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(Securities Code: 7157) May 30, 2023 (Start Date of Electronic Provision Measures: May 26, 2023)

To Our Shareholders:

Ryosuke Mori President and Representative Director LIFENET INSURANCE COMPANY 2-14-2 Kojimachi, Kojimachi NK Building Chiyoda-Ku, Tokyo 102-0083

Notice of Convocation of the 17th Annual General Meeting of Shareholders to be held on June 25, 2023

LIFENET INSURANCE COMPANY (the "Company") hereby provides notice of the 17th Annual General Meeting of Shareholders (the "Meeting") as described below.

In convening the Meeting, information contained in the reference documents, etc. for the General Meeting of Shareholders (Electronic Provision Measures) is provided in an electronic format and is posted on the following websites. Please access either of the websites to review the information.

Company's IR website:

https://ir.lifenet-seimei.co.jp/en/stock/meeting.html

Please access the above website and refer to the "Notice of Convocation of the 17th Annual General Meeting of Shareholders".

Tokyo Stock Exchange website (Search for a listed company): https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show

Please access the above website and enter "Lifenet Insurance Company" in "Issue name (company name)" or our security code "7157" in "Code" and press "search". Then select "Documents for public inspection / PR information" and refer to the "Notice of General Shareholders Meeting / Informational Materials for a General Shareholders Meeting".

The Meeting proceedings will also be streamed for those who wish to listen online (Japanese Only).

Please review the attached documents and exercise your voting rights via the Internet or in writing no later than 5:30 p.m. (JST) on Friday, June 23, 2023. Trust management bank or other



nominal shareholders may use the electronic voting platform for institutional investors operated by ICJ, Inc. subject to prior request.

Description

 Date and time: Sunday, June 25, 2023 at 2:00 p.m., Japan Standard Time
 Place: Nikkei Conference Room, 6F Nikkei Building, 1-3-7 Otemachi, Chiyodaku, Tokyo, Japan

3. Objectives of the Meeting:

Matter to be reported

Reports on the Business Report and Non-consolidated Financial Statements for the 17th Accounting Period (from April 1, 2022 to March 31, 2023)

Matters to be resolved

Proposal 1: Partial Amendment to the Articles of Incorporation

- Proposal 2: Election of Six (6) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
- Proposal 3: Election of Four (4) Directors Who Are Audit and Supervisory Committee Members



REFERENCE MATERIAL FOR THE MEETING

Proposal 1: Partial Amendment to the Articles of Incorporation

1. Purpose of Amendment

With the enforcement of the "Act for Partially Amending the Industrial Competitiveness Enhancement Act and Other Related Acts" (Act No. 70 of 2021), listed companies are allowed to hold general meetings of shareholders without specifying a designated location (fully virtual general meeting of shareholders) under certain conditions by specifying the matter in the Articles of Incorporation.

The Company believes that fully virtual general meeting of shareholders will make it easy for many shareholders to attend the general meetings of shareholders regardless of where they reside and will further vitalize it. Expanding the options for holding the general meeting of shareholders will contribute to the benefit of shareholders in light of the progress in digitalization of the society as a whole. Therefore, the Company proposes to add Article 13, Paragraph 3 of the Articles of Incorporation so that fully virtual general meeting of shareholders can be held.

With regard to the submission of this proposal, the Company has received confirmation from the Minister of Economy, Trade and Industry and the Minister of Justice as of May 9, 2023 in accordance with an Ordinance of the Ministry of Economy, Trade and Industry and an Ordinance of the Ministry of Justice.

2. Details of Amendment

The details of the proposed amendment are as follows:

(Underlines denote amendment)



Current Articles of Incorporation	Proposed Amendment
CHAPTER III	CHAPTER III
GENERAL MEETING OF SHAREHOLDERS	GENERAL MEETING OF SHAREHOLDERS
Article 13 Convocation of General Meeting of	Article 13 Convocation of General Meeting of
Shareholders	Shareholders
13.1 An ordinary general meeting of	13.1 An ordinary general meeting of
shareholders of the Company shall be	shareholders of the Company shall be
convened within three (3) months from	convened within three (3) months from
the day immediately following the last	the day immediately following the last
day of each business year and an	day of each business year and an
extraordinary general meeting of	extraordinary general meeting of
shareholders shall be convened	shareholders shall be convened
whenever necessary.	whenever necessary.
13.2 Unless otherwise provided for by laws or	13.2 Unless otherwise provided for by laws or
regulations, the Representative Director	regulations, the Representative Director
previously determined by the Board of	previously determined by the Board of
Directors shall convene a general	Directors shall convene a general
meeting of shareholders. However, in the	meeting of shareholders. However, in the
case where the Representative Director	case where the Representative Director
is unable so to act, one of the other	is unable so to act, one of the other
Directors in the order previously	Directors in the order previously
determined by the Board of Directors	determined by the Board of Directors
shall convene a general meeting of	shall convene a general meeting of
shareholders.	shareholders.
(New)	13.3 The Company may hold the general
	meeting of shareholders as a fully virtual
	<u>general meeting of shareholders.</u>



Proposal 2: Election of Six (6) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

As the terms of all six (6) Directors (excluding Directors who are Audit and Supervisory Committee members; the same below in this proposal) will expire upon conclusion of the Meeting, the election of six (6) Directors is proposed.

The candidates for Director were nominated through a proposal by the discretionary Nomination and Compensation Committee, which consists of the independent Outside Directors and the Representative Director.

No.	Name				Current Position
1	Ryosuke Mori	Reelect			President and Representative Director
2	Yasuhiro Koba	Reelect			Director, Executive Vice President, Executive Officer of Business Development Department, Product Development Department, Creditor Insurance Business Department, and Investment Department
3	Ryosuke Kondo	Reelect			Director Executive Officer of Sales & Marketing Division and Data Science Promotion Office
4	Junpei Yokozawa	Reelect			Director Executive Officer of Customer Services Division and Information Systems Strategy Division
5	Jun Hasebe	Reelect	Outside	Independent	Outside Director
6	Takeshi Saito	Reelect	Outside		Outside Director

The candidates for Directors are as follows:



No. 1	Ryosuke Mori	(Date of birth: March 10, 1984 / Age 39 / Male) <u>Reelect</u>		
	Ryosuke MoriReelectReelectBrief career his in Lifenet and s April 2007 September 2012 May 2013 January 2016April 2007 September 2012 		story and positions and areas of responsibility significant concurrent positions outside Lifenet Joined Goldman Sachs Japan Co., Ltd. 2 Joined Lifenet Insurance Company Head of Corporate Planning Department Executive Officer, General Manager of Corporate Strategy Division Executive Officer, General Manager of Sales & Marketing Division Director, Executive Officer, General Manager of Sales & Marketing Division President and Representative Director (incumbent)	

Qualifications of Director Candidates

Ryosuke Mori has engaged in corporate planning and business management and contributed for sales performance growth since April 2017 as the head of the Sales and Marketing Division in the Company. He has pursued the Company's business strategies as Director, and has demonstrated strong leadership and contributed to greater business performance since June 2018 in his current position as President and Representative Director. We therefore deem Mr. Mori to be an appropriate choice for achieving sustained growth of the Company and propose his reelection as a Director.



