
Certified Public Accountant [Seal]
Tokyo, Japan
Ernst & Young ShinNihon LLC

Opinion

Pursuant to Article 436, Paragraph 2, Item 1 of the Companies Act, we have audited the accompanying financial statements, which comprise the balance sheet, the statement of income, the statement of changes in net assets and the related notes, and the accompanying supplementary schedules of T&D Holdings, Inc. (the "Company") for the 22nd fiscal year from April 1, 2025 through March 31, 2026.

In our opinion, the financial statements and the accompanying supplementary schedules referred to above present fairly, in all material respects, the financial position and results of operations of the Company for the period covered by the financial statements in conformity with accounting principles generally accepted in Japan.

Basis for the Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility under the auditing standards is stated in "Auditor's Responsibility for the Audit of the Financial Statements and the Accompanying Supplementary Schedules." We are independent of the Company in accordance with the provisions related to professional ethics in Japan (including provisions applicable to audits of financial statements of entities with significant social impact), and are fulfilling other ethical responsibilities as an auditor. We believe that we have obtained sufficient and appropriate audit evidence to provide a basis for our audit opinion.

Responsibilities of Management, the Audit & Supervisory Committee for the Financial Statements and the Accompanying Supplementary Schedules

Management is responsible for the preparation and fair presentation of the financial statements and the accompanying supplementary schedules in accordance with accounting principles generally accepted in Japan, and for designing and operating such internal control as management determines is necessary to enable the preparation and fair presentation of the financial statements and the accompanying supplementary schedules that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements and the accompanying supplementary schedules, management is responsible for assessing whether it is appropriate to prepare the financial statements and the accompanying supplementary schedules in accordance with the premise of a going concern, and for disclosing matters relating to going concern when it is required to do so in accordance with accounting principles generally accepted in Japan.

The Audit & Supervisory Committee is responsible for monitoring the execution of Directors' duties related to designing and operating the financial reporting process.

Other Information

Other information consists of the business report and supplementary schedules. Management is responsible for the preparation and disclosure of the other information. Audit & Supervisory Committee is responsible for overseeing the Directors' performance of duties within the maintenance and operation of the reporting process for the other information.
The scope of our opinion on the financial statements does not include the other information, and we do not provide our opinion on the other information.
Our responsibility for the audit of the financial statements is to read the other information, and, in doing so, consider whether there is a material inconsistency between the other information and the financial statements or our knowledge obtained during audit, and give attention to whether there are any other indications of material errors in the other information aside from such material inconsistency.
If, based on the audit work performed, we determine that there is a material misstatement in the other information, we are required to report such facts.
We have no matters to report with respect to the other information.

Auditor's Responsibility for the Audit of the Financial Statements and the Accompanying Supplementary Schedules
Our responsibility is to obtain reasonable assurance about whether the financial statements and the accompanying supplementary schedules as a whole are free from material misstatement, whether due to fraud or error, and to express an opinion on the financial statements and the accompanying supplementary schedules from an independent standpoint in an audit report, based on our audit. Misstatements can occur as a result of fraud or error, and are deemed material if they can be reasonably expected to, either individually or collectively, influence the decisions of users taken on the basis of the financial statements and the accompanying supplementary schedules.
We make professional judgment in the audit process in accordance with auditing standards generally accepted in Japan, and perform the following while maintaining professional skepticism.

- Identify and assess the risks of material misstatement, whether due to fraud or error. Design and implement audit procedures to address the risks of material misstatement. The audit procedures shall be selected and applied as determined by the auditor. In addition, sufficient and appropriate audit evidence shall be obtained to provide a basis for the audit opinion.
- In making those risk assessments, the auditor considers internal control relevant to the entity's audit in order to design audit procedures that are appropriate in the circumstances, although the purpose of the audit of the financial statements and the accompanying supplementary schedules is not to express an opinion on the effectiveness of the entity's internal control.
- Assess the appropriateness of accounting policies adopted by management and the method of their application, as well as the reasonableness of accounting estimates made by management and the adequacy of related notes.
- The auditor is required to call attention to the notes to the financial statements and the accompanying supplementary schedules in the audit report if it is not appropriate for management to prepare the financial statements and the accompanying supplementary schedules on the premise of a going concern, and if there is a significant uncertainty in regard to events that may cast significant doubt on the entity's ability to continue as a going concern based on the audit evidence obtained. Or the auditor is required to issue a modified opinion on the financial statements and the accompanying supplementary schedules if the notes to the financial statements and the accompanying supplementary schedules pertaining to the significant uncertainty are inappropriate. While the conclusions of the auditor are based on the audit evidence obtained up to the date of the audit report, depending on future events or conditions, an entity may be unable to continue as a going concern.
- Besides assessing whether the presentation of and notes to the financial statements and the accompanying supplementary schedules are in accordance with accounting principles generally accepted in Japan, assess the presentation, structure, and content of the financial statements and the accompanying supplementary schedules including related notes, and whether the financial statements and the accompanying supplementary schedules fairly present the transactions and accounting events on which they are based.

The auditor reports to the Audit & Supervisory Committee regarding the scope and timing of implementation of the planned audit, material audit findings including material weaknesses in

internal control identified in the course of the audit, and other matters required under the auditing standards.
The auditor reports to the Audit & Supervisory Committee regarding the observance of provisions related to professional ethics in Japan as well as matters that are reasonably considered to have an impact on the auditor's independence and any measures that have been taken to eliminate obstacles or safeguards that have been put in place to reduce these obstacles to an acceptable level.

Interest

Our firm and engagement partners have no interests in the Company requiring disclosure under the provisions of the Certified Public Accountants Act of Japan.

Report of the Audit & Supervisory Committee Members' Audit (Copy)

Report of Audit

We performed our audit of the execution of duties by the Directors of T&D Holdings, Inc. (the "Company") during the 21th fiscal year from April 1, 2025 to March 31, 2026, and herein submit our report concerning the method and result of our audit.

1. The Method and Content of the Audit

Regarding the system (internal control system) established based on the content and conclusion of the Board of Directors' meeting concerning the matters stipulated in Article 399-13, Paragraph 1, Item (i), (b) and (c) of the Japanese Companies Act, we periodically received reports from the Directors, employees and others about the establishment and the status of operation, requested explanations as necessary, expressed our opinion and performed our audit by the method stated below.

In addition, cooperating with the Accounting Auditor and the Internal Audit Department, we made efforts to improve the audit by periodically holding trilateral meetings, reporting the audit status and exchanging information to enhance the effectiveness of the audit. Further, regarding the internal control of financial reporting based on the Financial Instruments and Exchange Act, we received reports from Directors, etc. and Ernst & Young ShinNihon LLC, and requested explanations as necessary, about the conditions concerning evaluation and audit of such internal control.

(1) We conformed to the Audit & Supervisory Committee's auditing standards, etc. stipulated by the Audit & Supervisory Committee and followed the audit policy for the fiscal year, the audit plan and division of duties. We attended the meetings of the Board of Directors and other important meetings by also using the internet and other means with cooperation of the Internal Control Department, received business reports from the Directors and other employees concerning the execution of their duties, and requested explanations as necessary. We read important documents concerning decision-making, and investigated the conditions of the business and financial standing at the Company. With regard to subsidiaries, we attempted to communicate and exchange information with the subsidiaries' directors, audit & supervisory board members, and others, and received reports from subsidiaries on their business as necessary.

(2) We monitored and verified whether the Accounting Auditors maintained independent positions and executed appropriate audits. In addition, we received from the Accounting Auditor a report concerning the execution of their duties and requested explanations as necessity arose. In addition, we received a notice from the Accounting Auditor that the "system to ensure that business duties are appropriately executed" (matters listed in each Item of Article 131 of the Ordinance on the Accounting of Companies) has been developed in accordance with the "standard for quality control of audit" (Business Accounting Council) and other documents, and requested explanations as necessary from the Accounting Auditor. Furthermore, we discussed major audit issues with Ernst & Young ShinNihon LLC, received the audit status report, and requested explanations as necessary.

Based on the method described above, we reviewed the Business Report and its Supporting Schedules, Consolidated Financial Statements for the fiscal year (the Consolidated Balance Sheet, the Consolidated Statement of Operations, the Consolidated Statement of Changes in Net Assets, and the Individual Notes to Consolidated Financial Statements) and their Supporting Schedules, as well as Financial Statements (the Balance Sheet, the Statement of Operations, the Statement of Changes in Net Assets, and the Individual Notes to Financial Statements).

2. The Result of Audit

(1) Result of Audit of Business Report and Other Documents

1) In our opinion, the Business Report and its Supporting Schedules fairly represent the condition of the Company in compliance with applicable laws and regulations as well as the Articles of Incorporation of the Company.
2) We have determined that there were no serious occurrences of dishonest or false activity or violations of any laws and regulations or the Company's Articles of Incorporation by any of the Directors in carrying out the duties and responsibilities of their offices, including those regarding subsidiaries.
3) We have determined that the resolution of the Board of Directors regarding the internal control system is appropriate. In addition, we have determined that there are no matters that should be highlighted as a concern regarding the contents of the Business Report and the Directors' execution of duties in relation to such internal control system, including the internal controls of financial reporting based on the Financial Instruments and Exchange Act.

(2) Result of Audit of Consolidated Financial Statements and Supporting Schedules
In our opinion, the method and result of audit received from the Accounting Auditor, Ernst & Young ShinNihon LLC, are appropriate.

(3) Result of Audit of Financial Statements
In our opinion, the method and result of audit received from the Accounting Auditor, Ernst & Young ShinNihon LLC, are appropriate.

May 16, 2025

Shinnosuke Yamada, Head of Audit & Supervisory Committee Member
Takashi Ikawa, Full-Time Audit & Supervisory Committee Member
Takashi Tojo, Full-Time Audit & Supervisory Committee Member
Atsuko Taishido, Audit & Supervisory Committee Member
Koji Nitto, Audit & Supervisory Committee Member

The Audit & Supervisory Committee
T&D Holdings, Inc.

(Note) Audit & Supervisory Committee Members Shinnosuke Yamada, Atsuko Taishido and Koji Nitto are Outside Directors stipulated in Article 2, Item 15 and Article 331, Paragraph 6 of the Japanese Companies Act.

1. Matters concerning the current state of the insurance holding company

(1) Principal offices of the corporate group (as of March 31, 2026)

The Company

Name of office	Address	Date of establishment
Head office	7-1 Nihonbashi 2-chome, Chuo-ku, Tokyo, Japan	January 1, 2016

Subsidiaries

Company name	Name of office	Address	Date of establishment
Taiyo Life Insurance Company	Head office	7-1 Nihonbashi 2-chome, Chuo-ku, Tokyo, Japan	January 1, 2016
Daido Life Insurance Company	Head office	2-1 Edobori 1-chome, Nishi-ku, Osaka, Osaka-fu, Japan	October 1, 1993
T&D Financial Life Insurance Company	Head office	1-1 Shibaura 1-chome, Minato-ku, Tokyo, Japan	May 2, 2016

Notes:
1. The information here refers only to the main Three Life Insurance Companies among all the subsidiaries.
2. Head office of Daido Life Insurance Company was originally established at the time when it was a mutual company. Thus the date of establishment as in the registration of head office is quoted here. Incidentally Daido Life Insurance Company was converted from a mutual company to a stock corporation on April 1, 2002.

(2) Employees of the corporate group

Employees of the Company

Classification	At the end of FY2024	At the end of FY2025	Change during FY2025	At the end of the current fiscal year		
				Average age	Average service years	Average monthly salary
Employees	160	181	21	47.5 years	21.0 years	¥624 thousand

Notes:
1. For employees seconded from Taiyo Life Insurance Company, Daido Life Insurance Company, and T&D Financial Life Insurance Company, the cumulative total service years at each company are used to calculate average service years.
2. Average monthly salary is the average monthly salary for March 2026 (including overtime payment), excluding bonus payment.

Employees of the consolidated companies

Divisions	At the end of FY2024	At the end of FY2025	Change during FY2025
Insurance and insurance-related businesses	20,235	20,594	359
Investment-related businesses	452	455	3
Administration-related businesses	209	219	10
Total	20,896	21,268	372

(3) The Group's main source of debt

Not applicable.

(4) Other significant matters regarding the current state of the corporate group

Not applicable.

2. Matters regarding new share subscription rights etc.

(1) New share subscription rights, etc. of the insurance holding company held by the executives of said insurance holding company as of the end of the fiscal year

<table>
<tr><th></th><th>Summary of the new share subscription rights, etc.</th><th>Number of holders of new share subscription rights, etc.</th></tr>
<tr><td rowspan="3">Directors (excluding Directors who are Audit & Supervisory Committee Members and Outside Directors)</td><td>T&D Holdings, Inc. New Share Subscription Rights (1st series) (issued in July 2012)
• Total number of new share subscription rights issued: 0
• Class and number underlying the new share subscription rights: 0 shares of common stock (100 shares for each new share subscription right)
• Amount to be paid in for new share subscription rights: ¥68,500 for each new share subscription right
• Amount of assets to be contributed upon exercise of new share subscription rights: ¥1 per share
• Exercise period of the new share subscription rights: From August 1, 2012 to July 31, 2042
• Conditions for exercise of new share subscription rights: (Note 1)</td><td>0</td></tr>
<tr><td>T&D Holdings, Inc. New Share Subscription Rights (2nd series) (issued in August 2013)
• Total number of new share subscription rights issued: 0
• Class and number underlying the new share subscription rights: 0 shares of common stock (100 shares for each new share subscription right)
• Amount to be paid in for new share subscription rights: ¥114,300 for each new share subscription right
• Amount of assets to be contributed upon exercise of new share subscription rights: ¥1 per share
• Exercise period of the new share subscription rights: From August 2, 2013 to August 1, 2043
• Conditions for exercise of new share subscription rights: (Note 1)</td><td>0</td></tr>
<tr><td>T&D Holdings, Inc. New Share Subscription Rights (3rd series) (issued in August 2014)
• Total number of new share subscription rights issued: 0
• Class and number underlying the new share subscription rights: 0 shares of common stock (100 shares for each new share subscription right)
• Amount to be paid in for new share subscription rights: ¥115,300 for each new share subscription right
• Amount of assets to be contributed upon exercise of new share subscription rights: ¥1 per share
• Exercise period of the new share subscription rights: From August 2, 2014 to August 1, 2044
• Conditions for exercise of new share subscription rights: (Note 1)</td><td>0</td></tr>
</table>

<table>
<tr><th></th><th>Summary of the new share subscription rights, etc.</th><th>Number of holders of new share subscription rights, etc.</th></tr>
<tr><td></td><td>T&D Holdings, Inc. New Share Subscription Rights
(4th series) (issued in August 2015)
• Total number of new share subscription rights issued: 0
• Class and number underlying the new share subscription rights: 0 shares of common stock (100 shares for each new share subscription right)
• Amount to be paid in for new share subscription rights: ¥170,800 for each new share subscription right
• Amount of assets to be contributed upon exercise of new share subscription rights: ¥1 per share
• Exercise period of the new share subscription rights: From August 4, 2015 to August 3, 2045
• Conditions for exercise of new share subscription rights: (Note 1)</td><td>0</td></tr>
<tr><td rowspan="2">Directors (excluding Directors who are Audit & Supervisory Committee Members and Outside Directors)</td><td>T&D Holdings, Inc. New Share Subscription Rights
(5th series) (issued in August 2016)
• Total number of new share subscription rights issued: 0
• Class and number underlying the new share subscription rights: 0 shares of common stock (100 shares for each new share subscription right)
• Amount to be paid in for new share subscription rights: ¥91,800 for each new share subscription right
• Amount of assets to be contributed upon exercise of new share subscription rights: ¥1 per share
• Exercise period of the new share subscription rights: From August 2, 2016 to August 1, 2046
• Conditions for exercise of new share subscription rights: (Note 1)</td><td>0</td></tr>
<tr><td>T&D Holdings, Inc. New Share Subscription Rights
(6th series) (issued in August 2017)
• Total number of new share subscription rights issued: 69
• Class and number underlying the new share subscription rights: 6,900 shares of common stock (100 shares for each new share subscription right)
• Amount to be paid in for new share subscription rights: ¥148,500 for each new share subscription right
• Amount of assets to be contributed upon exercise of new share subscription rights: ¥1 per share
• Exercise period of the new share subscription rights: From August 2, 2017 to August 1, 2047
• Conditions for exercise of new share subscription rights: (Note 1)</td><td>1</td></tr>
</table>