No.		(Date of birth	n: April 9, 1979 / Age 44 / Male)
2	Yasuhiro Koba	<u>Reelect</u>	
		Brief career his	story and positions and areas of responsibility
		in Lifenet and s	significant concurrent positions outside Lifenet
		April 2002	Joined Ministry of Health, Labour and Welfare
			Joined Lifenet Insurance Company
V	0	October 2013	Head of Legal Department
	har !	June 2015	Executive Officer, Chief Compliance Officer
	-	January 2016	Executive Officer, General Manager of
			Corporate Administration Division,
			Chief Compliance Officer
		April 2017	Executive Officer, General Manager of
			Corporate Strategy Division
		June 2017	Director, Executive Officer,
			General Manager of Corporate Strategy Division
		July 2019	Director, Executive Officer,
			General Manager of Sales & Marketing Division
		May 2021	Director, LIFENET MIRAI Inc.
		June 2021	Director, Executive Vice President,
			General Manager of Sales & Marketing Division
		January 2022	Director, Executive Vice President,
			Executive Officer of Corporate Planning Department,
			Product Development, and Investment Department
		January 2023	Director, Executive Vice President,
			Executive Officer of Business Development Department,
			Product Development Department,
			Creditor Insurance Business Department, and
			Investment Department (incumbent)
	<number company="" of="" owned="" shares=""> 59,757</number>		

Qualifications of Director Candidates

Yasuhiro Koba has served as the officer in charge of legal affairs, risk management, personnel and general affairs, corporate planning and business management in the Company, and possesses knowledge and experience pertaining to life insurance business operations. He has led growth in performance as a General Manager of Sales & Marketing Division since July 2019 and contributed to expand the business base as a Director, Executive Vice President since June 2021. We therefore deem Mr. Koba to be an appropriate choice for achieving sustained growth of the Company and propose his reelection as a Director.



No.		(Date of birth: September 5, 1980 / Age 42 / Male) Reelect		
3	Ryosuke Kondo			
		Brief career history and positions and areas of responsib in Lifenet and significant concurrent positions outside Life		
		April 2003	Joined PIONEER CORPORATION	
		October 2009	Joined JAPAN POST INSURANCE Co., Ltd.	
	00	March 2012	Joined Lifenet Insurance Company	
	AN B	January 2016	Head of Corporate Planning Department,	
	(A)	-	Corporate Strategy Division	
		April 2017	Head of Sales Planning Department,	
			Sales & Marketing Division	
		June 2018	Executive Officer,	
			General Manager of Sales & Marketing Divisior	
		July 2019	Executive Officer of	
			Corporate Planning Department,	
			Product Development Department, and	
			Investment Department	
		June 2021	Director, Executive Officer of	
			Corporate Planning Department,	
			Product Development Department, and	
			Investment Department	
		January 2022	Director, Executive Officer,	
			General Manager of Sales & Marketing Divisior	
		June 2022	Director, LIFENET MIRAI Inc. (incumbent)	
		June 2022	Director, Executive Officer of Sales & Marketing	
			Division and Data Science Promotion Office	
		Alumahan -f O	(incumbent)	
r		< To reamure	ompany Shares Owned> 22,082	

Qualifications of Director Candidates

Ryosuke Kondo has experience of work in business management, investor relations (IR), and has served as the Head of the Corporate Planning Department and General Manager of Sales & Marketing Division in the Company. He possesses knowledge and experience pertaining to life insurance business operations. He has led growth in performance as a Director since June 2021. We therefore deem Mr. Kondo to be an appropriate choice for achieving sustained growth of the Company and propose his reelection as a Director.



Junpei Yokozawa	Reelect Brief career hi in Lifenet and April 2003	story and positions and areas of responsibility significant concurrent positions outside Lifenet
	April 2003	
		Joined NTT DATA Net's CORPORATION
		(currently NTT DATA Financial Technology
a a		Corporation)
A. P	May 2008	Joined Lifenet Insurance Company
E I	April 2018	Head of KDDI Business Department,
		Sales & Marketing Division
	July 2020	Head of Operations Planning Department,
		Customer Services Division
1/1/2/25	April 2021	Executive Officer, General Manager of
ANNES		Information Systems Strategy Division
	June 2021	Director, Executive Officer of
		Customer Services Division and
		Information Systems Strategy Division
		(incumbent)
	<number c<="" of="" td=""><td>ompany Shares Owned> 39,727</td></number>	ompany Shares Owned> 39,727
	cations of Director Candida	April 2018 July 2020 April 2021 June 2021

Junpei Yokozawa has experience of work in system development and the promotion of a business alliance with KDDI CORPORATION and has served as the Head of the KDDI Business Department and the Head of the Operations Planning Department in the Company. He possesses knowledge and experience pertaining to life insurance business operations. He has promoted the improvement of customer services and the information systems strategy as Director since June 2021. We therefore deem Mr. Yokozawa to be an appropriate choice for achieving sustained growth of the Company and propose his reelection as a Director.



No. 5	Jun Hasebe	,	n: November 9, 1965 / Age 57 / Male) <u>utside</u> <u>Independent</u>	
			story and positions and areas of responsibility significant concurrent positions outside Lifenet	
		April 1990	Joined Daiwa Securities Co. Ltd.	
		July 2010	Director, COLOPL, Inc.	
	00	January 2019	Outside Director, Speee, Inc. (incumbent)	
	100	April 2020	Representative Director and President,	
	and the second s		Tokyo Relations Inc. (incumbent)	
		November 202	0 Outside Director, toridori Inc. (incumbent)	
(Aller		June 2022	Outside Director, Lifenet Insurance Company	
			(incumbent)	
		<number c<="" of="" td=""><td>ompany Shares Owned> None</td></number>	ompany Shares Owned> None	
Qual	Qualifications and expected roles of Quitside Director Candidates			

Qualifications and expected roles of Outside Director Candidates

Jun Hasebe has extensive experiences in finance services and possesses broad business knowledge that includes experiences as a senior executive of Internet services and a technology area. Accordingly, we expect that he will use this knowledge to provide supervision and advice on the execution of duties by the Directors from the perspective of formulating management and financial strategy. We also expect that he will take part in and supervise the nomination of candidates to be officers in the Company and the determination of officers' compensation from an objective and neutral standpoint. We therefore propose his reelection as an Outside Director.



No.		(Date of birth: September 19, 1966 / Age 56 / Male)		
6	Takeshi Saito	Reelect O	utside	
		Brief career history and positions and areas of responsibility in Lifenet and significant concurrent positions outside Lifene		
		March 1989	Joined DDI Corporation (currently KDDI CORPORATION)	
		April 2014	General Manager, Consumer Business Management Department, Consumer Business Strategy Division	
		April 2019	General Manager, Finance Analysis & Planning Department, Corporate Management Division	
		April 2021	Managing Executive Officer, au Financial Holdings Corporation	
		April 2021	Director, au Financial Service Corporation	
		April 2021	Director, au Payment Corporation	
		June 2021	Outside Director, Lifenet Insurance Company (incumbent)	
		June 2022	Director, au Jibun Bank Corporation	
		June 2022	Managing Director and Chief Financial Officer, au Financial Holdings Corporation	
		April 2023	Senior Managing Director and Chief Financial Officer, au Financial Holdings Corporation (incumbent)	
		<number c<="" of="" td=""><td>Company Shares Owned> None</td></number>	Company Shares Owned> None	

Qualifications and expected roles of Outside Director Candidates

Takeshi Saito has a wealth of knowledge about consumer business and business management at KDDI CORPORATION. Accordingly, we expect that he will use this knowledge to provide supervision and advice on the execution of duties by the Directors from his professional perspective. We therefore propose his reelection as an Outside Director.

(Notes)

- 1) There are no special interests between the Company and each of the candidates.
- 2) Jun Hasebe and Takeshi Saito are candidates for Outside Directors of the Company under Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act. The matters of note regarding candidates for Outside Directors are as follows:
 - (1) Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Jun Hasebe and Takeshi Saito to limit their liability stipulated in Article 423, Paragraph 1 of the same Act. The liability in such instances shall be limited to the minimum amount stipulated in Article 425, Paragraph 1 of the same Act. If Jun Hasebe and Takeshi Saito are reelected, the Company intends to enter into the same agreement with each directors.
 - (2) Takeshi Saito has been a person executing business at KDDI CORPORATION over the past 10 years. KDDI CORPORATION is an important business partner of the Company.
 - (3) Jun Hasebe and Takeshi Saito are incumbent Outside Directors of the Company. Jun Hasebe will have served as Outside Director for one year and Takeshi Saito will have served as Outside Director for two years as of the conclusion of the Meeting.
 - (4) The Company has notified of Jun Hasebe as independent officer under the regulations of the Tokyo Stock Exchange. In the event that he is reelected, the Company will notify Jun Hasebe as independent officer.



- 3) The Company has not entered into a contract of indemnity with any of the candidates for Director.
- 4) The Company has entered into a directors and officers' liability insurance agreement with an insurance company. This insurance contract covers compensation for damages, legal costs and costs to respond to public inquiries incurred due to claims for compensation for damages caused by acts performed by the insured parties, including the Directors of the Company, based on their positions. If the candidates are elected as Directors and assume their positions, they will become insured parties of this insurance contract. In addition, the Company plans to renew the insurance contract with the same content at the time of its next renewal.

Audit and Supervisory Committee Opinion

The Audit and Supervisory Committee has reviewed the contents and process for the election of candidates for Directors (excluding Directors who are Audit and Supervisory Committee members). The Committee considered the contents of the Nomination and Dismissal Policy of Officers and the status of deliberations on the application of the Policy to each candidate by the Nomination and Compensation Committee and has concluded contents and deliberations are appropriate. In addition, the Audit and Supervisory Committee has not recognized any problem in the process for determination of compensation, etc. of Directors (excluding Directors who are Audit and Supervisory Committee members) and has concluded contents are also appropriate.



Proposal 3: Election of Four (4) Directors Who Are Audit and Supervisory Committee Members

As the terms of all three (3) Directors who are Audit and Supervisory Committee members will expire upon conclusion of the Meeting, the election of four (4) Directors is proposed, with one (1) additional member to further strengthen and enhance the audit system.

We have obtained the consent of the Audit and Supervisory Committee for this proposal.

The candidates for Directors who are Audit and Supervisory Committee members are as follows:

No.	Name				Current Position
1	Takahiro Yamasaki	Reelect			Director (Full-Time Audit and Supervisory Committee Member)
2	Keiko Hayashi	Reelect	Outside	Independent	Outside Director (Audit and Supervisory Committee Member)
3	Tomoyuki Yamashita	Reelect	Outside	Independent	Outside Director (Audit and Supervisory Committee Member)
4	Emima Abe	Newly elect	Outside	Independent	-



No.	
1	Takahiro Yamasaki

(Date of birth: December 23, 1957 / Age 65 / Male) Reelect



<u></u>			
Brief career history and positions and areas of responsibility in Lifenet and significant concurrent positions outside Lifenet			
April 1981	Joined Nippon Life Insurance Company		
March 2004	General Manager of		
	International Business Department		
March 2005	President of NLI International Inc.		
	(currently Nippon Life Insurance Company of America)		
December 2007	7 General Manager of		
	Securities Administration Department		
June 2009	Full-time Corporate Auditor,		
	Nippon Venture Capital Co., Ltd.		
June 2013	Director, General Manager of		
	Planning & Investment Management Department		
June 2015	Joined Lifenet Insurance Company,		
	Executive Officer, Head of Claims Department		
January 2016	Executive Officer, General Manager of		
	Customer Services Division		
June 2018	Assistant General Manager of		
	Customer Services Division		
February 2019	Assistant General Manager of		
	Corporate Strategy Division		
June 2019	Full-time Corporate Auditor		
May 2021	Corporate Auditor, LIFENET MIRAI Inc.		
	(incumbent)		
June 2021	Director (Full-Time Audit and Supervisory		
	Committee Member) (incumbent)		
<number company="" of="" owned="" shares=""> 6,200</number>			

Qualifications of Director Candidates who is an Audit and Supervisory Committee Member

Takahiro Yamasaki has a high degree of expertise based on his experience as a full-time corporate auditor in an investment company. In addition, he has held important posts in another insurance company and the Company. He has served as a full-time Corporate Auditor in the Company since June 2019 and as a Director who is an Audit and Supervisory Committee member since June 2021. Accordingly, he has the business knowledge and experience to be able to accurately, fairly and efficiently audit the execution of duties in a life insurance company. We therefore propose his reelection as a Director who is an Audit and Supervisory Committee member.



•		(Date of birth	n: August 11, 1960 / Age 62 / Female)
	Keiko Hayashi	<u>Reelect</u> Ou	<u>itside</u> Independent
		Brief career his	story and positions and areas of responsibility significant concurrent positions outside Lifenet
		April 1986	Joined Tokyo Regional Taxation Bureau
1		October 1990	Joined Tohmatsu & Co. (currently Deloitte
			Touche Tohmatsu LLC)
		March 1994	Registered as C.P.A.
		July 2006	Partner, Tohmatsu & Co. (currently Deloitte
		_	Touche Tohmatsu LLC)
		October 2013	Group D&I Owners D&I Partner, Deloitte
			Tohmatsu Group
-		July 2016	Executive Board Member, The Japanese
			Institute of Certified Public Accountants
			3 President, Tohmatsu Challenged Co., Ltd.
		June 2020	Outside Director, Lifenet Insurance Company
		June 2020	Outside Director (Audit and Supervisory
			Committee Member), MEIDENSHA
			CORPORATION (incumbent)
		February 2021	Outside Corporate Auditor, NIPPON FILCON
			CO., LTD.
		March 2021	Supervisory director, Nippon Building Fund Inc.
			(incumbent)
		June 2021	Outside Director (Audit and Supervisory
			Committee Member), Lifenet Insurance
			Company (incumbent)
		April 2023	Professor, Faculty of Commerce Graduate
			School of Accountancy, Waseda University
			(incumbent)

No.

2

<Number of Company Shares Owned> 1,500

Qualifications and expected roles of Outside Director Candidates who is an Audit and Supervisory Committee Member

Keiko Hayashi has experience as a corporate executive manager, a high level of expertise in accounting and financial affairs as a certified public accountant, and extensive experience and knowledge on venture support and Diversity & Inclusion. Accordingly, we expect that she will continue to reflect this knowledge into audits of the Company and the activities of the Board of Directors to further strengthen our auditing and supervision functions. We also expect that she will take part in and supervise the nomination of candidates to be officers in the Company and the determination of officer's compensation from an objective and neutral standpoint. We therefore propose her reelection as an Outside Director who is an Audit and Supervisory Committee member.