	Summary of the new share subscription rights, etc.	Number of holders of new share subscription rights, etc.
Outside Directors (excluding Directors who are Audit & Supervisory Committee Members and limited to Outside Directors)	-	-
Directors who are Audit & Supervisory Committee Members	-	-

Notes:

1. The holder of the new share subscription rights shall exercise his/her new share subscription rights only within ten days from the day following the date on which he/she is relieved of his/her position(s) as a Director or Executive Officer of each of the companies of the Company, Taiyo Life Insurance Company, Daido Life Insurance Company, and/or T&D Financial Life Insurance Company (if the tenth date is not a business day of the Company, then the following business day). The holder of the new share subscription rights shall exercise the total number of rights allotted to him/her at once.
2. The table indicates the new share subscription rights issued by the Company to its officers as a result of offsetting the officers' claims to monetary compensation representing consideration for the execution of duties against the amount payable for the new share subscription rights.
3. This table contains Directors of the Company who also were a Director or an Executive Officer of Taiyo Life Insurance Company, Daido Life Insurance Company or T&D Financial Life Insurance Company when new share subscription rights were issued, and to whom rights were granted by the Company as a Director of the Company and as a Directors or Executive Officer of Taiyo Life Insurance Company, Daido Life Insurance Company or T&D Financial Life Insurance Company. Number of such persons as of the end of the current fiscal year is as follows:
   T&D Holdings, Inc. New Share Subscription Rights (1st series) (issued in July 2012): 0
   T&D Holdings, Inc. New Share Subscription Rights (2nd series) (issued in August 2013): 0
   T&D Holdings, Inc. New Share Subscription Rights (3rd series) (issued in August 2014): 0
   T&D Holdings, Inc. New Share Subscription Rights (4th series) (issued in August 2015): 0
   T&D Holdings, Inc. New Share Subscription Rights (5th series) (issued in August 2016): 0
   T&D Holdings, Inc. New Share Subscription Rights (6th series) (issued in August 2017): 0
4. This table does not contain the number of Directors of the Company who also were a Director or an Executive Officer of Taiyo Life Insurance Company, Daido Life Insurance Company or T&D Financial Life Insurance Company when new share subscription rights were issued, and to whom the rights were granted only as a Director or an Executive Officer of Taiyo Life Insurance Company, Daido Life Insurance Company or T&D Financial Life Insurance Company, but not as a Director of the Company. The number of such persons as of the end of the current fiscal year is as follows:
   T&D Holdings, Inc. New Share Subscription Rights (1st series) (issued in July 2012): 0
   T&D Holdings, Inc. New Share Subscription Rights (2nd series) (issued in August 2013): 0
   T&D Holdings, Inc. New Share Subscription Rights (3rd series) (issued in August 2014): 0
   T&D Holdings, Inc. New Share Subscription Rights (4th series) (issued in August 2015): 0
   T&D Holdings, Inc. New Share Subscription Rights (5th series) (issued in August 2016): 0
   T&D Holdings, Inc. New Share Subscription Rights (6th series) (issued in August 2017): 0
5. This table does not contain new share subscription rights that were issued to the Directors of the Company who also were an officer or an Executive Officer of Taiyo Life Insurance Company, Daido Life Insurance Company or T&D Financial Life Insurance Company when new share subscription rights were issued, by offsetting the monetary compensation claims representing consideration for the execution of duties at each company except the Company against the amount

payable for the new share subscription rights. The number of such rights and the class and number of shares underlying them as of the end of the current fiscal year is as follows:

T&D Holdings, Inc. New Share Subscription Rights (1st series) (issued in July 2012): 0
(0 shares of common stock)

T&D Holdings, Inc. New Share Subscription Rights (2nd series) (issued in August 2013): 0
(0 shares of common stock)

T&D Holdings, Inc. New Share Subscription Rights (3rd series) (issued in August 2014): 0
(0 shares of common stock)

T&D Holdings, Inc. New Share Subscription Rights (4th series) (issued in August 2015): 0
(0 shares of common stock)

T&D Holdings, Inc. New Share Subscription Rights (5th series) (issued in August 2016): 0
(0 shares of common stock)

T&D Holdings, Inc. New Share Subscription Rights (6th series) (issued in August 2017): 0
(0 shares of common stock)

(2) New share subscription rights, etc. of the insurance holding company issued to employees, etc. during the fiscal year

Not applicable.

3. Matters regarding the Accounting Auditor

(1) Accounting Auditor

Name of the audit corporation	Remuneration for the fiscal year under review	Others
Ernst & Young ShinNihon LLC Designated partner Hiroshi Yamano Designated partner Hiroyuki Kobayashi Designated partner Yohei Kondo	¥252 million	i) Reason for consent to remuneration by Audit & Supervisory Committee under Article 399, Paragraph 1 of the Japanese Companies Act based on Paragraph 3 of the Act • Audit & Supervisory Committee checked and deliberated on the status of execution of the previous fiscal year's audit, the audit plan for the current fiscal year, the basis for calculation of remuneration estimates, etc., after receiving necessary materials and reports from the Board of Directors, relevant internal departments, and the Accounting Auditor. As a result of the checking and deliberation, the Audit & Supervisory Committee determined that these items were appropriate and consented to the remuneration of the Accounting Auditor. ii) Non-audit related duties • The amount of remuneration paid in addition to the remuneration for audit work, etc. stated on the left was ¥143 million for advisory service, etc. related to introduction of economic value-based solvency regulations.

Notes:

1. Amount of remuneration for the fiscal year under review is the total amount in return for the audit under the Japanese Companies Act and that under the Financial Instruments and Exchange Act, as the audit engagement by the Accounting Auditor does not differentiate the two.
2. Total amount of money and other property benefits payable by the Company and its subsidiary entities is ¥921 million.

(2) Liability limitation agreement

Not applicable.

(3) Other matters regarding the Accounting Auditor

A. Company policy in deciding the dismissal or non-reappointment of the Accounting Auditor

The Audit & Supervisory Committee shall dismiss the Accounting Auditor based on the consent of all Audit & Supervisory Committee Members, if the Accounting Auditor is found applicable to the provisions specified in items of Article 340, Paragraph 1 of the Japanese Companies Act.

In addition, the Audit & Supervisory Committee holistically assesses the capability, organization and structure, audit quality, independence and other characteristics of the Accounting Auditor in accordance with the assessment criteria for an accounting auditor defined by the Audit & Supervisory Committee. Based on this assessment, the Audit & Supervisory Committee shall implement the procedure of presenting to a General Meeting of Shareholders a proposal on the dismissal or non-reappointment of the Accounting Auditor if the Accounting Auditor is found to have difficulty in carrying out duties adequately and appropriately, or at other circumstances deemed appropriate.

B. Whether any certified public accountant or audit corporation other than the Accounting Auditor for the insurance holding company is engaged in auditing the account statements of the significant subsidiary entities of the insurance holding company

Not applicable.

4. Basic policy as respects the manner of presence of the party having control over the financial and business policy of the Company

Not applicable.

5. Structures to ensure adequacy of business operations

1 Outline of resolutions of the Board of Directors

The Company has built up a system to ensure the properness of business operations (internal control system) in accordance with the Japanese Companies Act and the Group management philosophy, etc. for the purpose of achieving the Group's sustainable growth and enhancing corporate value in a medium- and long-term to provide adequate policyholder's protection as the basis of insurance business, by ensuring the management soundness and compliance preparedness across the Group.

(1) Internal controls within the Group

1) The Group clarifies the following matters by entering into business management agreements with its directly managed subsidiaries with a view to establishing a structure to ensure the adequacy of operations within the Group:

   i) Basic policy applicable across the Group
   ii) Matters to be decided at subsidiaries subject to prior approval by the Company
   iii) Matters to be reported to the Company by subsidiaries
   iv) Guidance, advice and directions to be provided by the Company to subsidiaries
   v) Implementation by the Company of internal audits at each subsidiary

2) "Matters to be decided at subsidiaries subject to prior approval by the Company" above include important matters that impact the operation of the Group, such as the agenda at shareholders meetings, management plans, important accounting strategies, as well as the important matters as part of the business management at a Group company by one of the Company's direct subsidiaries.

(2) Structures for compliance with laws and regulations, etc.

1) Basic policy and reference regarding compliance with laws and regulations, etc. of the Group are to be established and made fully known to Directors, Audit & Supervisory Board Members, Executive Officers and employees of the Group in an effort to promote compliance.
2) Directors and Executive Officers must fulfill their duties faithfully for the Company, according to the above basic policy and reference regarding the compliance with laws and regulations, etc., and with the care of a good manager.
3) A Group-wide committee subordinate to the Board of Directors is to be established, with the purpose to monitor and enhance the compliance preparedness across the Group.
4) Determination and preparedness to exclude the anti-social forces must be resolutely declared, along with the formulation of the practical procedures to this purpose, which shall be thoroughly followed through by Directors, Audit & Supervisory Board Members, Executive Officers and employees of the Group.
5) A whistle-blowing procedure available to Directors, Audit & Supervisory Board Members, Executive Officers and employees, etc. of the Group is to be developed and thoroughly communicated, in which an entity is arranged outside the Group that receives information from whistle-blowers under confidentiality obligation, while the general rules to prohibit disadvantageous treatment of whistle-blowers are introduced, to create an effective system for preventing, or identifying immediately any breach of compliance and any acts which are liable to damage the credibility or reputation of the Group.
6) Rules are to be established to develop methods to adequately and promptly deal with the situation in the event of misconducts by employees, as well as methods to prescribe preventative measures.

(3) Structures for ensuring efficiency

1) Rules regarding the organization and administrative authority are to be established, in order to clarify the purposes and functions of the meeting bodies and matters concerning basic job duties, responsibilities and authority, related to the execution of duties by Directors and Executive Officers, etc., for more flexible and efficient running of the organization.
2) With a view to enhancing corporate governance, the Executive Officer System is in place to clarify the roles of supervision and business execution. At the same time, the Group Strategy Board is in place to deliberate important matters concerning the Group's growth strategies, etc., and the Executive Management Board is in place to discuss and resolve important matters concerning the management of businesses of the Group.
3) Internal rules are in place to facilitate the proper control of the Group management plans, and to serve as the basis for the development of the Group's long-term vision and single fiscal year plans, etc. at the Board of Directors level.

(4) Structures for information retention and management

1) Information relating to the execution of duties by Directors and Executive Officers must be kept and managed properly according to the record management rules which specify the responsible department and storage period for each information.
2) Guidelines on the proper management of Group's information assets are to be clearly established by the rules including the Group's policy on information security, to develop the framework which protects information assets from leakage, wrongful alteration, or damage, etc. due to accidents, mechanical failure, natural disasters and fire.

(5) Structures for Enterprise Risk Management (ERM)

1) In order to increase profitability in a steady manner, while grasping the risk status of the Group and ensuring sound management, the Company shall develop an ERM (Enterprise Risk Management) system for the integrated management of capital, profit, and risk.
2) A committee is to be established to promote the Group's ERM, in order to appropriately manage the status of capital, profit, and risk of the Group as a whole based on the "Group Risk Appetite" that sets standards for soundness and profitability.
3) The Company defines a basic concept of the Group's risk management, and establishes the Group-wide risk management structure to ensure sound and appropriate management for the future.
4) The committee is to be established with the authority to coordinate risk management across the Group, which grasps and manages the status of various risks at each Group company through the Group-wide risk monitoring based on the consolidated risk management criteria.
5) Basic policy and other primary framework to cope with the crisis in the Group are to be established, in an effort to develop the Group-wide crisis preparedness.

(6) Internal controls of financial reporting

(1) Based on the full recognition that financial reporting provides critically important information for the concerned parties both inside and outside the Group to appreciate its performance and activities, and that ensuring the credibility of financial reporting is vital to maintain and enhance the public trust in the Group, internal controls of financial reporting in an appropriate manner must be developed.

(7) Internal audits structure

1) In order to ensure effectiveness of internal audits, basic matters relating to internal audits shall be prescribed under the Group's basic policy on internal auditing and internal audit rules, while independence of the Internal Audit Department from other operational functions shall be established, and internal audits shall be carried out appropriately according to the internal audit plan.

2) Appropriateness and validity of the Group's internal control system shall be tested and evaluated through internal audits, and improvements thereof shall be facilitated to ensure appropriateness of operations.

(8) Structures for ensuring the effectiveness of Audit & Supervisory Committee's audits

[Structures for ensuring independence of the employees of Audit & Supervisory Committee Office]

1) The Audit & Supervisory Committee Office is in place in which employees are placed to assist the Audit & Supervisory Committee's work and to do the day-to-day running of the Audit & Supervisory Committee. Personnel matters such as merit rating and transfer, etc. of the employees of the Audit & Supervisory Committee Office shall require approval of the Audit & Supervisory Committee, to ensure their independence from Directors (excluding Directors who are Audit & Supervisory Committee Members; the same applies hereinafter).
2) Command authority over the employees shall belong to Audit & Supervisory Committee Members, and the authority for access to the information required in the work to be done under the instruction of Audit & Supervisory Committee Members shall be prescribed under the relevant internal rules.
3) Directors and Executive Officers shall do their best to comply with the requests from Audit & Supervisory Committee Members or the Audit & Supervisory Committee on staffing of the Audit & Supervisory Committee Office and related issues.

[Structures for the reporting to the Audit & Supervisory Committee]

1) Directors and Executive Officers shall report to the Audit & Supervisory Committee on the status of their business execution through the key meetings including those of the Board of Directors and Executive Management Board.
2) Directors, Executive Officers and employees shall provide prompt explanations, in conjunction with the review of significant decisions and reports of the Company by Audit & Supervisory Committee Members, if such explanation is found necessary or requested by Audit & Supervisory Committee Members.
3) Directors, Executive Officers and employees shall report promptly to the Audit & Supervisory Committee on the facts which could cause serious damage to the Company, wrongful conducts of Directors and Executive Officers in the execution of their duties, significant facts in breach of laws and regulations and the Articles of Incorporation, reports on the status of internal audits, facts reported via the whistle-blowing procedure, etc., information required for the purpose of the Audit & Supervisory Committee's audits and other material facts identified by the Company.
4) Concerning the above 1) to 3), Directors and Executive Officers shall establish a system in which Directors, Audit & Supervisory Board Members, Executive Officers and employees of subsidiaries or persons having received reports therefrom, report without exception to the Audit & Supervisory Committee of the Company.
5) Provisions shall be established in the relevant internal rules to the effect that persons having reported to the Audit & Supervisory Committee regarding the above 1) to 4) shall not be subjected to any disadvantageous treatment.

[Other structures for ensuring the effectiveness of Audit & Supervisory Committee's audits]

1) Directors and the Board of Directors endeavor to develop a basic framework for smooth and effective implementation of Audit & Supervisory Committee's audits.
2) Guidelines on the expenses or obligations arising from the execution of duties of Audit & Supervisory Committee Members shall be provided under the relevant internal rules, while opportunities to appoint legal counsel and other outside advisors shall be ensured, if they are found necessary by Audit & Supervisory Committee Members for the purpose of audits.
3) Representative Directors are to have regular meetings with Audit & Supervisory Committee Members to exchange opinions on the important audit agenda, development of the framework for Audit & Supervisory Committee's audits, along with the matters to be addressed by the Company.
4) Departments responsible for compliance with laws and regulations and general

management of various risks shall have regular meetings with Audit & Supervisory Committee Members to exchange opinions on the matters to be addressed.

5) Internal Audit Department shall report to the Audit & Supervisory Committee on the formulation of internal audit plans and the results of internal audits, have regular exchanges of opinions, and receive specific instructions, as necessary, from the Audit & Supervisory Committee.

2 Overview of status of operation

A summary of the operational status of the structure to ensure adequacy of operations (hereinafter referred to as the "Internal Control System") is as follows.

(1) Internal Control System in general

- The Company ensures to achieve sustainable growth and enhance the corporate value in a medium- and long-term while ensuring the adequacy of business operations by the development of the Internal Control System following the resolution of the Board of Directors.
- Monitoring of the internal control system is conducted twice each year. The Board of Directors verified the adequacy of development and operation of the Internal Control System and made revisions as necessary to work to improve and strengthen the Internal Control System consistently.
- The Group promotes business operations based on the customers' point of view under the basic policies related to customer-oriented business operations. The result of customer-oriented business operations was announced in June 2025.

(2) Initiatives to ensure the adequacy of the business operation of the Group

- The Company has entered into a Business Management Agreement with its directly invested subsidiaries ("direct subsidiaries") that clarifies the basic policy to be standardized with across the Group, and prescribes matters subject to prior approval and matters to be reported regarding decision-making, etc., on important matters, in order to secure adequate business management.
- Based on the above-mentioned agreement, the Company provides guidance, advice, and instruction as appropriate to its direct subsidiaries to improve and reinforce the internal control system within the Group.

(3) Initiatives regarding compliance with laws and regulations

- In order to gain a thorough understanding of the Group's basic policy and standards regarding compliance, the Company conducted training sessions and educational training sessions for raising compliance awareness on an ongoing basis.
- The Company formulated the "Compliance Program," which is a practical plan for promoting compliance, and regularly reports to the Group Compliance Committee and the Board of Directors on the preparedness for compliance with laws and regulations achieved through the implementation of the Program by the Company and its group companies.
- The Company formulated the "T&D Insurance Group's Basic Policy of Measure to Anti-social Forces" and has been consistently providing education and training on the exclusion of anti-social forces based on its "Compliance Program." The status of measures taken to exclude connection with anti-social forces is regularly reported to the Group Compliance Committee and the Board of Directors.
- To prevent money laundering and terrorist financing, the Company conducts regular monitoring of the status of measures taken by the Group companies and reports to the Group Compliance Committee and the Board of Directors.
- The "T&D Insurance Group Helpline," the Group's whistle-blowing contact, is established externally, and the reported cases are being dealt with, while at the same time the rules of the whistle-blowing system including the prohibition of disadvantageous

treatment for whistleblowers are being communicated.

(4) Initiatives to ensure efficiency

- The Company defines matters to be resolved by, and to be reported to the Board of Directors, as well as the division of duties and administrative authorities in the overall organization. Directors and Executive Officers execute their duties based on the defined division of duties and administrative authorities.
- Rules for the adequate control of the Group's management plan were developed, and in April 2021, the Group formulated "Try & Discover 2025," the Group's long-term vision to clarify the course the Group will take in the long-term, and the strategic approaches needed to achieve its goals. The review and evaluation of the progress and results of the Group's long-term vision were reported to the Board of Directors every three months.

(5) Initiatives regarding retention and management of information

- The Company adequately stores and manages information related to the execution of duties by Directors and Executive Officers, such as materials and minutes of the meetings of the Board of Directors and the Executive Management Board, based on the rules for managing documents.
- The Company has formulated various policies and rules including the "Group Information Security Policy" in order to develop a system for protecting information assets from leakage, alteration, accident, failure, and loss from natural disasters or fire, etc., and appropriately manage information assets within the Group.
- The Company makes an effort to raise its security management level and reinforce its incident response system by introducing and reviewing various security tools and other technical measures, conducting drills cooperated with an external organization, security evaluation, and a cyber security training course in the Group in preparation for cyber-attacks, etc.

(6) Initiatives regarding Enterprise Risk Management (ERM)

- The Company, through the Group ERM Committee which promotes Enterprise Risk Management (ERM), regularly analyzed and evaluated the status of capital, profit and risk of the Group, based on the "Group Risk Appetite," which sets forth appropriate levels of soundness and profitability while reported the results to the Executive Management Board, the Group Strategy Board, and the Board of Directors.
- The Company conducted a quantitative evaluation based on unified risk indicators, analyzed and evaluated the status of various risks through the Group Risk Management Committee, which coordinates risk management throughout the Group, and reported the results to the Executive Management Board and the Board of Directors.
- The Company has formulated the "Rules on the Group's Crisis Management," which addresses the dealing of crisis caused by major natural disasters and cyber-attacks that lead to difficulty in continuing the execution of operation, and developed a Group-wide crisis response framework, as well as regularly conducting emergency drills for a possible crisis. The Company also reviews the status of responses to the events of crisis after the event occurs and makes revisions on structures and rules as appropriate, as well as regularly conducts drills, etc. in order to ensure the effectiveness of response to the crisis.

(7) Initiatives for internal control over financial reporting

- In accordance with the basic policy for developing the internal control over the Group's financial reporting and evaluating the status of asset management, the Company appropriately implemented an evaluation regarding the effectiveness of internal control over financial reporting and reported the results to the Board of Directors.

(8) Initiatives concerning internal audit

- The Company has determined the basic policy to ensure the effectiveness of the Group internal audit system in the Group Basic Policy on Internal Audits, and verifies and evaluates the adequacy and effectiveness of the internal control system within the Group through internal audits and monitoring conducted based on the internal audit plan resolved by the Board of Directors, and reports the results to the Representative Director and President, the Audit & Supervisory Committee, and the Board of Directors.

(9) Initiatives to ensure the effectiveness of audits by the Audit & Supervisory Committee

- The Company has established the Audit & Supervisory Committee Office, which is independent from the chain of command of the Directors, and assigns staff who assists the Audit & Supervisory Committee in performing its duties.

- Audit & Supervisory Committee Members as Board members participate in the resolutions of the Board of Directors. The Company also ensures opportunities for Audit & Supervisory Committee Members to attend the Executive Management Board and other key meetings to receive reports from Directors (excluding Directors who are Audit & Supervisory Committee Members; the same applies hereinafter) and Executive Officers, etc., on the execution of their duties, and to voice their opinions.

- The Company has developed rules regarding reporting to the Audit & Supervisory Committee so that Directors, Executive Officers and employees may report to the Audit & Supervisory Committee regarding the status of execution of business, etc. They also report, without delay and as necessary, regarding the matters for which an explanation is required by the Audit & Supervisory Committee Members.

- Regular meetings were arranged between Audit & Supervisory Committee Members and the Representative Director and President in order to exchange opinions on matters to be addressed by the Company, important audit agenda, the development of the framework for Audit & Supervisory Committee’s audits.

- The Risk Management Department regularly organized liaison meetings, to ensure effective audits by the Audit & Supervisory Committee. They reported on the matters requested by the Audit & Supervisory Committee Members and exchanged opinions regarding the issues to be addressed, etc., during the meetings.

- The Internal Audit Department regularly reported the status of the Group’s internal audits to the Audit & Supervisory Committee, as well as matters instructed by the Audit & Supervisory Committee. Furthermore, the formulation of internal audit plans, etc. have been designated as matters requiring the prior consent of the Audit & Supervisory Committee.

6. Matters concerning specified wholly owned subsidiaries

Name	Address	Total book value	Total assets of the Company
Taiyo Life Insurance Company	7-1 Nihonbashi 2-chome, Chuo-ku, Tokyo, Japan	¥270,240 million	¥ 1,122,494 million
Daido Life Insurance Company	2-1 Edobori 1-chome, Nishi-ku, Osaka, Osaka-fu, Japan	¥363,053 million	

7. Matters concerning transactions with the parent company, etc.

Not applicable.

8. Matters concerning Accounting Advisors

Not applicable.

9. Other matters

In accordance with the resolution of the 18th Ordinary General Meeting of Shareholders held on June 28, 2022, the Company amended its Articles of Incorporation to allow the Board of Directors to make a resolution on the distribution of surplus and other matters pursuant to Article 459, Paragraph 1 of the Companies Act in order to achieve a flexible capital and dividend policy.
The basic policy of the Company is to increase shareholder value and to implement stable dividend while ensuring the sound management of the Company and its group companies and securing the internal reserves necessary for the group.

Consolidated Statement of Changes in Net Assets for Fiscal Year 2025

(from April 1, 2025 to March 31, 2026)

(Millions of yen)

	Stockholders' equity					Accumulated other comprehensive income		
	Common stock	Capital surplus	Retained earnings	Treasury stock	Total stockholders' equity	Net unrealized gains on securities	Deferred gains on hedging instruments	Land revaluation
Balance as of April 1, 2025	207,111	-	607,242	(75,106)	739,248	526,981	(1,853)	(6,124)
Cumulative effects of revision in accounting standards for foreign subsidiaries and affiliates			(8,486)		(8,486)	6,067		
Restated balance	207,111	-	598,756	(75,106)	730,762	533,048	(1,853)	(6,124)
Changes in the period								
Dividends from surplus			(51,437)		(51,437)			
Profit attributable to owners of parent			138,968		138,968			
Acquisition of treasury stock				(113,073)	(113,073)			
Disposal of treasury stock		(116)		509	393			
Retirement of treasury shares		(163,929)		163,929	-			
Reversal of land revaluation			108		108			
Transfer from retained earnings to capital surplus		164,046	(164,046)		-			
Net changes of items other than stockholders' equity						202,768	(37)	(108)
Total changes in the period	-	-	(76,407)	51,365	(25,041)	202,768	(37)	(108)
Balance as of March 31, 2026	207,111	-	522,349	(23,740)	705,720	735,816	(1,891)	(6,232)

(Millions of yen)

	Accumulated other comprehensive income					New share subscription rights	Non-controlling interests	Total net assets
	Foreign currency translation adjustments	Valuation adjustments on liabilities of foreign subsidiaries and affiliates	Policy value adjustments of foreign subsidiaries and affiliates	Valuation difference on policy reserves of foreign subsidiaries and affiliates	Total accumulated other comprehensive income			
Balance as of April 1, 2025	38,742	3,810	-	-	561,555	304	5,721	1,306,829
Cumulative effects of revision in accounting standards for foreign subsidiaries and affiliates	(10,662)	(5,514)	(3,618)	124,448	110,721			102,235
Restated balance	28,079	(1,704)	(3,618)	124,448	672,276	304	5,721	1,409,064
Changes in the period								
Dividends from surplus								(51,437)
Profit attributable to owners of parent								138,968
Acquisition of treasury stock								(113,073)
Disposal of treasury stock								393
Retirement of treasury shares								-
Reversal of land revaluation								108
Transfer from retained earnings to capital surplus								-
Net changes of items other than stockholders' equity	23,274	(3,431)	177	11,287	233,931	(107)	(209)	233,614
Total changes in the period	23,274	(3,431)	177	11,287	233,931	(107)	(209)	208,572
Balance as of March 31, 2026	51,354	(5,135)	(3,440)	135,736	906,208	196	5,511	1,617,637

Individual notes to consolidated financial statements

Notes concerning important matters which become the basis of consolidated financial statements

1. Matters concerning the scope of consolidation
(1) The number of consolidated subsidiaries: 24
The names of the consolidated companies:
Taiyo Life Insurance Company
Daido Life Insurance Company
T&D Financial Life Insurance Company
T&D United Capital Co., Ltd.
T&D Asset Management Co., Ltd.
Pet & Family Insurance Co., Ltd.
All Right Co., Ltd.
T&D Investment Management North America Inc.
T&D United Capital North America Inc.
T&D United Capital Europe GmbH
T&D Risk Solutions Co., Ltd.
T&D Confirm Ltd.
T&D Information Systems, Ltd.
T&D Lease Co., Ltd.
Toyo Insurance Agency Co., Ltd.
Taiyo Life Aging Society Institute
Taiyo Building Service Co., Ltd.
Daido Management Service Co., Ltd.
Nihon System Shuno, Inc.
Zenkoku Business Center Co., Ltd.
Toyo Kosan Ltd.
All Right Small Amount & Short Term Insurance Co., Ltd.
and 2 other companies

In the consolidated fiscal year under review, the following companies were included in the scope of consolidation: T&D Investment Management North America Inc. due to its establishment; Taiyo Building Service Co., Ltd. due to its establishment by Taiyo Life Insurance Co., Ltd.; T&D United Capital Europe GmbH due to its establishment by T&D United Capital Co., Ltd.; and All Right Small Amount & Short Term Insurance Co., Ltd. (former Aflac Pet Short-Term Insurance Co., Ltd.) due to its conversion to a subsidiary by All Right Co., Ltd.

In addition, Taiyo Credit Guarantee Co., Ltd. was excluded from the scope of consolidation since Taiyo Life Insurance Company transferred all of its shares in its consolidated subsidiary Taiyo Credit Guarantee Co., Ltd. to a company outside the T&D Insurance Group.

(2) The number of major non-consolidated subsidiaries: 0

2. Matters concerning the equity method
(1) The number of non-consolidated subsidiaries over which the equity method is applied: 0

(2) The number of affiliated companies over which the equity method is applied: 15
The names of the companies: Capital Taiyo Life Insurance Ltd.
Thuriya Ace Technology Co., Ltd.
Alternative Investment Capital, Ltd.
FGH Parent, L.P.
Viridium Group Sarl and its seven affiliated companies
Carlyle FCA Re, L.P. and 2 other companies

In the consolidated fiscal year under review, Viridium Group Sarl and its seven affiliated companies, Carlyle FCA Re, L.P., and another company were included in the scope of affiliated entities accounted for under the equity method due to acquisition of stakes by T&D United Capital Co., Ltd.

(3) The number of non-consolidated subsidiaries and affiliated companies over which the equity method is not applied: 0

(4) Matters concerning the fiscal year of affiliated companies over which the equity method is applied

For the affiliated companies over which the equity method is applied but the dates of settlement are different from the consolidated settlement date, financial statements concerning the fiscal year of each of these companies are used. Additionally, some companies use financial statements prepared based on provisional settlements of accounts conducted as of different reporting dates.

3. Matters concerning the fiscal year of consolidated subsidiaries

The fiscal year end of certain consolidated subsidiaries is December 31. In preparing the consolidated financial statements, financial statements as of that date are used, and adjustments necessary for consolidation are made for significant transactions that occurred between that date and the consolidated balance sheet date.

4. Matters concerning accounting policy

(1) Appraisal standards and appraisal methods of securities (including cash and deposits, quasi-securities within monetary claims purchased, and securities within monetary trusts that are invested as trust assets):

(i) Trading securities

The market value method (cost of sales is calculated by the moving average method)

(ii) Held-to-maturity debt securities

The amortized cost method using the moving average method (straight-line method)

(iii) Policy-reserve-matching securities

The amortized cost method using the moving average method (straight-line method)

(iv) Other securities

- Securities other than securities without market value are valued by using the market value (cost of sales is calculated by using the moving average method).
- Securities with market value are valued at the cost method using the moving average method.

The valuation differences of other securities are reported as a component of shareholders' equity. Certain consolidated subsidiaries report translation adjustments relating to bonds included in foreign currency-denominated other securities in the following manner: the portion attributable to changes in the securities' market values in their local currencies is accounted for as valuation differences, and all other translation adjustments are included in foreign exchange gains or losses.

The following is an overview of the risk management policies over policy-reserve-matching bonds:

(Taiyo Life Insurance Company)

The risk is managed by minimizing the risks of the portfolio as a whole with an asset mix, and establishing an operation policy based on the balanced-type ALM aiming at exceeding medium- and long-term liability cost.

In consideration of this kind of operation policy, the following insurance policies are identified and classified as a subcategory in accordance with the Industry Audit Committee Report No. 21, "Temporary Treatment of Accounting and Auditing Concerning Policy-Reserve-Matching Bonds within the Insurance Industry," issued by the Japanese Institute of Certified Public Accountants (JICPA):

- With regard to general fund category, all insurance policies excluding group insurance product category, other insurance product category, non-participating designated currency-type single premium individual annuity insurance, and special endowment insurance with non-participating designated currency-type survivor benefit, etc.
- With regard to non-participating designated currency-type single premium individual annuity insurance and special endowment insurance with non-participating designated currency-type survivor benefit in the general fund category, all insurance policies by currency
- With regard to group annuity insurance fund category, all contribution-type corporate pension insurance policies
- With regard to variable-interest single-premium insurance fund category, all insurance policies

(Daido Life Insurance Company)

In order to steadily fulfill future obligations, the risk is managed by setting an investment policy that fully takes into account the features of the insurance products and their risk tolerance.