No. Tomoyuki 3 Yamashita



(Date of birth: September 14, 1975 / Age 47 / Male) <u>Reelect</u> <u>Outside</u> <u>Independent</u>

Brief career history and positions and areas of responsibility in Lifenet and significant concurrent positions outside Lifenet			
April 1998	Joined The Bank of Tokyo-Mitsubishi, Ltd.		
	(currently MUFG Bank, Ltd.)		
February 2000	Joined Towers Perrin		
	(currently Willis Towers Watson)		
June 2004	Joined Goldman Sachs Japan Co., Ltd.		
January 2010	Vice President, Investment Banking Division,		
	Advisory Group		
March 2012	Joined McLagan Partners Asia Incorporated		
	(currently Aon Solutions Japan Ltd.)		
April 2015	Head of Japan,		
	McLagan Partners Asia Incorporated		
January 2017	Head of Japan, McLagan at Aon Hewitt Japan		
	(currently Aon Solutions Japan Ltd.)		
July 2019	Representative Director and President		
	(incumbent)		
June 2021	Outside Director (Audit and Supervisory		
	Committee Member), Lifenet Insurance		
	Company (incumbent)		
<number company="" of="" owned="" shares=""> 6,700</number>			
alea of Outside Director Condidates who is an Audit and			

Qualifications and expected roles of Outside Director Candidates who is an Audit and Supervisory Committee Member

Tomoyuki Yamashita has experience as a corporate executive manager and a wealth of experience and extensive knowledge of finance. Accordingly, we expect that he will use that knowledge to provide supervision and advice on the execution of duties by the Directors in relation to the strengthening of governance and the formulation of management strategies in particular. We also expect that he will take part in and supervise the nomination of candidates to be officers in the Company and the determination of officer's compensation from an objective and neutral standpoint. We therefore propose his reelection as an Outside Director who is an Audit and Supervisory Committee member.



No.		(Date of birth: December 31, 1979 / Age 43 / Female)		
4	Emima Abe	Newly elect	<u> Outside Independent</u>	
		Brief career histo in Lifenet and sig April 2002 December 2013 January 2014 November 2015 August 2016 December 2018 March 2022	ory and positions and areas of responsibility gnificant concurrent positions outside Lifenet Joined Beacon Communications K.K. Registered as an attorney Joined BOOKSCAN Co., Ltd. Joined COLOPL, Inc. Joined Max General Law Firm (currently Miyamasuzaka the Firm Law & Accounting Office) (incumbent)	
Qual	ifications and expected ro		irector Candidates who is an Audit and	

Qualifications and expected roles of Outside Director Candidates who is an Audit and Supervisory Committee Member

Emima Abe has experience as an attorney and a wealth of experience and extensive knowledge of legal and governance. Accordingly, we expect that she will use that knowledge to provide supervision and advice on the execution of duties by the Directors in relation to the strengthening of governance in particular. We also expect that she will take part in and supervise the nomination of candidates to be officers in the Company and the determination of officer's compensation from an objective and neutral standpoint. We therefore propose her election as a new Outside Director who is an Audit and Supervisory Committee member. While she has not been involved in corporate management in the past, except as an Outside Officer, we have concluded that she will be able to perform her duties appropriately as an Outside Director for the reasons mentioned above.

(Notes)

- 1) There are no special interests between the Company and each of the candidates.
- 2) Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Takahiro Yamasaki, Keiko Hayashi and Tomoyuki Yamashita to limit their liability stipulated in Article 423, Paragraph 1 of the same Act. The liability in such instances shall be limited to the minimum amount stipulated in Article 425, Paragraph 1 of the same Act. If Takahiro Yamasaki, Keiko Hayashi and Tomoyuki Yamashita are reelected, the Company intends to enter into the same agreement with each directors. If Emima Abe is elected, the Company intends to enter into the same agreement with her.
- 3) Keiko Hayashi, Tomoyuki Yamashita and Emima Abe are candidates for Outside Directors of the Company under Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act. The matters of note regarding candidates for Outside Directors are as follows:
 - (1) Keiko Hayashi and Tomoyuki Yamashita are incumbent Outside Directors Who are an Audit and Supervisory Committee Member of the Company. Keiko Hayashi and Tomoyuki Yamashita will have served as Outside Directors Who are an Audit and Supervisory Committee Member for two years as of the conclusion of the Meeting. Keiko Hayashi held the position of an Outside Director from June 2020 to June 2021, and her cumulative years in the Company is three years.
 - (2) The Company has notified of Keiko Hayashi and Tomoyuki Yamashita as independent officers under the regulations of the Tokyo Stock Exchange. In the event that they are reelected, the Company will notify Keiko Hayashi and Tomoyuki Yamashita as independent officer. If the election of Emima Abe is approved, the Company will notify



Emima Abe as an independent officer because she satisfies the requirements for independent officer under the regulations of the Tokyo Stock Exchange.

- 4) The Company has not entered into a contract of indemnity with any of the candidates for Director.
- 5) The Company has entered into a directors and officers' liability insurance contract with an insurance company. This insurance contract covers compensation for damages, legal costs and costs to respond to public inquiries incurred due to claims for compensation for damages caused by acts performed by the insured parties, including the Directors of the Company, based on their positions. If the candidates are elected as Directors and assume their posts, they will become insured parties of this insurance contract. In addition, we plan to renew this insurance contract with the same kind of content at the time of its next renewal.



(Reference) Skills Matrix of Directors

The composition of the Board of Directors and the knowledge, experience and abilities of the Directors if Proposal 2 and Proposal 3 are approved as proposed at the Meeting will be as follows:

		Knowledge, Experience and Abilities of the Directors					
Name	Position	Corporate Management and Sustainability	Law and Governance	Financial services	Accounting and Finance	Technology	Marketing and Sales
Ryosuke Mori	President and Representative Director	0	0	\bigcirc	0		\bigcirc
Yasuhiro Koba	Director Executive Vice President	0	0	\bigcirc	0		0
Ryosuke Kondo	Director		\bigcirc	\bigcirc	0		\bigcirc
Junpei Yokozawa	Director			\bigcirc		0	
Jun Hasebe	Outside Director	0		\bigcirc	0	\bigcirc	
Takeshi Saito	Outside Director		\bigcirc		\bigcirc	0	\bigcirc
Takahiro Yamasaki	Director (Full-Time Audit and Supervisory Committee Member)	0	0	\bigcirc	0		
Keiko Hayashi	Outside Director (Audit and Supervisory Committee Member)	0	0	\bigcirc	0		
Tomoyuki Yamashita	Outside Director (Audit and Supervisory Committee Member)	0	0	0	0		0
Emima Abe	Outside Director (Audit and Supervisory Committee Member)	0	0				

Notes:

 We plan to determine the Directors with titles at a meeting of the Board of Directors after the conclusion of the Meeting. We plan to determine the Full-Time Audit and Supervisory Committee Member at a meeting of the Audit and Supervisory Committee after the conclusion of the Meeting.

2. The above table does not represent all the knowledge, experience and abilities of the Directors.



(Reference) Nomination and Dismissal Policy of Officers

We have established a discretionary Nomination and Compensation Committee to strengthen the independence, objectivity and accountability of the functions of the Board of Directors concerning the nomination, dismissal, and compensation of officers. The Nomination and Compensation Committee consists of 3 Independent Outside Directors and President and Representative Director. The Board of Directors enacts the nomination and dismissal policy of officers upon deliberations by the Nomination and Compensation Committee. The nomination and dismissal policy is below.

- 1. Nomination Policy of Candidates for Directors Who Are Not Audit and Supervisory Committee Members
 - (1) With regard to candidates for Internal Directors Who Are Not Audit and Supervisory Committee Members, following the deliberations at the Nomination and Compensation Committee, the Board of Directors shall nominate the candidates who satisfy the following particulars in principle.
 - Individuals with knowledge and experience to carry out business management in appropriate, fair and efficient manner.
 - Individuals who have sufficient social credibility.

(2) With regard to candidates for Outside Directors Who Are Not Audit and Supervisory Committee Members, following the deliberations at the Nomination and Compensation Committee, the Board of Directors shall nominate the candidates who satisfy the following particulars in principle.