In accordance with such investment policy, subcategories are set as follows according to the features of the insurance product, and bonds held with the purpose to control durations of liabilities in each subcategory are classified as policy-reserve-matching bonds.

- Individual insurance and annuity in the general fund category
- Individual insurance and annuity in the non-participating insurance fund category (capturing the cash flows likely to arise in the period in excess of 5 years but within 40 years from now)
- Group annuity insurance in the group annuity insurance fund category.

(T&D Financial Life Insurance Company)

In order to appropriately manage interest rate risk by setting subcategories according to the features of insurance products, investment policies are developed in line with each subcategory. In addition, it is regularly tested to ensure that the durations of policy reserve and that of policy-reserve-matching bonds are synchronized within the margin of error. The subcategories are classified as follows:

- Individual insurance (capturing the portion of the future spending for insurance policies falling under this subcategory that is used for policyholders of predetermined age or above)
- Interest reserve rate-type individual insurance
- Interest reserve rate-type fixed annuity insurance

However, certain classes of insurance and certain portions of insurance benefits are excluded.

(2) Appraisal standard and appraisal method of derivative financial instruments

Derivative financial instruments are stated at market value.

(3) Depreciation method for significant depreciable assets

(i) Tangible fixed assets (excluding lease assets)

Tangible fixed assets (except for lease assets) are depreciated based primarily on the declining balance method. Buildings (except attached facilities and structures) acquired on or after April 1, 1998 and attached facilities and structures acquired on or after April 1, 2016 are depreciated based on the straight-line method.

The service life ranges of major types of assets are:

Buildings, attached facilities and structures: 2 to 50 years

Furniture and equipment: 2 to 20 years

(ii) Intangible fixed assets (excluding lease assets)

The straight-line method is used in depreciation of software for in-house use, on the basis of the usable period of five years.

(iii) Lease assets

With regard to the lease assets concerning finance lease transactions that involve transfer of ownership, the identical depreciation method applied on self-owned fixed assets is used. In terms of the lease assets concerning finance lease transactions that do not involve transfer of ownership, the lease periods are considered their service life, and the straight-line method is used.

(iv) Treatment of deferred assets

Bond issuance expenses are treated in full at the time of incurrence.

(4) Accounting standard for major reserves

(i) Reserve for possible loan losses

To provide for the losses due to bad debt, Taiyo Life Insurance Company, Daido Life Insurance Company, and T&D Financial Life Insurance Company (hereinafter referred to as the "Three Life Insurance Companies") record an estimated reserve for possible loan losses based on the internal asset valuation standards and the write-off/provision standards for assets, as follows:

The amount of allowance for receivables from debtors who are legally or formally bankrupt, such as being bankrupt or being in the process of civil rehabilitation proceedings (hereinafter referred to as the "Bankrupt Debtors") and debtors who are effectively bankrupt (hereinafter referred to as the "Effectively Bankrupt Debtors"), is recognized based on the amount of credit remaining after deducting amounts expected to be collected through disposal of collateral or execution of guarantees from the balance of receivables directly reduced as mentioned below.

The allowance for receivables from debtors who are not currently legally bankrupt but have high possibility of bankruptcy (hereinafter referred to as the "Potentially Bankrupt Debtors"), is recognized in the amounts deemed necessary considering the debtors' overall solvency assessment within the amounts remaining after deductions of amounts expected to be collected through the disposal of collateral or the execution of guarantees.

The allowance for receivables from debtors other than the above (loans to healthy debtors and loans to debtors who require attention) is provided based on the debtors' balance multiplied by the historical average of percentage of bad debt calculated based on bad-debt records of a certain past period and others.

All credits are assessed by the sections concerned in accordance with the Company's asset valuation regulations. The assessments are verified by an independent Asset Auditing Department, and the results of the assessments are reflected in the calculation of the above-mentioned allowance for doubtful accounts.

With regard to mortgage or guaranteed loans to the Bankrupt Debtors and the Effective Bankrupt Debtors, the amount of collateral value or the amount collectible by the execution of guarantees or other methods directly subtracted from the balance of receivables is the estimated uncollectible amount, which stood at 327 million yen.

Regarding the consolidated subsidiaries other than the Three Life Insurance Companies, credits are assessed within the scope as deemed necessary in consideration of the importance of assets and based on the results of the assessments, allowances are recorded based on the above methods.

(ii) Reserve for bonus to directors and audit & supervisory board members

To provide for the payment of directors' and audit & supervisory board members' bonuses, the Company records an estimated reserve as of the consolidated fiscal year-end under review.

(iii) Provision for share-based remuneration

To provide for the grant of the Company's shares to employees, the estimated provision of share-based benefit remuneration is recorded based on the internal rules of the Company and its Group companies.

(iv) Reserve for directors' and audit & supervisory board members' retirement benefits

To provide for the payment of retirement benefits for directors and audit & supervisory board members, some consolidated subsidiaries record an estimated reserve for the consolidated fiscal year under review in accordance with their internal regulations.

(5) Method for recognizing retirement benefits

(i) Method for attributing expected retirement benefits to fiscal periods

In the calculation of retirement benefits obligations, benefit formula basis is adopted for the purpose of attributing expected retirement benefits over the period up to the end of the consolidated fiscal year under review.

(ii) Method for amortizing actuarial gain/loss and past service cost

Fully amortized in the fiscal year when they are incurred.

(6) Recognition method for reserve for price fluctuations

Reserve for price fluctuations at the Three Life Insurance Companies is recognized and calculated based on the provisions in Article 115 of the Insurance Business Act to prepare for price fluctuations.

(7) Standards of conversion for foreign currency-denominated assets and liabilities into the Japanese currency

All monetary assets and liabilities denominated in foreign currencies are translated into the Japanese yen at the spot exchange rates prevailing on the consolidated closing date. All asset, liability, income, and expense accounts of foreign subsidiaries and affiliates are translated into the Japanese yen at the spot exchange rates prevailing on their consolidated balance sheet date. The resulting translation adjustments are accumulated as foreign currency translation adjustments and non-controlling interests under net assets.

(8) Important hedge accounting method

A. Hedge accounting method of Taiyo Life Insurance Company

(i) Hedge accounting method

Taiyo Life Insurance Company applies deferral hedge accounting and the mark-to-market method of hedge accounting. Special treatment is applied to interest swap agreements that meet special treatment requirements and deferred designation is applied to currency swap agreements that meet deferred designation requirements.

(ii) Hedging instruments and hedged assets

(hedging instrument)	(hedged assets)
Interest swap	Loan receivable
Currency swap	Foreign currency-denominated loans
Exchange contracts, currency options	Foreign currency-denominated assets

Option	Domestic and foreign stocks, domestic and foreign listed investment trusts, domestic bonds
Credit transaction	Domestic and foreign stocks, domestic and foreign listed investment trusts
Forward contracts	Domestic and foreign stocks, domestic and foreign listed investment trusts

(iii) Hedging policy

Based on the internal rules and regulations developed under Taiyo Life's risk management policy concerning asset operations, the cash flow- and price-fluctuation risks concerning hedged assets are hedged within a certain scope.

(iv) Evaluation of the effectiveness of hedging activities

Effectiveness of hedging activities is evaluated for each half-year period by performing a ratio analysis and other methods comparing the market fluctuations or the accumulated cash flow movements of hedged assets with the market fluctuations or the accumulated cash flow movements of hedging instruments. However, evaluation of hedging effectiveness is omitted for interest swap agreements under the special treatment etc., currency swap agreements under deferred designation, exchange contracts and currency options in which both the hedged assets and the hedging instruments are denominated in the same currency, options hedging domestic and foreign stocks as well as domestic and foreign listed investment trusts, and options hedging credit transactions, forward contracts and domestic bonds.

B. Hedge accounting method of Daido Life Insurance Company

(i) Hedge accounting method

Daido Life Insurance Company applies the mark-to-market method of hedge accounting. Daido Life also applies method for translating foreign currency receivables and payables on the basis of yen value cash flow fixed by forward contract for exchange contract transactions hedging foreign currency deposits in cases where the transactions satisfy the requirements for the method.

(ii) Hedging instruments and hedged assets

(hedging instrument)	(hedged assets)
Exchange contracts	Foreign currency-denominated securities, foreign currency-denominated certificates of deposit
Currency options	Foreign currency-denominated securities

(iii) Hedging policy

Based on the internal rules and regulations concerning asset operations, exchange fluctuation risks of hedged assets are hedged within a certain scope.

(iv) Evaluation of the effectiveness of hedging activities

Effectiveness of hedging activities is mainly evaluated by performing a ratio analysis of market value movement comparisons between the hedging instruments and hedging methods taken. However, evaluation of hedging effectiveness is omitted in cases where important conditions for the hedged assets and hedging instruments are identical and hedging is highly effective.

C. Hedge accounting method of T&D Holdings, Inc.

(i) Hedge accounting method

T&D Holdings, Inc. applies special treatment to interest swap agreements since they meet special treatment requirements.

(ii) Hedging instruments and hedged assets

(hedging instrument)	(hedged assets)
Interest rate swap	Borrowings

(iii) Hedging policy

Based on the resolution of the Board of Directors, etc., concerning the borrowings at variable rates, interest rate fluctuation risks of hedged assets are hedged within a certain scope.

(iv) Evaluation of the effectiveness of hedging activities

Evaluation of hedging effectiveness is omitted since special treatment requirements for interest swap agreements are met.

(9) Amortization method and period of goodwill

The investment difference (amount equivalent to goodwill) arising from the application of the equity method is amortized using the straight-line method over a period of up to 20 years during which it remains effective. When the amount is immaterial, it is amortized in full in the consolidated financial year in which it arises.

(10) Other important accounting policies adopted by the Company

(i) Accounting for consumption and other taxes

National and local consumption taxes are accounted for by using the tax exclusion method. However, expenses such as loss adjustment expenses, operating expenses and general and administrative expenses, etc. of non-life insurance subsidiaries are inclusive of taxes. Note that consumption taxes paid on certain asset transactions, which are not deductible from consumption taxes withheld and that are stipulated to be deferred under the Consumption Tax Act, are deferred as other assets and amortized over a 5-year period on a straight-line basis. Consumption taxes other than deferred consumption taxes are recorded to expense as incurred.

(ii) Income from insurance premiums

In general, income from insurance premiums (excluding reinsurance premium income) is recorded by the Three Life Insurance Companies at the amount of premiums received, for insurance contracts for which the premiums are received and the contractual liabilities have commenced.

Of premiums received, the amount corresponding to the unexpired period as of the end of the fiscal year under review is accounted for as policy reserve in accordance with Article 116 of the Insurance Business Act and Article 69, Paragraph 1, Item 2 of the Ordinance for Enforcement of the Insurance Business Act.

(iii) Insurance claims and other payments / Reserve for outstanding claims

Insurance claims and other payments (excluding reinsurance premiums) are recognized by the Three Life Insurance Companies at the amount of claims calculated based on the insurance policies, for which the insured events provided in the insurance contracts have occurred.

Based on Article 117 of the Insurance Business Act and Article 72 of the Ordinance for Enforcement of the Insurance Business Act, reserve for outstanding claims is provided to accrued insurance proceeds as of the end of the consolidated fiscal year under review, when payment obligations are recognized or it is deemed that the insured events provided in the insurance contracts have occurred although the occurrence of the insured events have not been reported (hereinafter “reserve for outstanding claims for IBNR”).

With regard to the reserve for outstanding claims for IBNR, due to the termination of the special treatment for payment of hospitalization benefits, etc., in cases where a patient is diagnosed with COVID-19 and is treated under the supervision of a doctor or other health care provider at an accommodation facility or at home (hereinafter “deemed hospitalization”), etc., since May 8, 2023, it is not possible to calculate the appropriate level of the amount by the calculation based on the main provisions of Article 1, Paragraph 1 of the Public Notice of the Ministry of Finance No. 234 of 1998 (hereinafter the “IBNR Notice”). Therefore, the amount calculated in accordance with the proviso of Article 1, Paragraph 1 of the IBNR Notice is recorded based on the following method.

(Outline of calculation method)

From the amount of reserve for outstanding claims for IBNR required and claims paid for all fiscal years listed in Article 1, Paragraph 1, main provision of the IBNR Notice, the amount related to deemed hospitalization is excluded, and calculated in the same manner as in Article 1, Paragraph 1, main provision of the IBNR Notice.

(iv) Reinsurance premium income and reinsurance premium

As for reinsurance premiums income of the Three Life Insurance Companies, insurance proceeds, etc. to be received based on a reinsurance contract are recorded at the time of payment, etc. of insurance premiums, etc. relating to an underlying insurance contract.

As for reinsurance premiums of the Three Life Insurance Companies, insurance premiums, etc. to be paid based on a reinsurance contract are recorded at the time of receipt of insurance premiums relating to the underlying insurance contract or at the time of conclusion of the said agreement.

As for modified coinsurance, an amount received as a part of the amount equivalent to the new contract expenses relating to the underlying insurance contract based on the reinsurance agreement is recorded as reinsurance income, and the same amount is recorded as an unamortized concession fee and is amortized over the reinsurance period.

Also, a part of policy reserve and reserve for outstanding claims equivalent to the amount corresponding to the reinsurance is not set aside based on Article 71, Paragraph 1 and Article 73, Paragraph 3 of the Regulation for Enforcement of the Insurance Business Act.

(v) Policy reserve

To prepare for future performance of obligations under insurance contracts for which contractual obligations have commenced as of the end of the fiscal year under review, policy reserve is provided by the Three Life Insurance Companies at the amount calculated in accordance with procedures stipulated in the statement of calculation procedures for insurance premiums and policy reserve (Article 4, Paragraph 2, Item 4 of the Insurance Business Act) based on Article 116, Paragraph 1 of the Insurance Business Act.

Of policy reserve, insurance premiums reserve is recognized by performing a calculation based on the following methodology:

a. Reserves for contracts subject to the standard policy reserve are computed in accordance with the method prescribed by the Commissioner of the Financial Services Agency (Ordinance No. 48 issued by the Ministry of Finance in 1996).

b. Reserves for other contracts are computed based on the net level premium method.

Based on Article 121, Paragraph 1 of the Insurance Business Act and Article 80 of the Ordinance for Enforcement of the Insurance Business Act, policy reserve is reviewed by a qualified actuary to confirm whether the policy reserve is properly provided as of the fiscal year end.

Of policy reserve, contingency reserve is provided at the amount calculated for covering risks which may accrue in the future, so as to secure performance of the future obligations under the insurance contracts, based on Article 116 of the Insurance Business Act and Article 69, Paragraph 1, Item 3 of the Ordinance for Enforcement of the Insurance Business Act.

5. Revenue recognition

As for breakdown of ordinary revenue in lieu of net sales, most of it consists of insurance premium income and asset management revenue which are outside the application of the said accounting standard based on Paragraph 3 of “Accounting Standard for Revenue Recognition, etc.” (ASBJ Statement No. 29, March 31, 2020), and revenue from contracts with customers is immaterial. Therefore, categorized presentation separate from the other revenue in the consolidated statement of income and categorized presentation of contract assets and contract liabilities or liabilities from contracts with customers separate from other assets or liabilities are omitted. Also, presentation concerning the following information is also omitted.

(1) Information on disaggregated revenue from contracts with customers
(2) Underlying information for the understanding of revenue from contracts with customers
  (i) Information concerning contracts with customers and performance obligations
  (ii) Information concerning the determination of the transaction price
  (iii) Information concerning the determination of the amounts allocated to performance obligations
  (iv) Information concerning the point in time of satisfaction of performance obligations
  (v) Significant judgements in the application of the Revenue Recognition Accounting Standard
(3) Information concerning the relation between the performance obligations based on the contract with a customer and the cash flows from the said contract, and the amount of revenue expected to be recognized in and after the subsequent consolidated fiscal year from the contract with a customer who exists as of the end of the consolidated fiscal year under review and the timing.
  (i) Balances of contract assets and contract liabilities, etc.
  (ii) Transaction price allocated to the remaining performance obligations

6. Significant accounting estimates

(1) Policy reserve

(i) Amounts recognized on the consolidated balance sheet

(Millions of yen)

	As of March 31, 2026
Policy reserve	13,825,376
Provision for policy reserves	256,641

(ii) Information on significant accounting estimates in connection with items identified

Calculation method is stated in “Notes concerning important matters which become the basis of consolidated financial statements, 4. Matters concerning accounting policy, (10) Other important accounting policies adopted by the Company, (v) Policy reserve.”

If assumptions (base rates such as assumed incidence rate and assumed interest rate) stated in the statement of calculation procedures for insurance premiums and policy reserve significantly deviate from recent actual rates and it is found to likely to be insufficient to cover the performance of the future obligations, additional policy reserve must be set aside in accordance with Article 69, Paragraph 5 of the Ordinance for Enforcement of the Insurance Business Act.

(2) Accounting treatment for retirement benefits

(i) Amounts recognized on the consolidated balance sheet

(Millions of yen)

	As of March 31, 2026
Net defined benefit asset	17,357
Net defined benefit liability	22,976

(ii) Information on significant accounting estimates in connection with items identified

Retirement benefit obligations and retirement benefit cost are calculated based on actuarial assumption used for calculation of future retirement benefit obligations, expected long-term rate of return on pension assets and other.

The method for recognizing retirement benefits is as stated in “Notes concerning important matters which become the basis of consolidated financial statements, 4. Matters concerning accounting policy, (5) Method for recognizing retirement benefits.”

Matters concerning the basis for actuarial assumption are as stated in “Notes to the Consolidated Balance Sheet, 15. Retirement benefits.” If any of the major assumptions such as discount rate and expected long-term rate of return on assets changes, there may be a significant impact on the net defined benefit asset or liability.

(3) Impairment loss of fixed assets

(i) Amounts recognized on the consolidated balance sheet

(Millions of yen)

	As of March 31, 2026
Impairment loss	1,126

(ii) Information on significant accounting estimates in connection with items identified

All of the real estate used by the Three Life Insurance Companies, consolidated subsidiaries, for the purpose of insurance sales and related operations is classified as one asset group (operating assets), while each property in the category of the real estate that are used for other purposes or underutilized is classified into individual asset group on its own (investment assets). Each party namely the Company and consolidated subsidiaries, has its own asset group (operating assets) each containing the real estate used by respective party for business purpose. For an asset group with an indication of impairment, impairment loss is recognized, when the total amount of undiscounted future cash flows is less than the book value of the asset, at the amount calculated by deducting the recoverable amount (the larger of discounted future cash flows and net sales value) from the book value.

For calculation of undiscounted future cash flows for the purpose of determining impairment recognition, the amounts of future income from insurance operations on the Mid-Term Management Plan, etc. are used for operating assets, and the past history and future outlook of revenues by property are used for investment assets. If the future income from insurance operations and future outlook of revenues, which are the major assumptions, deteriorate and the undiscounted future cash flows change, there may be a possibility to recognize impairment loss.

(4) Evaluation of goodwill of a company accounted for under the equity method

(i) Amounts recognized on the consolidated balance sheet

(Millions of yen)

	As of March 31, 2026

Securities (Equity-method investments (carrying amount) of Viridium Group Sarl)	124,885
Goodwill included in these securities	65,847

(ii) Information on significant accounting estimates in connection with items identified

The difference between the investment made on the date of the acquisition of the equity in Viridium Group Sarl (hereinafter referred to as "Viridium") and the corresponding amount of Viridium's capital was recognized as goodwill on the securities and is amortized over 10 years using the straight-line method.

The said goodwill is tested for impairment whether there is an indication in the overall investments in Viridium. The indication of impairment is reviewed comprehensively taking into account current and estimated states of profit and loss or cash flow situation of Viridium, whether there has been or is likely to be a significant deterioration in the business environment, and other factors.

If it is determined that there is an indication of impairment, an assessment is made as to whether an impairment loss should be recognized in respect of the entire portfolio of securities including goodwill. If the assessment concludes that an impairment loss should be recognized, the book value of the securities is reduced to their recoverable amount, and the resulting decrease in book value is recognized as equity in loss of affiliated companies.

If there is profit and loss, or a significant deterioration in cash flow situation or the business environment as indicators of impairment, equity in net loss of affiliated companies constituting an impairment loss may arise in the following consolidated fiscal year onward.

For the consolidated fiscal year under review, it was determined that there was no indication of impairment, and equity in net loss of affiliated companies was not recognized.

7. Unapplied accounting standards, etc.

(1) Accounting Standards for Leases, etc.

- "Accounting Standard for Leases" (ASBJ Statement No. 34, September 13, 2024, ASBJ)
- "Implementation Guidance on Accounting Standard for Leases" (ASBJ Guidance No. 33, September 13, 2024, ASBJ)

(i) Overview

As part of efforts to align J-GAAP with international standards, the Accounting Standards Board of Japan has been considering the development of accounting standards for leases that require lessees to recognize assets and liabilities for all leases. Based on international accounting standards, the fundamental policy is to base the lease accounting standards on the single accounting model of IFRS 16, but not adopt all of its provisions. Instead, only the main provisions are adopted to aim for a simple, convenient, and easily applicable standard that would require minimal adjustments even if the provisions of IFRS 16 were used in individual financial statements. The Accounting Standards for Leases, etc., were made available to achieve these factors.

As for the lessee's accounting treatment, regardless of whether a lease is a finance lease or an operating lease, a single accounting model is applied, similar to IFRS 16, where depreciation expense for the right-of-use asset and interest expense equivalent to the lease liability are recognized.

(ii) Scheduled date of application

The accounting standards are scheduled to be applied from the beginning of the fiscal year ending March 31, 2028.

(iii) Impact of applying the accounting standards

The impact amount is currently being evaluated.

(2) Practical Guidelines on the Accounting for Financial Instruments (Transferred Guidance No. 9, March 11, 2025, ASBJ)

(i) Overview

To improve the transparency of financial statements and enhance information disclosure to investors, the Accounting Standards Board of Japan has revised the "Practical Guidelines on the Accounting for Financial Instruments" with the aim of valuing unlisted stocks included in funds at fair value. It is also expected that, as a result, more growth capital will be supplied to venture capital funds, etc., from institutional investors both domestically and internationally.

Under the amendment, a new provision has been established allowing investors in certain qualifying partnerships or similar entities to base their accounting treatment on the fair value of all unlisted shares included in the assets of such partnerships or entities. When applying this provision, unlisted shares held as part of the partnership's assets should be measured at fair value, and the portion corresponding to the investor's share of valuation difference is to be recorded under net assets. Impairment treatment shall follow the provisions applicable to impairment of securities that have fair value.

(ii) Scheduled date of application

The guidelines are scheduled to be applied from the beginning of the fiscal year ending March 31, 2027.

(iii) Impact of applying the accounting standards

The impact amount is currently being evaluated.

8. Additional information

(Transactions to grant the Company's stock to employees, etc. in using the scheme of trust)

(1) Stock Compensation Plan for Officers

The Company has the Board Incentive Plan Trust (hereinafter referred to as the "BIP") to grant the stock of the Company, etc. in using the scheme of trust for the Directors of the Company, who are not Audit & Supervisory Committee Members (excluding those who are part-time, and non-residents in Japan, including Outside Directors), and the Executive Officers (excluding those who are non-residents in Japan, and together with Directors who are not Audit & Supervisory Committee Members, referred to as "Directors, etc.") and Directors of the Three Life Insurance Companies (excluding those who are part-time, and non-residents in Japan, including Outside Directors) and the Executive Officers (excluding non-residents in Japan; together with the Directors, etc., collectively referred to as "Eligible Directors"), aiming at improving medium- and long-term business result and raising the awareness of contribution to boost corporate value.

The accounting treatment for the BIP adopts the "Practical Solution on Transactions of Delivering the Company's Own Stock to Employees etc. through Trusts" (PITF No. 30, March 26, 2015).

(i) Overview of transaction

Points are granted to the Eligible Directors based on the internal rules of the Company and the Three Life Insurance Companies, and upon their resignation from the positions, the stock of the Company and money equivalent to the amount of converted and disposed amount of the stock of the Company, which are equivalent to accumulated points, are granted and benefited. The stock, etc. to be granted and so forth to the Eligible Directors are acquired with the money trusts of the Company funded in advance.

(ii) The number of stocks of the Company remaining in trust

The stock of the Company remaining in the trust is accounted for as treasury stock under net assets at the book value in the trust (excluding the amount of expenses accompanied). The book value of the treasury stock thereof at the end of the consolidated fiscal year under review is 2,031 million yen and the number of shares is 1,151,800 shares.

(2) Stock Compensation Plan for Employees

To further enhance Group employees' awareness of company performance and stock price increases, and thereby boost their commitment to improving medium- to long-term corporate value, the Company introduced an Employee Stock Ownership Plan (ESOP) trust based on trust structure (hereinafter referred to as the "Employee Program") in fiscal year 2024. The eligible participants in the Employee Program are employees of the Company, Taiyo Life Insurance Company, Daido Life Insurance Company, T&D Financial Life Insurance Company, T&D Asset Management Co., Ltd., Pet & Family Insurance Co., Ltd., T&D Information Systems, Ltd., T&D Lease Co., Ltd., Toyo Insurance Agency Co., Ltd., and Daido Management Services Co., Ltd. (excluding non-resident employees in Japan).

The accounting treatment for the BIP adopts the "Practical Solution on Transactions of Delivering the Company's Own Stock to Employees etc. through Trusts" (PITF No. 30, March 26, 2015).

(i) Overview of transaction

Based on the stock grant rules established by each Group company, points are granted to employees, and shares of the Company are delivered to employees who meet certain requirements through the trust, equivalent to their accumulated points. The shares of the Company delivered to employees are acquired in advance using funds entrusted to the trust by the Company.

(ii) The number of stocks of the Company remaining in trust

The stock of the Company remaining in the trust is accounted for as treasury stock under net assets at the book value in the trust (excluding the amount of expenses accompanied). The book value of the treasury stock thereof at the end of the consolidated fiscal year under review is 4,079 million yen and the number of shares is 1,556,843 shares.

(Application of revised generally accepted accounting principles in the United States (U.S. GAAP) at foreign affiliates)

Some of our foreign affiliates that adopt U.S. GAAP have applied "Financial Services – Insurance" (Topic 944) (ASU 2018-12, ASU 2019-09, ASU 2020-11) from the beginning of the consolidated fiscal year under review.

The revised accounting standard pertains to the accounting treatment of liabilities related to future insurance benefits, etc. In accordance with this application, certain insurance liabilities of the affiliates were evaluated using a new calculation, which included changes in discount rates and a review of insurance assumptions.

This accounting standard has been applied retroactively, and the cumulative effects following the adoption of these accounting standards have been added to or deducted from net assets as of the beginning of the consolidated fiscal year under review. As a result, retained earnings at the beginning of the current period decreased by 8,486 million yen, valuation difference on available-for-sale securities increased by 6,067 million yen, foreign currency translation adjustment decreased by 10,662 million yen, and valuation adjustment on liabilities related to foreign affiliates decreased by 5,514 million yen. Additionally, valuation adjustments related to insurance contracts of foreign affiliates decreased by ¥3,618 million, while valuation differences on policy reserves related to foreign affiliates increased by ¥124,448 million.

Notes to the Consolidated Balance Sheet

1. Matters concerning the current state of the financial instruments, their market values and the breakdown of financial instruments for each level of fair value of the Notes to the Consolidated Balance Sheet

(1) Matters concerning the current state of the financial instruments

(i) The Group's policy of investment in financial instruments

Being primarily focused on life insurance business, the Group underwrites various classes of life insurance, and invests the money collected as insurance premiums in financial assets including securities and loans.

The Group's policy for asset management is to efficiently invest the insurance premiums trusted to us by policyholders in a portfolio built up to ensure long-term stable returns in accordance with the ERM concept involving management of capital, earnings and risk on an integrated basis, taking into account the long-term obligations involved in life insurance contracts, with due attention to management soundness and public welfare.

Financial derivative contracts are basically used to hedge fluctuation risks involved in our investment in financial instruments, as well as partially to complement physical assets.

Furthermore, in order to pursue further strength of financial soundness, the Group has been financing the subordinated-class capital (bonds and borrowings).

(ii) Description of the concerned financial instruments and the risks involved

Financial assets held by the Group mainly comprise securities and loans.

Securities here include corporate and public bonds, stocks and investment trusts offered at home and abroad that are held on a long-term basis for the purpose of investment geared to market prospects to ensure stable returns. These financial instruments are exposed to credit risks of the issuing entities and market risks associated with fluctuations in interest rate, exchange rates and stock prices, as well as market liquidity risks.

Loans here include policy loans for policyholders, commercial loans (non-policy loans) provided mainly to domestic businesses and individuals. Commercial loans, though intended to ensure stable returns, are exposed to credit risks of borrowers' default. A policy loan is provided within the surrender cash value of each insurance policy, thus its credit risk is minimal.

Derivative transactions including stock index futures contracts, forward exchange contracts, interest rate swap agreements are used primarily to hedge price fluctuation risks of our financial assets, while partially to complement physical assets by, for example, providing solution to the time constraint prior to the inclusion of physical assets into our portfolio, excluding speculative transactions whatsoever in any case.

Stringent risk management is in place for derivative transactions, by clearly defining tolerable allowances in terms of nature, underlying assets and trading limits of the transactions as well as by properly controlling their status.

Hedge accounting is appropriately practiced in interest rate swap agreements for loans and forward exchange contracts for foreign currency denominated assets, under the internal rules clearly defining qualifications, applicable types of transactions, methods of evaluation of its effectiveness and methods of its designation. Effectiveness of hedging is determined by ratio analysis methodology comparing the movements of fair market values of the hedged assets and hedging instruments.

(iii) Risk management of investment in financial instruments

a. Overall risk management

The Group, in consideration of the social and public nature of life insurance business as its core business, defines precise identification and management of risks as one of the crucial management tasks for ensuring the soundness and adequacy of management, where the Company, as the Group's holding company has developed "Group Risk Management Policy" which set out the basic risk management philosophy within the Group and provides the risk management structure in line with business characteristics and risk profiles at each of the Three Life Insurance Companies.

Under such context, the Group Risk Control Committee has been in place for the purpose of coordinated management of risks within the Group, which grasps the status of various risks at each of the Three Life Insurance Companies, through the reports prepared on a regular or as-needed basis at each company using the unified risk management criteria. Meanwhile, the Company, by providing guidance and advice as appropriate to the Three Life Insurance Companies, is tackling the enhancement of risk management at each company as well as across the Group.

At each of the Three Life Insurance Companies, a committee has been established to supervise company-wide risk management at an enhanced level, while mutual check-and-balance system is in place under the internal organizational arrangement including the separation of investment and loan execution function from the administration function within investment division, independence of credit check function and implementation of internal audits by internal audit department.

The Group has established the Group ERM Committee with the purpose to manage risks in combination with revenue and capital on the basis of economic value, and tackles the task of achieving stable and sustainable increases in Group enterprise value through the implementation and enrichment of ERM.

b. Management of market risks

Market risks are appropriately controlled in line with the risk characteristics of each asset class based on the precise grasp of the sensitivity of investment assets to the changes in investment environment including interest rate, stock prices and exchange rates, and in addition, the risks are under adequate control through the review of asset allocation and risk hedging subject to identification of the overall risk of the portfolio using the Value at Risk criterion (hereafter referred to as “VaR”).

c. Management of credit risks

Credit risk of the entire portfolio is identified and controlled through its quantification by the use of VaR based on the internal rating for individual borrowers. Meanwhile, the aggregate amount of investment and loan is capped by each industry sector or by group of companies, according to the corresponding risks, whereby concentration of loans to specific industry sector or group of companies is restrained.

d. Management of liquidity risks

Liquidity risks are adequately managed by the responsible risk management department through maintaining certain level of liquidity based on the grasp of the latest risk information including the share of highly liquid assets, cash flow situation, trend of the general financial/securities markets and status of individual financial instruments, as well as providing a structure for efficient liquidation of assets for financing purpose.

(iv) Supplementary explanation regarding the market values of financial instruments

Calculations of market values of financial instruments are based on certain assumptions, and thus market values could vary when different assumptions are used.