- Individuals with high level of expertise and rich experience in fields such as corporate management, laws and governance, financial services, financial accounting and finance, technology, and marketing and sales, and have made adequate accomplishments in those fields.
- Individuals capable of providing advice on management policies and management improvement from the perspective of promoting sustainable growth of the Company and enhancing corporate value for the mid- to longterm.
- With regard to "Independent Outside Directors," individuals without any risk of conflict of interest with general shareholders. In this case, the existence of the risk of conflict of interest with general shareholders shall be judged in accordance with "3. Independence Criteria for Independent Outside Officers" and the independence criteria of the Tokyo Stock Exchange.
- 2. Nomination Policy of Candidates for Directors Who Are Audit and Supervisory Committee

With regard to candidates for Directors Who Are Audit and Supervisory Committee Members, following the deliberations at the Nomination and Compensation Committee, the Board of Directors shall nominate candidates who fulfill the following particulars in principle upon obtaining the consent of the Audit and Supervisory Committee.

- Individuals who can objectively, appropriately, fairly and efficiently audit and supervise the execution of duties by Directors based on a high level of expertise and rich experience in fields such as corporate management, laws and governance, financial services, financial accounting and finance, technology, and marketing and sales.
- Individuals who have sufficient social credibility.
- With regard to "Independent Outside Directors," individuals without any risk of conflict of interest with general shareholders. In this case, the existence of the



risk of conflict of interest with general shareholders shall be judged in accordance with "3. Independence Criteria for Independent Outside Officers" and the independence criteria of the Tokyo Stock Exchange.

3. Independence Criteria for Independent Outside Officers

The Company deems that any Outside Directors or candidates for Outside Directors that fall under any of the following items do not possess independence from the Company as Independent Outside Directors.

(1) Persons executing business in the Company or subsidiaries of the Company;

- (2) Persons whose major business partner is the Company (an entity for which the amount of annual transactions with the Company in the most recent fiscal year is 2% or more of its consolidated sales) or executes business at said company;
- (3) Major business partner of the Company (a business partner for which the amount of annual transactions with the Company in the most recent fiscal year is 2% or more of the sales of the Company) or executes business at said company;
- (4) Persons executing business in a company where any person executing in the Company serves as officer;
- (5) Major shareholder of the Company holding either directly or indirectly 10% or more of total number of the voting rights of the Company or persons who execute business at said company;
- (6) Persons providing professional services such as consultants or professionals in accounting or law who receives from the Company a large amount of money (an amount of 10 million yen or more for individuals or an amount that is 2% or more of total income for corporations, associations and other groups in the most recent fiscal year) or other property other than officer compensation;
- (7) Persons who have fallen under (1) above during any period in the past ten years;
- (8) Persons who have fallen under any of (2) to (7) above during any period in the past three years; or
- (9) Close relatives of persons who fall under any of (1) to (8) above (excluding those deemed not important).
- 4. Dismissal Criteria for Directors

If there is a fact concerning a Director that may meet the Dismissal Criteria given below, following the deliberations at the Nomination and Compensation Committee, the Board of Directors shall decide to propose a dismissal of the subject Director for approval at the General Meeting of Shareholders upon obtaining the consent of the Audit and Supervisory Committee if the subject Director is an Audit and Supervisory Committee Member.

(Dismissal Criteria)

- (1) If a Director acts against public policy;
- (2) If a Director cannot continue to perform the Director's duties for health reasons;
- (3) If a Director is neglecting its duties and deemed to be failing to fulfill its duties.



(Reference) Overview of the evaluation of the effectiveness of the Board of Directors

We have been evaluating the effectiveness of the Board of Directors through a selfevaluation once a year in principle since fiscal 2016 to ensure the effectiveness and suitability of the Board of Directors. The Board of Directors receives a report of the results and deliberates on it. Then it formulates an improvement plan to make its functions more enhanced. We also evaluate all aspects of the governance system, in addition to the Board of Directors, including the Audit and Supervisory Committee, the discretionary Nomination and Compensation Committee, and the meetings for outside officers.

A summary of the fiscal 2022 evaluation of the effectiveness of the Board of Directors is as follows:

Evaluation Process

The Board of Directors Secretariat distributed a questionnaire to all Directors and obtained their answers for the evaluation of the effectiveness of the Board of Directors. In addition, it individually interviewed all the Directors based on the results of their answers in the questionnaire.

·Evaluation Items

The overall evaluation of the Board of Directors, the composition of the Board of Directors, the operation of the Board of Directors, the quality of discussions by the Board of Directors, communication among officers, information provision and training, engagement with investors and shareholders, Future of the Board of Directors (transition to Monitoring Board), management of the Audit and Supervisory Committee, the discretionary Nomination and Compensation Committee, and the meetings for outside officers.

Questionnaire Respondents

All Directors (nine directors)

Schedule

Mar. 2023:Distributed questionnaire on the effectiveness of the Board of DirectorsMar. - Apr. 2023:Conducted individual interviewsMay 2023:Made report for the Board of Directors and formulated improvement plan

·Results and Issues

As for the overall evaluation of the Board of Directors, while dealing with a wide range of subjects in a limited amount of time, we were able to continuously improve our operations and focus our discussion on important subjects such as the mid-term business plan and sustainability. At the same time, it was point out that the discussions by the Board of Directors should also be conducted from a medium- to long-term perspective. Therefore, we are working to improve the quality and quantity of discussions.

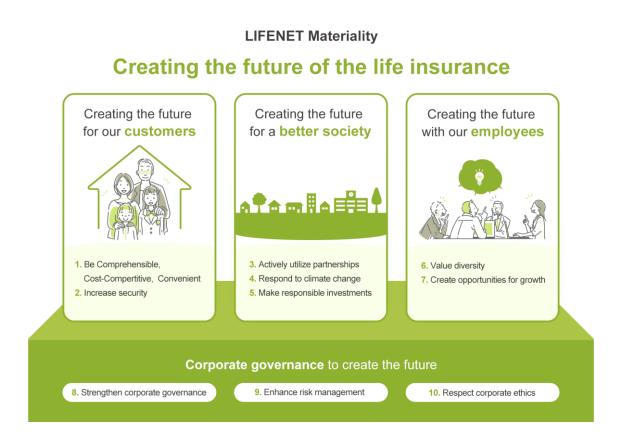
With regard to the composition of the Board of Directors, there were opinions regarding the revision of the number of Directors, the Independent Outside Directors becoming the majority over the medium term in order to further strengthen supervisory functions and ensure diversity, and the increase the ratio of female Directors.

In terms of provision of information and training, we held a corporate governance training course with an external lecturer on timely topics in fiscal 2022 as well, and it was a valuable opportunity. Regarding the operation of the meetings for outside officers, we were able to provide an opportunity for Outside Directors to express their opinions on agenda set by Outside Directors themselves. However, it was pointed out that discussions among Outside Directors should become more active, so we will continue to review the operation of the meetings for outside officers.



(Reference) LIFENET Materiality

We have identified ten materialities (priority issues) that should be addressed over the long term with the aim of achieving a sustainable society and improving corporate value. Under the theme of "Creating the future of the life insurance," we will promote initiatives for our stakeholders, including "customers," "society" and "employees," as we continue to enhance "corporate governance," which is the foundation of our management.



For more information, please visit the Sustainability page on our Investor Relations website. https://ir.lifenet-seimei.co.jp/en/sustainability/materiality.html



BUSINESS REPORT

1. Business results

Condition of policies-in-force

Annualized premium^{*1} of new business for fiscal 2022 was 3,919 million yen (95.9% of fiscal 2021). The number of new business for fiscal 2022 was 98,532 (97.9% of fiscal 2021).