(2) Matters regarding the market value of financial instruments

Consolidated balance sheet amounts, as compared with market values of the investment in financial instruments, and the difference between the two as of March 31, 2026 are as follows. Securities, etc. without market value and investments in partnerships and other similar entities in which the net amount of equity interest is recorded on the consolidated balance sheets ("investments in partnerships, etc.") are not included in the following table. (Please refer to (Note 1).) Also, of cash and deposits, call loans and monetary claims purchased, and of commercial papers and short-term bonds and payables under securities lending transactions are omitted because whose transactions are carried out mainly for a short period of time and whose feature is equivalent to cash and deposits.

(Millions of yen)

	Consolidated balance sheet amounts	Fair market values	Difference
(i) Monetary claims purchased	115,612	101,351	(14,260)
a Those treated as securities	113,281	99,228	(14,053)
• Held-to-maturity debt securities	86,500	72,447	(14,053)
• Other securities	26,781	26,781	-
b Other than above	2,330	2,123	(206)
(ii) Monetary trusts	1,220,462	1,061,854	(158,608)
a Monetary trust for investment	1,989	1,989	-
b Held-to-maturity monetary trusts	26,849	19,692	(7,157)
c Policy-reserve-matching monetary trusts	962,091	810,641	(151,450)
d Other monetary trusts	229,531	229,531	-
(iii) Securities	12,029,486	10,435,480	(1,594,005)
a Trading securities (*1)	149,310	149,310	-
b Held-to-maturity debt securities	650,366	559,939	(90,426)
c Policy-reserve-matching securities	5,526,433	4,022,854	(1,503,578)
d Other securities (*1)	5,703,375	5,703,375	-
(iv) Loans	1,505,512	1,447,981	(57,530)
a Policy loans (*2)	107,060	109,671	2,620
b Commercial loans (*2)	1,401,035	1,338,309	(60,151)
c Reserve for possible loan losses (*3)	(2,583)	-	-
Total assets	14,871,073	13,046,668	(1,824,405)
(i) Subordinated bonds	224,000	216,643	(7,357)
(ii) Borrowings as part of Other liabilities	96,962	94,830	(2,131)
Total liabilities	320,962	311,473	(9,488)
Derivatives (*4)			
(i) Those outside the scope of hedge accounting	(3,099)	(3,099)	-
(ii) Those subject to hedge accounting	(26,844)	(24,795)	2,048
Total derivatives	(29,943)	(27,895)	2,048

(*1) In accordance with generally accepted accounting principles, the net asset value per share of certain investment trusts is considered to be the fair market value of the investment trusts, and such investment trusts are included.

(*2) The column of Difference indicates the difference between consolidated balance sheet amounts less reserve for possible loan losses and market values.

(*3) Reserve for possible loan losses corresponding to loans is deducted.

(*4) Net credits and debts generated from the transactions of derivative financial instruments are indicated in net amounts, and items amounting to net debts are marked with brackets [ ].

(Note 1) Consolidated balance sheet amounts of securities without market value, etc. (such as unlisted shares) and investments in partnerships etc. are as follows, and these are not included in "Assets ③ Securities".

(Millions of yen)

Categories		Consolidated balance sheet amounts
Shares of affiliates		245,529
	Unlisted shares, etc. (*1)	126,846
	Investments in partnerships, etc. (*2)	118,683
Other securities		594,574
	Unlisted shares, etc. (*1) (*3)	29,780
	Investments in partnerships, etc. (*2) (*3)	564,793

(*1) Unlisted shares have no fair values and therefore are not subject to disclosure of fair value based on Paragraph 5 of the "Implementation Guidance on Disclosures about Fair Value of Financial Instruments" (ASBJ Guidance No. 19, March 31, 2020).
(*2) Investments in partnerships, etc. are not subject to disclosure of fair value based on Paragraph 24-16 of the "Implementation Guidance on Accounting Standard for Fair Value Measurement" (ASBJ Guidance No. 31, June 17, 2021).
(*3) The Company recognized impairment losses of 437 million yen for unlisted shares, etc. and investment in partnerships, etc.

(3) Matters relating to breakdown of fair value of financial instruments by level

Fair values of financial instruments are categorized into three levels as below on the basis of the observability and the importance of the valuation inputs used in fair value measurements.

Level 1: Fair values measured by quoted prices of the assets or liabilities being measured which are given in active markets among observable valuation inputs
Level 2: Fair values measured by inputs other than inputs included within Level 1 among observable valuation inputs
Level 3: Fair values measured by unobservable valuation inputs

When several inputs that have significant impact on fair value measurement are used and those inputs are categorized into different levels, the fair value is categorized into the lowest priority level for fair value measurement among the levels in which each of the inputs belongs.

(i) Financial instruments recorded at their market values on the consolidated balance sheet

(Millions of yen)

Categories	Market value			
	Level 1	Level 2	Level 3	Total
Monetary claims purchased	-	25,606	1,174	26,781
Other securities	-	25,606	1,174	26,781
Monetary trusts	1,933	229,587	-	231,521
Monetary trusts for investment	1,933	56	-	1,989
Other Monetary trusts	-	229,531	-	229,531
Securities	2,355,230	2,560,641	-	4,915,872
Trading securities	-	149,252	-	149,252
Foreign securities	-	21	-	21
Other foreign securities	-	21	-	21
Other securities	-	149,231	-	149,231
Other securities	2,355,230	2,411,388	-	4,766,619
Public and corporate bonds	684,972	847,569	-	1,532,541
Government bonds	624,180	-	-	624,180
Local government bonds	-	28,210	-	28,210
Corporate bonds	60,791	819,359	-	880,151
Stocks	768,423	-	-	768,423
Foreign securities	548,301	1,479,849	-	2,028,150
Foreign public and corporate bonds	229,639	267,751	-	497,391
Foreign stocks	38,169	-	-	38,169
Other foreign securities	280,492	1,212,097	-	1,492,589
Other securities	353,533	83,970	-	437,504
Derivative transactions	455	8,368	-	8,824
Currencies related	-	3,825	-	3,825
Stocks related	455	4,543	-	4,999
Total assets	2,357,620	2,824,204	1,174	5,182,999
Derivative transactions	-	38,082	686	38,768
Currencies related	-	37,768	-	37,768
Stocks related	-	313	686	999
Total liabilities	-	38,082	686	38,768

(*) In accordance with generally accepted accounting principles, the net asset value per share of certain investment trusts is considered to be the fair market value of the investment trusts, and such investment trusts are not included.

(ii) Financial instruments other than those recorded at their market values on the consolidated balance sheet

(Millions of yen)

Categories	Market value			
	Level 1	Level 2	Level 3	Total
Monetary claims purchased	-	72,447	2,123	74,570
Held-to-maturity debt securities	-	72,447	-	72,447
Other than those treated as securities	-	-	2,123	2,123
Monetary trusts	830,333	-	-	830,333
Held-to-maturity monetary trusts	19,692	-	-	19,692
Policy-reserve-matching monetary trusts	810,641	-	-	810,641
Securities	3,410,798	1,171,995	-	4,582,794
Held-to-maturity debt securities	384,701	175,238	-	559,939
Public and corporate bonds	383,783	141,761	-	525,544
Government bonds	383,311	-	-	383,311
Local government bonds	-	35,357	-	35,357
Corporate bonds	472	106,403	-	106,876
Foreign stocks	917	33,477	-	34,394
Foreign public and corporate bonds	917	33,477	-	34,394
Policy-reserve-matching securities	3,026,097	996,757	-	4,022,854
Public and corporate bonds	3,002,761	979,285	-	3,982,047
Government bonds	2,992,631	-	-	2,992,631
Local government bonds	-	183,784	-	183,784
Corporate bonds	10,130	795,501	-	805,631
Foreign securities	23,336	17,471	-	40,807
Foreign public and corporate bonds	23,336	17,471	-	40,807
Loans	-	-	1,447,981	1,447,981
Policy loans	-	-	109,671	109,671
Commercial loan	-	-	1,338,309	1,338,309
Derivative transactions	-	2,048	-	2,048
Interest rate related	-	2,048	-	2,048
Total assets	4,241,132	1,246,491	1,450,104	6,937,728
Subordinated bonds	-	216,643	-	216,643
Borrowings as part of Other liabilities	-	58,028	36,801	94,830
Total liabilities	-	274,671	36,801	311,473

(Note 1) Descriptions of inputs of valuation methodologies used for air value measurements

Monetary claims purchased

Securities that are deemed appropriate as securities are measured in the same way as in securities and the calculated amount is shown as fair value. Those deemed appropriate as loans receivable are measured in the same way as in loans and the calculated amount is shown as fair value.

Monetary trust

Monetary trust managed primarily with securities is measured in the same way as in securities and the calculated amount is shown as fair value, and fair values are categorized according to composition levels. In addition to the above, foreign exchange forwards, currency options and stock index option contracts are used as part of monetary trusts, and their market values are calculated in the same way as in derivatives transactions.

Securities

Market prices of listed shares in markets are their fair values, and shares with unadjusted market prices in active markets are categorized into Level 1 fair value.
In the cases of debt securities, observable transaction prices are shown as fair value, and those with unadjusted transaction price, etc. in active markets are categorized into Level 1, those with observable

transaction price but not in active markets are categorized into Level 2 fair values. If transaction price, etc. is not available, fair value is calculated by the discounted cash flow methodologies, using future cash flows. When calculating, observable inputs are best utilized, and inputs include yield of government bonds, premiums of credit risks, etc. When calculating, if important inputs that cannot be observed are used, Level 3 is chosen, and otherwise, Level 2 is chosen.
In the case of investment trusts, market price in markets or net asset value per share published by an industry association or investment management company is shown as fair value, and amounts of those with unadjusted market prices are categorized into Level 1 fair value, and amounts otherwise, Level 2 fair value.

Loans receivable
(i) Policy loans
Market values are calculated by discounting by risk-free rate, the expected future cash flow derived from the repayment rate based on the past actual repayment performance, and amounts are categorized into Level 3.
(ii) Commercial loans
Market values of commercial loans provided at variable rates can reflect market rates at short intervals, thus are recorded in book values as their market values are proximate to the book values, unless borrowers' credit standings significantly change meanwhile after loans were provided.
Market values of commercial loans provided at fixed rates are calculated by discounting principals and interests by risk-free rates weighted by credit risks involved.
Since estimated bad debts associated with loans to Bankrupt Debtors, loans to Effectively Bankrupt Debtors and loans to Potentially Bankrupt Debtors, are calculated based on the present value of the estimated future cash flows, or estimated amounts recoverable through pledge or guarantee, thus their market values are proximate to consolidated balance sheet amounts less estimated bad debts as at the balance sheet date, which are recorded as market values.
These transactions use unobservable inputs and therefore are categorized into Level 3 market value.

Corporate bonds
Market price in markets or the amount calculated by discounting the Company's credit risk, using the total amount of the principal and interests and the said bond's remaining period is shown as fair value. Bonds with market value in markets are categorized into Level 2 fair value, and bonds without market value in markets, Level 3, because the said discount rate is unobservable.

Loans payable
Fair value is calculated by discounting the total amount of the principal and interests by a discount rate, taking into consideration the said loan's remaining period and credit risk, and loans with the said discount rates are categorized into Level 2 fair value, and other wise, Level 3 fair value.
Market values of the said loans provided at variable rates can reflect market rates at short intervals, thus are recorded in book values as their market values are proximate to the book values, unless the Company' credit standings as the borrower significantly change meanwhile after loans were provided.

Derivatives transaction
(i) Forward exchange contracts are based on forward exchange rates and are categorized into Level 2 fair value.
(ii) In the cases of stock index futures, stock forward contracts, stock index options, individual stock options, bond futures, bond options, currency options, currency swaps and interest rate swaps, market price in markets or an amount calculated based on observable market data is shown as fair value, and amounts of those with unadjusted market price in active markets are categorized into Level 1 fair value, amounts otherwise, Level 2 fair value, and Level 3 fair value if important inputs that cannot be observed are used.

(Note 2) Of those financial instruments recorded at market price on the consolidated balance sheet, information concerning Level 3 fair values

(1) Quantitative information concerning important inputs that cannot be observed.

Categories	Valuation methodology	Important input that cannot be observed	Scope of input	Weighted average of input
Monetary claims purchased	Discounted present value method	Discount rate	3.11%	3.11%

(2) Reconciliation table from beginning balance to ending balance, valuation profit or loss recognized in the net income for the year under review.

(Millions of yen)

	Monetary claims purchased	Derivatives transaction	Total
Beginning balance	1,299	-	1,299
Profit or loss for the consolidated fiscal year or other comprehensive income	(33)	(461)	(495)
Recognized in profit or loss (*)	-	(461)	(461)
Recorded in other comprehensive income	(33)	-	(33)
Net of purchase, sale, issuance and settlement	(91)	(224)	(315)
Transferred to Level 3 fair value	-	-	-
Transferred from Level 3 fair value	-	-	-
Ending balance	1,174	(686)	488
Of those amounts recorded in profit or loss for the year under review, valuation profit or loss of financial assets and liabilities held as of the date of the consolidated balance sheet.	-	(461)	(461)

(*) Included in "Investment income" and "Investment expenses" in the consolidated statement of operations.

(3) Explanation concerning fair value valuation process

The Group has established policy and procedures regarding calculations of fair values, which the Group follows when calculating fair values. An independent valuation division checks the operational status of the valuation methodologies, adequacy of inputs, appropriateness of categorization of fair value levels used for the calculations of fair value to ensure appropriateness of fair value calculation policy and procedures.

When calculating fair values, a valuation model which can most appropriately reflect the nature, features and risks of individual assets is used. When using market prices obtained from a third party, adequacy of prices is examined The Company checks adequacy of prices through appropriate methods, such as checking the valuation methodologies and inputs used and comparing fair values of similar financial instruments.

(4) Explanation concerning effects on fair values when important inputs that cannot be observed are changed.

The important input that cannot be observed used for the calculations of fair values of monetary claims purchased and securities is a discount rate. This discount rate is consisted of government bond interest rate and credit risk premium. In general, a considerable rise (fall) of the discount rate causes a significant fall (rise).

(4) Investment trusts that deem the net asset value per share of investment trusts to be fair market value in accordance with generally accepted accounting principles

Certain investment trusts for which the net asset value per share is deemed to be the fair value in accordance with generally accepted accounting principles are not disclosed in (3) Matters relating to breakdown of fair value of financial instruments by level. The amount of such investment trusts in the consolidated balance sheet is 936,813 million yen in financial assets.

(1) Reconciliation table from beginning balance to ending balance of investment trusts in which the investment trust assets are financial instruments

(Millions of yen)

	Trading securities	Other securities	Total
	Other foreign securities	Other foreign securities	
Beginning balance	511	686,814	687,326
Profit or loss for the consolidated fiscal year or other comprehensive income	(385)	94,490	94,104
Recognized in profit or loss (*)	(385)	67,156	66,770
Recorded in other comprehensive income	-	27,333	27,333
Net of purchase, sale and redemption	(67)	79,894	79,826
The amount of investment trust of which net asset value per share is deemed to be the fair market value	-	-	-
The amount of investment trust of which net asset value per share is not deemed to be the fair market value	-	-	-
Ending balance	58	861,199	861,257
Of those amounts recorded in profit or loss for the year under review, valuation profit or loss of investment trusts held as of the date of the consolidated balance sheet.	(41)	5,898	5,856

(*) Included in “Investment income” and “Investment expenses” in the consolidated statement of operations.

(2) Breakdown by nature of restrictions on cancellation or repurchase requests for investment trusts whose investment trust assets are financial instruments

(Millions of yen)

	Trading securities	Other securities	Total
	Other foreign securities	Other foreign securities	
Investment trusts with restrictions on the frequency, etc. of dates on which cancellation or repurchase requests can be made	58	654,634	654,692
Other than above	-	206,564	206,564
Total	58	861,199	861,257

(3) Reconciliation table from beginning balance to ending balance of investment trusts in which the investment trust assets are real estate

(Millions of yen)

	Other securities		Total
	Other foreign securities	Other securities	
Beginning balance	7,052	60,757	67,810
Profit or loss for the consolidated fiscal year or other comprehensive income	376	1,592	1,968
Recognized in profit or loss	-	-	-
Recorded in other comprehensive income	376	1,592	1,968
Net of purchase, sale and redemption	-	5,777	5,777
The amount of investment trust of which net asset value per share is deemed to be the fair market value	-	-	-
The amount of investment trust of which net asset value per share is not deemed to be the fair market value	-	-	-
Ending balance	7,429	68,127	75,556
Of those amounts recorded in profit or loss for the year under review, valuation profit or loss of investment trusts held as of the date of the consolidated balance sheet.	-	-	-

2 Matters concerning the current state of the rental property and their market values

The Group owns office buildings primarily for rent in the main cities across the country and their consolidated balance sheet amount is 274,213 million yen while their market value is 419,455 million yen as at the end of the consolidated fiscal year under review.

The above market value is the aggregate of the value derived from the calculation based on the valuation by third-party real property appraisers for the main properties, and the value derived from the internal calculation for other properties based on their posted prices.

3 Status of claims based on the Insurance Business Act

Of the claims, the total amount of claims subject to bankruptcy proceeding and reorganization proceedings and claims thereto, claims with risks, claims overdue for three months or more, and claim with relaxed terms is 82 million yen, and breakdown of each is as shown below.

(1) Of the claims, the amount of claims subject to bankruptcy proceeding and reorganization proceedings and claims equivalent thereto is 27 million yen. Of the above, direct write-off for estimated uncollectable is 122 million yen.
Claims subject to bankruptcy proceeding and reorganization proceedings and claims equivalent thereto means the claim held against debtors with failed business status due to the grounds such as commencement of bankruptcy proceedings, commencement of reorganization proceedings, or commencement of rehabilitation proceedings, and any other type of claims equivalent thereto.

(2) Of the claims, the amount of claims with risks is 6 million yen.
Claims with risks means the claims whose debtor is not yet in the status of failure in business although such debtor’s financial status and business performance are worsening, and for which it is highly likely that the collection of principal or receipt of interest in accordance with the contract is impossible.

(3) Of the claims, the amount of claims overdue for three months or more is 12 million yen.
Claims overdue for three months or more means claims for which payment of principal or interest has been delayed for three months or more from the date following the agreed payment date and which do not fall under claims subject to bankruptcy proceeding and reorganization proceedings and claims thereto and claims with risks.

(4) Of the claims, the amount of claims with relaxed terms is 36 million yen.
Claim with relaxed terms means the loan for which an arrangement favorable for the debtor

has been made, such as reduction or exemption of interests, granting of grace period for payment of interest, granting of grace period for payment of principal, waiver of claims, etc., and which do not fall under claims subject to bankruptcy proceeding and reorganization proceedings and claims thereto, claims with risks, claims overdue for three months or more.

4 Cumulative amount of depreciation for tangible fixed assets

The cumulative amount of depreciation for tangible fixed assets stood at 241,044 million yen.

5 The amount of separate account assets and liabilities prescribed under Article 118, Paragraph 1 of the Insurance Business Act

The amount of separate account assets stood at 156,710 million yen, and the amount of separate account liabilities was also 156,710 million yen.

6 Net assets per share

Net assets per share was 3,359.12 yen.

Note: The shares held by the Company remaining in the BIP and ESOP trust, which are accounted for as treasury stock in shareholders' equity are included in the number of treasury stocks deducted from the total number of shares issued at the end of the fiscal year under review to calculate net assets per share. As a result, the number of treasury stocks at the end of the fiscal year under review deducted in calculating net assets per share is 2,708,643 shares.

7 Increase/decrease in reserve for policyholder dividends and payment of policyholder dividends

Changes in reserve for policyholder dividends were as follows:

Balance at the beginning of the consolidated fiscal year under review	68,289 million yen
Policyholder dividend payment in the consolidated fiscal year under review	26,483 million yen
Increase due to interest, etc.	57 million yen
Decrease due to other reasons	11 million yen
Provision for reserve for policyholder dividends	25,459 million yen
Balance at the end of the consolidated fiscal year under review	67,311 million yen

8. Unused credit balances in respect of loan commitments are as follows:

Total loan commitments	33,491 million yen
Loans carried out	12,687 million yen
Balance	20,803 million yen

9. Amount of securities loaned

The consolidated balance sheet amount of securities loaned under the contract of loans for consumption of securities was 1,311,244 million yen.

10. Subordinated bonds

Of the bonds, 90,000 million yen was subordinated bonds, which rank after other debts should the Company fall into receivership or be closed.

11. Subordinated borrowings

Of the debts categorized as other liabilities, 13,500 million yen was subordinated borrowings, which rank after other debts should the Company fall into receivership or be closed.

12. The method of land revaluation as stipulated in Article 3, Paragraph 3 of the Act Concerning Revaluation of Land

In pursuant to the Act Concerning Revaluation of Land (Law No. 34 promulgated on March 31, 1998), Taiyo Life Insurance Company revalued its land for business purposes. The amount related to the valuation difference between the previous and the revalued amount is tax effected and recognized as "deferred tax liabilities on land revaluation" within the liabilities section. The valuation difference excluding tax is recognized as "land revaluation" within the net assets section.

The method of land revaluation as stipulated in Article 3, Paragraph 3 of the Act Concerning Revaluation of Land

The amount is rationally calculated by using the land listed value as stipulated in Article 2, Item 1 of the Enforcement Regulations for the Act Concerning Revaluation of Land (Ordinance No. 119 promulgated on March 31, 1998), the standard price of the benchmark land as stipulated in its Item 2, and the appraisal by real estate appraisers as stipulated in its Item 5, among other data.

Date of revaluation	March 31, 2002

13. The amount of surplus on organizational change
The amount of surplus on organizational change as stipulated in Article 91 of the Insurance Business Act was 63,158 million yen for Taiyo Life Insurance Company and 10,836 million yen for Daido Life Insurance Company.

14. Stocks of affiliated companies and investments therein
Securities include the stock of affiliated companies worth 126,846 million yen and investments in partnerships worth 118,683 million yen.

15. Retirement benefits
Matters concerning employees' retirement benefit obligations are as follows:

(1) Summary of the retirement benefits plans adopted within the Group
The Company and its domestic consolidated subsidiaries have instituted defined benefit plans namely defined benefit corporate pension plan, retirement pension plan and retirement lump sum plan.
Meanwhile, some of the consolidated subsidiaries have instituted defined contribution plans namely defined contribution pension plans.
Also, certain consolidated subsidiaries have instituted retirement benefits trust.

(2) Defined benefit plan

(i) Reconciliation of beginning and ending balances of retirement benefit obligations

Beginning balance of retirement benefit obligations	131,240 million yen
Service cost	4,794 million yen
Interest cost	2,435 million yen
Actuarial gain/loss	(16,560) million yen
Payment of retirement benefits	(6,431) million yen
Other	27 million yen
Ending balance of retirement benefit obligations	115,505 million yen

Note: Retirement benefit cost for the company adopting a simplified method is included in "service cost."

(ii) Reconciliation of beginning and ending balances of pension assets

Beginning balance of pension assets	107,535 million yen
Expected return on assets	2,157 million yen
Actuarial gain/loss	(2,501) million yen
Contribution by the business operator	7,445 million yen
Payment of retirement benefits	(4,749) million yen
Ending balance of pension assets	109,886 million yen

(iii) Reconciliation of ending balance of retirement benefit obligations as well as pension assets, and liabilities for retirement benefits as well as assets for retirement benefits recorded in consolidated balance sheet

Retirement benefit obligations for funded plans	93,795 million yen
Pension assets	(109,886) million yen
[Retirement benefits trust of the above]	[(48,571) million yen]
	(16,091) million yen
Retirement benefits obligations for unfunded plans	21,709 million yen
Net amounts of liabilities and assets recorded in consolidated balance sheet	5,618 million yen
Net defined benefit liability	22,976 million yen
Net defined benefit asset	(17,357) million yen
Net amounts of liabilities and assets recorded in consolidated balance sheet	5,618 million yen

(iv) Retirement benefit cost and its breakdown

Service cost	4,794 million yen
Interest cost	2,435 million yen
Expected return on assets	(2,157) million yen
Amount of actuarial gain/loss treated as expenses	(14,058) million yen
Other	27 million yen
Retirement benefits cost for defined benefit plan	(8,958) million yen

Note: Retirement benefit cost for the company adopting a simplified method is included in "service cost."

(v) Matters concerning pension assets

a. Breakdown by main items of pension assets

Corporate bonds	58.1%
Life insurance general account	15.5%
Foreign securities	11.5%
Stocks	7.5%
Cash and deposits	3.4%
Joint investment assets	2.1%
Real estate	1.8%
Other	0.0%
Total	100.0%

Note: Total pension assets include retirement benefits trust that accounts for 44.2% of the total instituted for corporate pension plans.

b. Method for defining expected long-term rate of return on pension assets

In order to determine expected long-term rate of return on pension assets, the present as well as expected future allocation of pension assets, along with the present as well as expected long-term rate of return on various assets comprising pension assets are considered.

(vi) Matters concerning the basis for actuarial calculation

Discount rate	2.12%-3.40%
Expected long-term rate of return on assets	1.75%-2.75%

(3) Defined contribution plans

Amount of contribution required for defined contribution plans at consolidated subsidiaries is 287 million yen.

16. Notes to tax effect accounting

(1) Breakdown of deferred tax assets and deferred tax liabilities by major reason

Deferred tax assets

Reserve for price fluctuation	86,655 million yen
Policy reserves	69,221 million yen
Net defined benefit liability	23,132 million yen
Devaluation losses on securities	15,947 million yen
Net unrealized gains (losses) on securities	6,636 million yen
Others	38,265 million yen
Subtotal	239,858 million yen
Valuation allowance	(18,029) million yen
Total deferred tax assets	221,828 million yen

Deferred tax liabilities

Net unrealized gains (losses) on securities	(298,033) million yen
Others	(16,258) million yen
Total deferred tax liabilities	(314,292) million yen
Net deferred tax assets (liabilities)	(92,463) million yen

(2) Breakdown of major items that caused major differences between the statutory tax rate and the effective income tax rate after the application of tax effect accounting, when such discrepancies exist

The statutory tax rate for the consolidated fiscal year under review is 28.0%. Notes on the difference between the statutory tax rate and the effective income tax rate after the application of tax effect accounting have been omitted, as this difference is 5% or less of the statutory tax rate.

(3) Accounting for corporate and local income taxes or tax effect accounting related to these taxes

The Company and some of its consolidated domestic subsidiaries have applied the group tax sharing system under which the Company is the aggregate parent company. In accordance with the "Practical Solution on the Accounting and Disclosure Under the Group Tax Sharing System" (ASBJ PITF No. 42, August 12, 2021), the Company accounts for and discloses corporate and local income taxes or tax effect accounting related to these taxes.

17. The amount of assets pledged as collaterals and the amount of secured liabilities

The assets that are pledged as collaterals and the secured liabilities are as follows:

Assets pledged as collaterals:

Securities (government bonds)	1,457,585 million yen
Securities (foreign securities)	127,300 million yen
Cash collateral paid for financial instruments	4,542 million yen
Total	1,589,428 million yen

Of these collaterals, securities are pledged mainly as collaterals for exclusive accounts for Real Time Gross Settlement (RTGS) of government bonds, securities lending transactions secured by securities and the substitutes for future trades margin.

Secured liabilities:

Payables under securities lending transactions	731,104 million yen

18. Market value of financial assets held as collateral for which the Company has free disposal rights

Not applicable.

19. Matters concerning stock options

(1) Amount and account of expenses related to stock options

Not applicable.

(2) Details, size and status of stock options

(i) Details of stock options

	The Company new share subscription rights (1st series)
Title and number of grantees	Directors (excluding Outside Directors) and Executive Officers of the Company: 7 Directors (excluding Outside Directors) and Executive Officers of subsidiaries of the Company: 40
Number of stock options by class (Note)	Common stock: 449,600 shares
Grant date	July 31, 2012
Conditions for vesting	Stock options are vested on the grant date.
Requisite service period	Not applicable.
Exercise period	August 1, 2012 to July 31, 2042

Note: Presented in terms of the number of shares.

	The Company new share subscription rights (2nd series)
Title and number of grantees	Directors (excluding Outside Directors) and Executive Officers of the Company: 7 Directors (excluding Outside Directors) and Executive Officers of subsidiaries of the Company: 39
Number of stock options by class (Note)	Common stock: 235,500 shares
Grant date	August 1, 2013
Conditions for vesting	Stock options are vested on the grant date.
Requisite service period	Not applicable.
Exercise period	August 2, 2013 to August 1, 2043

Note: Presented in terms of the number of shares.

	The Company new share subscription rights (3rd series)
Title and number of grantees	Directors (excluding Outside Directors) and Executive Officers of the Company: 6 Directors (excluding Outside Directors) and Executive Officers of subsidiaries of the Company: 41
Number of stock options by class (Note)	Common stock: 231,300 shares
Grant date	August 1, 2014
Conditions for vesting	Stock options are vested on the grant date.
Requisite service period	Not applicable.
Exercise period	August 2, 2014 to August 1, 2044

Note: Presented in terms of the number of shares.

	The Company new share subscription rights (4th series)
Title and number of grantees	Directors (excluding Outside Directors) and Executive Officers of the Company: 15 Directors (excluding Outside Directors) and Executive Officers of subsidiaries of the Company: 43
Number of stock options by class (Note)	Common stock: 170,700 shares
Grant date	August 3, 2015
Conditions for vesting	Stock options are vested on the grant date.
Requisite service period	Not applicable.
Exercise period	August 4, 2015 to August 3, 2045

Note: Presented in terms of the number of shares.

	The Company new share subscription rights (5th series)
Title and number of grantees	Directors (excluding Outside Directors) and Executive Officers of the Company: 10 Directors (excluding Outside Directors) and Executive Officers of subsidiaries of the Company: 48
Number of stock options by class (Note)	Common stock: 379,800 shares
Grant date	August 1, 2016
Conditions for vesting	Stock options are vested on the grant date.
Requisite service period	Not applicable.
Exercise period	August 2, 2016 to August 1, 2046

Note: Presented in terms of the number of shares.

	The Company new share subscription rights (6th series)
Title and number of grantees	Directors (excluding Outside Directors) and Executive Officers of the Company: 10 Directors (excluding Outside Directors) and Executive Officers of subsidiaries of the Company: 47
Number of stock options by class (Note)	Common stock: 208,200 shares
Grant date	August 1, 2017
Conditions for vesting	Stock options are vested on the grant date.
Requisite service period	Not applicable.
Exercise period	August 2, 2017 to August 1, 2047

Note: Presented in terms of the number of shares.

(ii) Size and status of stock options

For stock options existed during the consolidated fiscal year under review, the number of stock options is presented in terms of the number of shares.

a. Number of stock options

	The Company new share subscription rights (1st series)	The Company new share subscription rights (2nd series)	The Company new share subscription rights (3rd series)
Before vesting			
At the end of previous fiscal year	-	-	-
Granted	-	-	-
Forfeited	-	-	-
Vested	-	-	-
Outstanding	-	-	-
After vesting			-
At the end of previous fiscal year	31,700 shares	21,400 shares	34,100 shares
Vested	-	-	-
Exercised	12,000 shares	6,900 shares	12,000 shares
Forfeited	-	-	-
Exercisable	19,700 shares	14,500 shares	22,100 shares

	The Company new share subscription rights (4th series)	The Company new share subscription rights (5th series)	The Company new share subscription rights (6th series)
Before vesting			
At the end of previous fiscal year	-	-	-
Granted	-	-	-
Forfeited	-	-	-
Vested	-	-	-
Outstanding	-	-	-
After vesting			
At the end of previous fiscal year	36,100 shares	79,800 shares	56,500 shares
Vested	-	-	-
Exercised	15,300 shares	29,500 shares	16,600 shares
Forfeited	-	-	-
Exercisable	20,800 shares	50,300 shares	39,900 shares

b. Unit price information

	The Company new share subscription rights (1st series)	The Company new share subscription rights (2nd series)	The Company new share subscription rights (3rd series)
Exercise price	1 yen	1 yen	1 yen
Average exercise price	3,179 yen	3,179 yen	3,179 yen
Fair value at grant date	685 yen	1,143 yen	1,153 yen

	The Company new share subscription rights (4th series)	The Company new share subscription rights (5th series)	The Company new share subscription rights (6th series)
Exercise price	1 yen	1 yen	1 yen
Average exercise price	3,178 yen	3,178 yen	3,178 yen
Fair value at grant date	1,708 yen	918 yen	1,485 yen

(3) Method to estimate number of stock options vested

Only the actual number of forfeited stock options is reflected because it is difficult to rationally estimate the actual number of stock options that will be forfeited in the future.