Annualized premium of policies-in-force as of the end of March 31, 2023 stands at 24,033 million yen (111.7% of March 31, 2022). Sum insured of policies-in-force was 3,633,704 million yen (108.4% of March 31, 2022). The number of policies-in-force resulted in a total of 568,674 (112.1% of March 31, 2022). The number of policyholders was 360,364. Surrender and lapse ratio^{*2} for fiscal 2022 was 6.5% (6.6% for fiscal 2021).

*1: Annualized premium is the amount of money equivalent to what is to be paid to have the insurance coverage for one year. All payments for Lifenet products are in monthly installments, we calculate annualized premium as multiplying the monthly premium by 12 months.

*2: The surrender and lapse ratio is the annual equivalent of the monthly number of policies surrendered and/or lapsed divided by the monthly average number of policies-in-force.

Results of operations

Insurance premiums and other for fiscal 2022 increased to 29,207 million yen (114.9% of fiscal 2021) due to an increase in premium income by growth of in-force business, and effect from modified co-insurance. Investment income was 977 million yen (146.9% of fiscal 2021) mainly due to an increase in gain on money held in trust and gain on sales of securities. Other ordinary income was 83 million yen. As a result, ordinary income for fiscal 2022 amounted to 30,268 million yen (115.7% of fiscal 2021).

Insurance claims and other was 12,445 million yen (143.6% of fiscal 2021) mainly due to an increase in insurance benefits related to COVID-19 and reinsurance commission from modified co-insurance. The ratio of insurance payment amounts to insurance premiums was 27.4% for fiscal 2022, compared with 20.7% for fiscal 2021. In addition, payment of insurance claims and benefits related to COVID-19 was 1,378 million yen for fiscal 2022. Provision for policy reserves and other came to 7,453 million yen (108.0% of fiscal 2021). The ratio of provision for policy reserves to insurance premiums was 31.5% for fiscal 2022, compared with 34.1% for fiscal 2021. Investment expenses was 185 million yen mainly due to the recording of loss on sale of securities. Operating expenses amounted to 13,463 million yen (110.9% of fiscal 2021) mainly due to the investment in our marketing spend including advertising. The components of operating expenses were 8,672 million yen in marketing expenses (105.0% of fiscal 2021), 1,506 million yen in customer service expenses (117.9% of fiscal 2021), and 3,284 million yen in system and other expenses (126.4% of fiscal 2021). Other ordinary expenses was 1,669 million yen (98.6% of fiscal 2021). Consequently, ordinary expenses for fiscal 2022 totaled 35,217 million yen (119.7% of fiscal 2021).

As a result, ordinary profit totaled 4,949 million yen loss for fiscal 2022, compared with 3,245 million yen loss for fiscal 2021. Net income was 5,164 million yen loss, compared with 3,319 million yen loss for fiscal 2021.



In addition, fundamental profit, which is an indicator for the profitability of life insurance companies, amounted to 5,072 million yen loss, compared with 3,213 million yen loss for fiscal 2021 mainly due to an increase in insurance benefits related to COVID-19 and operating expenses. The components of fundamental profit were 2,292 million yen in mortality margin, 7,429 million yen loss in expense margin and 64 million yen in interest margin.

We are participating in reinsurance transactions from fiscal 2019 by modified co-insurance on part of new business to achieve continuous growth. By utilizing reinsurance appropriately, we will ease the temporary burden imposed on statutory capital by expenses associated with new business and maintain fiscal soundness. The reinsurance transactions are agreements that transfer the risk and the profit (loss) structure of the reinsured business to the reinsurance company for a certain period of time. We receive ceding commission in accordance with the new business costs associated with the reinsured business in the initial fiscal year. This leads to an increase in ordinary income. On the other hand, after the ceding commission is recorded reinsurance accounts receivable as asset, it is amortized by the profit generated from the reinsured business over following fiscal years. This leads to a decrease in ordinary profit and net profit. Once the balance of reinsurance accounts receivable is amortized to zero, the reinsurance agreement terminates, and subsequent profit on the reinsured business belongs to Lifenet. Accordingly, the modified co-insurance for fiscal 2022 resulted in raising ordinary income by 5,671 million yen (4,852 million yen of fiscal 2021), ordinary profit by 608 million yen (1,283 million yen of fiscal 2021), and net income by 608 million yen (1,283 million yen of fiscal 2021).

Assets, liabilities and net assets

Total assets as of March 31, 2023 amounted to 68,600 million yen (67,820 million yen as of March 31, 2022). The major account balance was 45,606 million yen in securities mainly consisting of government bonds and corporate bonds with high credit ratings. Reinsurance accounts receivable was 4,602 million yen including 4,295 million yen of the balance of unamortized ceding commission for modified co-insurance.

Liabilities amounted to 53,026 million yen as of March 31, 2023 (45,749 million yen as of March 31, 2022), owing to an increase in policy reserves. The major account balances were 49,632 million yen in policy reserves and 1,364 million yen in reserves for outstanding claims.

Net assets amounted to 15,574 million yen as of March 31, 2023 (22,071 million yen as of March 31, 2022) mainly due to the recording of net loss for fiscal 2022 and a decrease in valuation difference on available-for-sale securities. It includes the effect of raising retained earnings due to the utilization of modified co-insurance. On the other hand, after the ceding commission is recorded reinsurance accounts receivable as asset, it is amortized by the profit generated from the reinsured business over following fiscal years. This leads to a decrease in net assets accordingly.

The solvency margin ratio as of March 31, 2023 was 3,158.2% (3,182.8% as of March 31, 2022), which indicated that an adequate level of payment capacity was maintained.



European Embedded Value

The embedded value on an EEV (European Embedded Value) basis as of March 31, 2023, was 124,666 million yen (116,604 million yen as of March 31, 2022). The adjusted net worth decreased to 18,367 million yen. The value of in-force business increased to 106,299 million yen, mainly due to acquisition of new business and updates made to mortality and morbidity assumptions.

Other accomplishments

In this fiscal year, we actively promoted partnerships and initiatives with partner companies to achieve sustained growth over the mid to long term. In August 2022, we concluded a business alliance agreement in the group credit life insurance with au Jibun Bank Corporation, and we plan to start the group credit life insurance business from July 2023 in addition to our individual insurance business. We also entered into a capital and business alliance agreement with Eisai Co., Ltd. and will collaborate in dementia and other areas to help reducing the burden of medical and nursing expenses. Furthermore, in October 2022, we concluded a business alliance agreement with Sumitomo Mitsui Card Co., Ltd. and our subsidiary, LIFENET MIRAI Inc., and we have started providing our products and services on the SMBC group membership website since March 2023.

We also focused on product development with existing partner companies. We renewed our product sold through KDDI CORPORATION as "au Life Insurance," with Ponta point, and we started offering a special plan for "Whole-life Medical Jibun3" exclusively on Kakaku.com.

Furthermore, we improved the customer experience. For instance, we introduced " electronic insurance certificate" so that policyholders can check their insurance certificate using smartphone and we also introduced "second-contact registration system" in order for policyholders' family to inquire about policy details. These initiatives encouraged our policyholders to use our services more conveniently.

In addition, we received many evaluations from external organizations in this fiscal year. In terms of products, our term life insurance "Kazoku" ranked first place for the sixth consecutive year in the category of applying insurance via online in Kakaku.com Insurance Award 2022. In terms of services, our contact center and website were awarded top ratings for the 10th times in the 2022 HDI Benchmarking (Life Insurance Industry). Furthermore, in J.D. Power 2023 Japan Life Insurance Contract Customer Satisfaction StudySM, we were chosen as the No.1 in the direct distribution channel for the third consecutive year. We believe that our efforts to focus on "innovation of customer experience," which is the one of the priority areas of our management policy, have led to high customer satisfaction ratings.