Notes to the Consolidated Statement of Operations

1. Net income per share

Net income per share in the consolidated fiscal year under review was 279.64 yen.

Note: The shares held by the Company remaining in the BIP and ESOP trust which are accounted for as treasury stock in shareholders' equity are included in the number of treasury stock deducted in calculating the average number of shares during the period.

As a result, the average number of treasury stock during the period deducted in calculating net income per share is 2,761,401 shares.

2. Matters concerning losses on sale, disposal and devaluation of fixed assets

Losses on sale, disposal and devaluation of fixed assets include a loss of 24,913 million yen related to loan claims of Taiyo Life Insurance Company (including expenses).

3. Matters concerning impairment loss

Matters concerning impairment loss of the fixed assets in the consolidated fiscal year under review are as follows.

(1) Method of asset grouping

All of the real estate used by the Three Life Insurance Companies for the purpose of insurance sales and related operations is classified as one asset group, while each property in the category of the real estate that is used for other purposes or underutilized is classified into individual asset group on its own.

Each party namely the Company and consolidated subsidiaries other than the Three Life Insurance Companies, has its own asset group each containing the real estate used by respective party for business purpose.

(2) Reason for the recognition of impairment loss

A part of asset groups saw declines in profitability due partly to a significant fall in market prices and stagnant rents, and as a result their book values were reduced to recoverable amounts where such reduced amounts are recorded as impairment loss under extraordinary losses.

(3) Asset groups that recognized impairment loss and the amount of such impairment loss by type of fixed assets

(Millions of yen)

Use	Location	Type		Total
		Land	Building etc.	
Underutilized real estate, etc.	3 properties in Kurume-shi, Fukuoka prefecture	156	65	222
Real estate for rent, etc.	5 properties in Kochi-shi, Kochi prefecture	334	568	903
Total	-	491	634	1,126

(4) Method of calculating recoverable amount

The net sales value and value in use are applied for recoverable amounts.

The net sales value is, in principle, calculated based on appraisal value based on the real estate appraisal standard less estimated cost of disposal. The value in use is calculated by discounting future cash flows at 5.20%.

Notes to the Consolidated Statement of Changes in Net Assets

1. Matters concerning class and number of issued shares, and class and number of treasury stock

	Number of shares at the beginning of the consolidated fiscal year under review (shares)	Increase in the consolidated fiscal year under review (shares)	Decrease in the consolidated fiscal year under review (shares)	Number of shares at the end of the consolidated fiscal year under review (shares)
Total number of shares issued: Common shares	544,000,000	-	56,000,000	488,000,000
Treasury stock: Common shares	31,906,171	32,478,888	56,250,888	8,134,171

Notes: 1. The decrease in the number of shares issued of common shares are due to the reasons as follows.
Retirement of treasury stock in accordance with the resolution at the Board of Directors' Meeting on February 13, 2026: 56,000,000 shares
2. The increase in the number of treasury stock issued of common shares are due to the reasons as follows.
Acquisition of treasury stock in accordance with the resolution at the Board of Directors' Meeting on March 31, 2025: 27,980,400 shares
Acquisition of treasury stock in accordance with the resolution at the Board of Directors' Meeting on May 15, 2024: 2,265,800 shares
Acquisition of treasury stock applicable to the provisions of Article 155, Item 8 of the Japanese Companies Act.: 2,211,219 shares
Purchase of fractional shares: 21,469 shares
3. The decrease in the number of treasury stock of common shares are due to the reasons as follows.
Retirement of treasury stocks in accordance with the resolution at the Board of Directors' Meeting on February 13, 2026: 56,000,000 shares
Exercise of stock options: 92,300 shares
Delivery due to the BIP trust: 101,200 shares
Sale due to the BIP trust: 50,900 shares
Delivery due to the ESOP trust: 6,009 shares
Sale due to the ESOP trust: 479 shares
4. The number of treasury stocks of common shares at the end of the consolidated fiscal year under review includes 1,151,800 shares (1,303,900 shares at the beginning of the consolidated fiscal year under review) of the Company held by the BIP and 1,556,843 shares (1,563,331 shares at the beginning of the consolidated fiscal year under review) of the Company held by the ESOP.

2. Matters concerning dividends
(1) Dividend payment

	Class of shares	Total dividends	Dividends per share	Record date	Effective date
Ordinary General Meeting of Shareholders on June 26, 2025	Common stock	20,598 million yen	40.0 yen	March 31, 2025	June 27, 2025
Board of Directors' Meeting on November 14, 2025	Common stock	30,839 million yen	62.0 yen	September 30, 2025	December 5, 2025

Notes: 1. The total dividends resolved at the Ordinary General Meeting of Shareholders held on June 26, 2025 include 52 million yen of dividends on treasury stock held by the BIP and 62 million yen of dividends on treasury stock held by the ESOP.
2. The total dividends resolved at the Board of Directors' Meeting held on November 14, 2025 include 72 million yen of dividends on treasury stock held by the BIP and 96 million yen of dividends on treasury stock held by the ESOP.

(2) Of the dividends whose record date is within the consolidated fiscal year under review, those whose effective date is within the following consolidated fiscal year

	Class of shares	Total dividends	Source of dividends	Dividends per share	Record date	Effective date
Ordinary General Meeting of Shareholders on June 25, 2026	Common stock	32,815 million yen	Retained earnings	68.0 yen	March 31, 2026	June 26, 2026

Notes: 1. This proposal is scheduled to be voted on June 25, 2026, at the Ordinary General Meeting of Shareholders for approval.
2. Total dividends include 78 million yen of dividends on treasury stock held by the BIP and 105 million yen of dividends on treasury stock held by the ESOP.

3. Matters concerning new share subscription rights

Category	Breakdown of new share subscription rights	Balance at the end of the consolidated fiscal year under review (Millions of yen)
The Company	New share subscription rights as stock options	196

Significant subsequent events

Not applicable.

The amounts listed in this financial statement are rounded down to the nearest displayed unit.

Non-consolidated Statement of Changes in Net Assets for Fiscal Year 2025

(from April 1, 2025 to March 31, 2026)

(Millions of yen)

	Stockholders' equity					
	Common stock	Capital surplus			Retained earnings	
		Additional paid-in capital	Other capital surplus	Total capital surplus	Other retained earnings Retained earnings brought forward	Total retained earnings
Balance as of April 1, 2025	207,111	89,420	238,054	327,474	334,778	334,778
Changes in the period						
Dividends from surplus					(51,437)	(51,437)
Net income					158,439	158,439
Acquisition of treasury stock						
Disposal of treasury stock			(116)	(116)		
Retirement of treasury stock			(163,929)	(163,929)		
Net changes of items other than stockholders' equity						
Total changes in the period	-	-	(164,046)	(164,046)	107,001	107,001
Balance as of March 31, 2026	207,111	89,420	74,008	163,428	441,780	441,780

(Millions of yen)

	Stockholders' equity		Valuation and translation adjustments		New share subscription rights	Total net assets
	Treasury stock	Total stockholders' equity	Net unrealized gains (losses) on securities	Total valuation and translation adjustments		
Balance as of April 1, 2025	(75,106)	794,258	0	0	304	794,563
Changes in the period						
Dividends from surplus		(51,437)				(51,437)
Net income		158,439				158,439
Acquisition of treasury stock	(113,073)	(113,073)				(113,073)
Disposal of treasury stock	509	393				393
Retirement of treasury stock	163,929	-				-
Net changes of items other than stockholders' equity			(0)	(0)	(107)	(107)
Total changes in the period	51,365	(5,678)	(0)	(0)	(107)	(5,786)
Balance as of March 31, 2026	(23,740)	788,579	(0)	(0)	196	788,776

Individual notes to non-consolidated financial statements

Notes to matters concerning important accounting policies

1. Appraisal standard and appraisal method for securities

Appraisal of subsidiary stocks and investments in capital is stated at cost determined by the moving average method.

In addition, securities with market value are valued by using the market value on the end of the fiscal year under review (valuation differences are reported as a component of shareholders' equity while cost of sales/disposal is valued by the moving average method).

2. Appraisal standard and appraisal method of derivative financial instruments

Derivative financial instruments are stated at market value.

3. Depreciation method for fixed assets

(1) Tangible fixed assets (excluding lease assets)

The Japanese declining balance method is adopted for tangible fixed assets (provided, however, that the straight-line method is adopted for buildings (excluding attached facilities) and for attached facilities acquired on or after April 1, 2016).

The service life ranges of major types of assets are as follows:

Buildings and attached facilities: 8 to 38 years

Equipment and furniture: 3 to 15 years

(2) Lease assets

With regard to the lease assets concerning finance lease transactions that do not involve transfer of ownership, the lease periods are considered their service life, and the straight-line method is used.

4. Treatment of deferred assets

Bond issuance expenses are treated in full at the time of incurrence.

5. Posting standard for reserves

(1) Reserve for bonus to directors and audit & supervisory board members

To provide for the payment of directors' and audit & supervisory board members' bonuses, the Company has posted an allowance for an estimated amount of bonus payment as of at the end of the current fiscal year.

(2) Provision for share-based remuneration

To provide for the grant of the Company's shares to directors and audit & supervisory board members, the estimated provision of share-based remuneration obligations is recorded based on the internal rules of the Company and the Group companies.

(3) Provision for retirement benefits

To provide for the payment of employees' retirement benefits, the Company has posted an allowance for an estimated amount of retirement benefits at the end of the current fiscal year.

The simplified method is applied to the calculation of retirement benefit obligations, using the amount required for voluntary retirement at the end of the fiscal year as the retirement benefit obligation.

6. Standards of conversion for foreign currency-denominated assets and liabilities into the Japanese currency

Foreign currency-denominated assets and liabilities (excluding subsidiary stocks) are translated into the Japanese yen at the spot exchange rates prevailing at the end of the fiscal year. Subsidiary stocks are translated into the Japanese yen using the exchange rates prevailing at the time of acquisition.

7. Accounting for hedge

(1) Hedge accounting method

The Company applies special treatment to interest swap agreements since they meet special treatment requirements.

(2) Hedging instruments and hedged assets

(hedging instrument)	(hedged assets)
Interest rate swap	Borrowings

(3) Hedging policy

Based on the resolution of the Board of Directors concerning the borrowings at variable rates, interest rate fluctuation risks of hedged assets are hedged within a certain scope.

(4) Evaluation of the effectiveness of hedging activities

Evaluation of hedging effectiveness is omitted since special treatment requirements for interest swap agreements are met.

8. Matters relating to revenue recognition

Breakdown of ordinary revenue in lieu of net sales is omitted because most of it consists of dividends received from affiliated companies outside the scope of application of the same accounting standard and revenue from contracts with customers is immaterial based on Paragraph 3 of the ASBJ Statement No. 29 (March 31, 2020) Accounting Standard for Revenue Recognition.

9. Additional information

(Transactions to deliver the Company's shares to employees, etc. through trust)

Notes on the Stock Compensation Plan for Officers and Stock Compensation Plan for Employees are omitted as the same information is stated in "Additional information" under "Individual notes to consolidated financial statements."

Notes to the Non-consolidated Balance Sheet

1. Monetary claims and liabilities toward affiliated companies

Short-term monetary claims	1,094 million yen
Short-term monetary liabilities	3,601 million yen
Long-term monetary claims	331,186 million yen
Long-term monetary liabilities	33,702 million yen

2. Accumulated depreciation of tangible fixed assets 283 million yen

Notes to the Non-consolidated Statement of Operations

Volume of transactions with affiliated companies	
Volume of transactions by operating transaction	
Operating income	169,118 million yen
Operating expenses	509 million yen
Volume of transactions other than operating transaction	
Non-operating expenses	173 million yen

Notes to the Non-consolidated Statement of Changes in Net Assets

Class and number of treasury stock shares at the end of the current fiscal year

Common stock 8,134,171 shares

Note: The number of treasury stocks of common shares at the end of the current fiscal year includes 1,151,800 shares of the Company held by the BIP and 1,556,843 shares of the Company held by the ESOP.

Notes to deferred tax accounting

1. Breakdown of deferred tax assets and deferred tax liabilities by major reason

(Deferred tax assets)

Losses on valuation of investment in subsidiaries	919 million yen
Share-based compensation expenses	158 million yen
Reserve for bonuses	91 million yen
Deemed dividends	1,064 million yen

Others	176 million yen
Subtotal of deferred tax assets	2,410 million yen
Valuation reserve	(2,073) million yen
Total of deferred tax assets	336 million yen
(Deferred tax liabilities)	
Others	(9) million yen
Total deferred tax liabilities	(9) million yen
Net deferred tax assets (liabilities)	327 million yen

2. Accounting for corporate and local income taxes or tax effect accounting related to these taxes

The Company has applied the group tax sharing system under which the Company is the aggregate parent company. In accordance with the "Practical Solution on the Accounting and Disclosure Under the Group Tax Sharing System" (ASBJ PITF No. 42, August 12, 2021), the Company accounts for and discloses corporate and local income taxes or tax effect accounting related to these taxes.

Notes to transactions with related parties

Subsidiaries and affiliated companies

Type	Name of company, etc.	Ratio of ownership of voting rights, etc.	Relationship with related parties	Description of transactions	Amounts of transactions (Millions of Yen)	Account title	Balance at end of the fiscal year (Millions of Yen)
Subsidiary	Taiyo Life Insurance Company	Direct ownership 100%	Major subsidiary engaged in the insurance business	-	-	Long-term loans receivable from subsidiaries (*1)	50,000
				Receipt of interest (*1)	599	Others	9
				Repayment of loans payable (*2)	6,400	Long-term borrowings from subsidiaries (*2)	16,850
				Payment of interests (*2)	86	Accounts payable	14
Subsidiary	Daido Life Insurance Company	Direct ownership 100%	Major subsidiary engaged in the insurance business	Repayment of loans payable (*2)	6,400	Long-term borrowings from subsidiaries (*2)	16,850
				Payment of interests (*2)	86	Accrued expenses	14
Subsidiary	T&D United Capital Co., Ltd.	Direct ownership 100%	Major subsidiary engaged in the investment business	Loans (*3)	129,400	Short-term loans receivable from subsidiaries (*3)	-
				Collection of loans (*3)	129,400	-	-
				Loans (*3)	133,000	Long-term loans receivable from subsidiaries (*3)	281,100
				Receipt of interests (*3)	2,534	Others	393

Terms and conditions for the transactions and the decision policy thereof

Notes:

*1 The interest rate on long-term loans receivable from subsidiaries, which is an unsecured loan with lump-sum repayment at maturity, is reasonably determined by taking into account market interest rate, etc. Additionally, the entire loan is a subordinated loan.

*2 The interest rate on long-term borrowings from subsidiaries, which is an unsecured loan with lump-sum repayment at maturity, is reasonably determined by taking into account market interest rate, etc.

*3 The interest rate on short-term loans receivable from subsidiaries and long-term loans receivable from subsidiaries, which is an unsecured loan with lump-sum repayment at maturity, is reasonably determined by taking into account market interest rate, etc. Additionally, the balance of long-term loans receivable from subsidiaries of 281.1 billion yen as of the fiscal year end includes a subordinated loan of 79.4 billion yen.

Notes on information per share

Net assets per share	1,643.33 yen
Net income per share	318.82 yen

Note: The shares held by the Company remaining in the BIP and ESOP which are accounted for as

treasury stock in shareholders' equity are included in the number of treasury stocks deducted from the total number of shares issued at the end of the fiscal year under review to calculate net assets per share, and also included in the number of treasury stock deducted from the average number of shares during the period to calculate net income per share.
As a result, the number of treasury stocks at the end of the fiscal year under review deducted in calculating net assets per share is 2,708,643 shares, and the average number of treasury shares during the period deducted in calculating net income per share is 2,761,401 shares.

Notes concerning important subsequent event
Not applicable.

The amounts listed in this financial statement are rounded down to the nearest displayed unit.