2. Challenges

Mid to long term business strategy and challenges

We formulated our Management Policy to achieve even greater growth and high profitability over the mid to long term.



Summary of Management Policy

Mission	Help our customers embrace life more fully by offering comprehensible, cost-competitive and convenient products and services		
Vision	Be the leading company driving the growth of the online life insurance market		
Priority areas	 Innovation of customer experience Enhancing and evolving the quality of all services with digital technology Enhancement of promotion capabilities Generating massive customer traffic by active promotion and expansion of agent sales and white label business 		
Management goal	Aim to achieve EEV (indicator of corporate value) of 200 billion yen by business growth in a mid-term		

In fiscal 2022, the external environment of the life insurance industry changed significantly due to the COVID-19 situation and interest rate fluctuations, which also affected our performance. In addition, compared with the time when we commenced our business in 2008, new entries into online channels have increased and the competitive landscape has become even more severe. Under these circumstances, we achieved steady growth, with the number of policies-in-force exceeding 550,000 and EEV, a management indicator, reaching 120 billion yen, while leveraging our strengths as the leading company of online life insurance. We will pursue initiatives that address the following issues with the aim of achieving further growth in in-force business and the management goal of achieving 200 billion yen in EEV.

(1) Reaccelerating of the mid to long term growth of Internet channel

We aim to reaccelerate the growth of internet channel through initiatives in the two priority areas of "innovation of customer experience" and "enhancement of promotion capabilities" over the mid to long term.

First, we will continue to invest in advertising and promotion, mainly in TV commercials and online advertising to promote the increase of our brand awareness so that customers can recall Lifenet at the timing of their purchases.

Next, we believe that it is important to be able to give our customers, who recognize us, a sense of security in choosing us as the competitive environment becomes more severe. Therefore, we will deliver our products and services centered on our value of "Comprehensible, Cost-Competitive, Convenient" to our customers more clearly and will provide products and services that are chosen by customers with focusing on system development and data analysis to improve the customer experience.

In fiscal 2023, in particular for younger generation, our main customer base, we will promote a sales strategy that goes beyond the promotion domain. Since we commenced our business, our performance has grown with the support of many young customers. In recent years, our performance has grown as an online life insurance company of choice among middle-aged and elderly customers. In order to further increase our scale and improve operating efficiency over



the mid to long term, we need to make the foundations for reacceleration of the growth of our inforce business. To achieve this, we aim to increase the performance of the Internet channel by focusing on attracting younger customers, who prefer digital customer experiences. As we mark the 15th anniversary of our business commencement in 2023, we will return to the LIFENET Manifesto and take on the challenge of strengthening customer touchpoints and providing products and services from the perspective of younger customers.

(2) Expanding the online life insurance market through collaboration with partners

By taking advantage of our unique position as an independent company and the leading company in the online life insurance market, we will actively engage in collaboration with partner companies and aim to expand online life insurance market. With a view to mid to long term growth in the future, in fiscal 2023, we will strengthen our individual insurance businesses with partner companies and our platform businesses, as well as expand new business domain, group credit life insurance businesses.

As for individual insurance businesses, we aim to increase the contribution to the in-force business performance by focusing on white label businesses. We leverage the broad customer base and brand power of partner companies such as KDDI Corporation and Money Forward, Inc..

In our platform business, as for "B to C", we aim to expand the business scale by improving the UIUX of our online insurance agent website provided by LIFENET MIRAI Inc., our subsidiary. We also aim to provide a service for "B to B" customers with the systems and digital tools necessary for the online insurance business by utilizing the functions and know-how of current agent business for "B to C" customer. As part of this, in October 2022, we concluded a business alliance agreement with Sumitomo Mitsui Card Co., Ltd., and start working to realize a digital customer experience. We aim to contribute to the expansion of online life insurance market by building financial services that are even closer to our customers through the interaction of "B to B" and "B to C" business.

As for our new group credit life insurance business, in July 2023, we will begin offering group credit life insurance to mortgage loan borrowers of au Jibun Bank Corporation. In the current fiscal year, we will steadily launch this business so that it will become a new earnings opportunity. In the future, we will work to establish a stable earnings base with a view to increasing alliance partners.

(3) Strengthening efforts to address human capital to support business growth

In order to provide customer-friendly products and services and achieve strong growth while responding to the changing environment, we believe that it is important to create better work environment in which employees can play an active role. To that end, we will focus on "value diversity" and "create opportunities for growth".

As part of our efforts to become a company that "value diversity," we aim to create better work environment where employees with diverse knowledge, experience and ideas can play an active role through age-, nationality- and gender-free recruitment. We also aim to create an



organization where each employee can work in a healthy, cheerful, and pleasant manner while making most of their personality and respecting each other.

As part of our efforts to "create opportunities for growth," we will support the challenge and growth of employees through unique evaluation systems and the provision of opportunities for employees to learn together. We encourage our employees to take on challenges and grow and promote initiatives to link individual growth to organizational growth.

3. Others

Dividend policy

Lifenet's Articles of Incorporation stipulates that a decision on the distribution of retained earnings as specified in Article 459, each Item of Paragraph 1 of the Companies Act can be made by a resolution of the Board of Directors, except as otherwise determined by law.

The Company has yet to determine its specific dividend policies and dates for the start of distributing retained earnings as dividends as we still record cumulative loss and will be prioritizing strengthening our growth base to increase mid to long term profitability.

In the future, we will continue to target business expansion and profit generation by implementing measures to increase recognition of the Company, developing new products and services, and effectively utilizing financing for investment in systems and other aspects of the business. In addition to this, the Company will consider implementing measures to provide shareholder return that include payment of dividends from future retained earnings.

From fiscal 2023 ending March 31, 2024, we will voluntarily adopt IFRS in its consolidated financial statements, however, distribution of retained earnings will be based on non-consolidated financial statements in accordance with Japanese GAAP.



NON-CONSOLIDATED FINANCIAL STATEMENTS

1. Balance Sheets

March 31 2022 2023 ASSETS 3,761 5,719 Bank deposits 3,761 5,719 Monetary claims bought 3,999 4,499 Money held in trust 5,460 5,322 Securities 47,425 45,606 Government bonds 8,946 7,689 Municipal bonds 1,469 1,442 Corporate bonds 24,042 24,994 Stocks 492 435 Foreign securities 98 596 Other securities 12,375 10,447 Tangible fixed assets 97 75 Buildings 25 22 Leased assets 7 5 Other tangible fixed assets 1,123 1,098 Software 1,123 1,098 Software in progress 170 445 Agency accounts receivable 7 9 Reinsurance accounts receivable 3,881 4,602 Other assets 131 150		(In millions of yen)	
ASSETS 3,761 5,719 Bank deposits 3,761 5,719 Monetary claims bought 3,999 4,499 Money held in trust 5,460 5,322 Securities 47,425 45,606 Government bonds 8,946 7,689 Municipal bonds 1,469 1,442 Corporate bonds 24,042 24,994 Stocks 492 435 Foreign securities 98 596 Other securities 97 75 Buildings 25 22 Leased assets 64 47 Intangible fixed assets 64 47 Intangible fixed assets 64 47 Intangible fixed assets 1,293 1,544 Software in progress 170 445 Agency accounts receivable 7 9 Reinsurance accounts receivable 7 9 Accounts receivable 1381 150 Accrued income 131 150 <t< th=""><th></th><th colspan="2">March 31</th></t<>		March 31	
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Money held in trust 5,460 5,322 Securities 47,425 45,606 Government bonds 8,946 7,689 Municipal bonds 1,469 1,442 Corporate bonds 24,042 24,994 Stocks 492 435 Foreign securities 98 596 Other securities 12,375 10,447 Tangible fixed assets 97 75 Buildings 225 22 Leased assets 7 5 Other tangible fixed assets 64 47 Intangible fixed assets 1,293 1,544 Software 1,123 1,098 Software in progress 170 445 Agency accounts receivable 7 9 Reinsurance accounts receivable 7 9 Accounts receivable 1,381 150 Accounts receivable 73 73 Other assets 1,31 150 Accrued income 101 112 <tr< td=""><td>Bank deposits</td><td>3,761</td><td>5,719</td></tr<>	Bank deposits	3,761	5,719
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Municipal bonds 1,469 1,442 Corporate bonds 24,042 24,994 Stocks 492 435 Foreign securities 98 596 Other securities 12,375 10,447 Tangible fixed assets 97 75 Buildings 25 22 Leased assets 7 5 Other tangible fixed assets 64 47 Intangible fixed assets 1,293 1,544 Software 1,123 1,098 Software in progress 170 445 Agency accounts receivable 7 9 Reinsurance accounts receivable 3,881 4,602 Other assets 1,585 880 Prepaid expenses 131 150 Accrued income 101 112 Deposits 73 73 Suppense payments 1 3	Securities ·····	47,425	45,606
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Stocks 492 435 Foreign securities 98 596 Other securities 12,375 10,447 Tangible fixed assets 97 75 Buildings 25 22 Leased assets 7 5 Other tangible fixed assets 64 47 Intangible fixed assets 1,293 1,544 Software 1,123 1,098 Software in progress 170 445 Agency accounts receivable 7 9 Reinsurance accounts receivable 3,881 4,602 Other assets 1,892 1,219 Accounts receivable 1,585 880 Prepaid expenses 131 150 Accrued income 101 112 Deposits 73 73 Suspense payments 1 3	Municipal bonds·····	1,469	1,442
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Other securities 12,375 10,447 Tangible fixed assets 97 75 Buildings 25 22 Leased assets 7 5 Other tangible fixed assets 64 47 Intangible fixed assets 1,293 1,544 Software 1,123 1,098 Software in progress 170 445 Agency accounts receivable 7 9 Reinsurance accounts receivable 3,881 4,602 Other assets 1,892 1,219 Accounts receivable 1,585 880 Prepaid expenses 131 150 Accrued income 101 112 Deposits 73 73 Suspense payments 1 3	Stocks ·····	492	435
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Intangible fixed assets1,2931,544Software1,1231,098Software in progress170445Agency accounts receivable79Reinsurance accounts receivable3,8814,602Other assets1,8921,219Accounts receivable1,585880Prepaid expenses131150Accrued income101112Deposits7373Suspense payments13	Leased assets ·····	7	5
Software1,1231,098Software in progress170445Agency accounts receivable79Reinsurance accounts receivable3,8814,602Other assets1,8921,219Accounts receivable1,585880Prepaid expenses131150Accrued income101112Deposits7373Suspense payments13	Other tangible fixed assets	64	47
Software in progress170445Agency accounts receivable79Reinsurance accounts receivable3,8814,602Other assets1,8921,219Accounts receivable1,585880Prepaid expenses131150Accrued income101112Deposits7373Suspense payments13	Intangible fixed assets	1,293	1,544
Agency accounts receivable79Reinsurance accounts receivable3,8814,602Other assets1,8921,219Accounts receivable1,585880Prepaid expenses131150Accrued income101112Deposits7373Suspense payments13	Software	1,123	1,098
Reinsurance accounts receivable3,8814,602Other assets1,8921,219Accounts receivable1,585880Prepaid expenses131150Accrued income101112Deposits7373Suspense payments13	Software in progress ·····	170	445
Other assets 1,892 1,219 Accounts receivable 1,585 880 Prepaid expenses 131 150 Accrued income 101 112 Deposits 73 73 Suspense payments 1 3	Agency accounts receivable	7	9
Accounts receivable1,585880Prepaid expenses131150Accrued income101112Deposits7373Suspense payments13	Reinsurance accounts receivable	3,881	4,602
Prepaid expenses 131 150 Accrued income 101 112 Deposits 73 73 Suspense payments 1 3	Other assets	1,892	1,219
Accrued income 101 112 Deposits 73 73 Suspense payments 1 3	Accounts receivable	1,585	880
Deposits 73 73 Suspense payments 1 3	Prepaid expenses ·····	131	150
Suspense payments	Accrued income ·····	101	112
	Deposits	73	73
Total assets	Suspense payments ·····	1	3
	 Total assets ·····	67,820	68,600



(In millions of yen)

	March 31	
-	2022	2023
LIABILITIES		
Policy reserves and other ·····	43,542	50,996
Reserves for outstanding claims	984	1,364
Policy reserves	42,558	49,632
Agency accounts payable	48	64
Reinsurance accounts payable	404	495
Other liabilities	1,379	1,344
Income taxes payable	3	3
Accounts payable ·····	30	68
Accrued expenses	1,270	1,195
Deposits received	16	18
Lease liabilities	7	5
Asset retirement obligations	34	34
Suspense receipt	17	17
Reserves under the special laws	102	124
Reserve for price fluctuations	102	124
Deferred tax liabilities	271	
Total liabilities	45,749	53,026
<u>NET ASSETS</u>		
Capital stock ·····	21,655	21,676
Capital surplus	21,655	21,676
Legal capital surplus ·····	21,655	21,676
Retained earnings ·····	(21,936)	(27,100)
Other retained earnings	(21,936)	(27,100)
Retained earnings brought forward	(21,936)	(27,100)
Treasury shares ·····	(0)	(0)
 Shareholders' equity ·····	21,373	16,252
Valuation difference on available-for-sale securities	697	(678)
– Valuation and translation adjustments ······	697	(678)
– Total net assets	22,071	15,574
Total liabilities and net assets ······	67,820	68,600



2. Statements of Operations

2. Statements of Operations	(1	
	(In millions of yen) Year ended March 31	
	2022	2023
Ordinary income	26,167	30,268
Insurance premiums and other Premiums income	25,420	29,207
Reinsurance income ·····	19,835 5 585	22,469
Investment income	5,585	6,738 977
	665	
Interest, dividends and other income	415	497
Interest from deposits	0	0
Interest and dividends from securities	415	497
Other interest and dividends	0	0
Gain on money held in trust	70	183
Gain on sales of securities	178	296
Other ordinary income	81	83
Other	81	83
Ordinary expenses ·····	29,413	35,217
Insurance claims and other	8,668	12,445
Insurance claims	2,546	3,123
Benefits ·····	1,563	3,030
Other refunds	1	1
Reinsurance commissions	4,558	6,290
Provision for policy reserves and other	6,903	7,453
Provision for reserves for outstanding claims	146	379
Provision for policy reserves	6,756	7,074
Investment expenses	8	185
Interest expenses	0	2
Loss on sales of securities	_	180
Foreign exchange losses	0	0
Other investment expenses	7	3
Operating expenses	12,140	13,463
Other ordinary expenses	1,693	1,669
Taxes	1,169	1,273
Depreciation ·····	390	392
, Other	133	3
Ordinary profit (loss) ·····	(3,245)	(4,949)
Extraordinary losses ·····	68	209
Loss on valuation of shares of subsidiaries and affiliates ····	_	185
Loss on disposal of non-current assets	42	2
Provision of reserves under the special laws	26	22
Provision of reserve for price fluctuations	26	22
Income (loss) before income taxes		
	(3,314)	(5,159)
Income taxes-current	4	4
	4	4
Net income (loss) ·····	(3,319)	(5,164)

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