

June 1 , 2016

Name of Listed Company: MS&AD Insurance Group Holdings, Inc.  
Name of Representative: Yasuyoshi Karasawa, President  
(Securities Code: 8725, Tokyo Stock Exchange and Nagoya Stock Exchange)  
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### **Notice Regarding Status of Own-Share Repurchase**

(Repurchase of company's own share according to the articles of incorporation pursuant to Article 165, Paragraph 2 of the Companies Act of Japan)

MS&AD Insurance Group Holdings, Inc. (the "Company") hereby announces that pursuant to Article 156 of the Companies Act of Japan as modified by the provision of Article 165, Paragraph 3 of the same Act, the Company has repurchased its own shares as below.

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|--|--|
| 1. Type of shares to be repurchased:         | Shares of common stock of the Company          |
| 2. Total number of shares to be repurchased: | 1,607,700 shares                               |
| 3. Aggregate amount of repurchase price:     | JP4,998,901,900                                |
| 4. Period of repurchase:                     | From May 25, 2016 to May 31, 2016              |
| 5. Method of repurchase:                     | Market transaction on the Tokyo Stock Exchange |

#### < Reference >

##### 1. Contents of the resolution of the meeting of the Board of Directors held on May 20, 2016

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|---|---|
| (1) Type of shares to be repurchased:         | Shares of common stock of the Company   |
| (2) Total number of shares to be repurchased: | 5,000,000 shares (Maximum)<br>(0.83% of the shares issued, excluding treasury shares) |
| (3) Aggregate amount of repurchase price:     | JPY10,000,000,000 (Maximum)   |
| (4) Period of repurchase:                     | From May 23, 2016 to September 16, 2016   |

##### 2. Cumulative aggregate number of and aggregate amount of repurchase price of shares that were repurchased pursuant to the above resolution of the meeting of the Board of Directors.

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|---|------------------|
| (1) Aggregate number of shares that were repurchased: | 1,607,700 shares |
| (2) Aggregate amount of repurchase price:             | JP4,998,901,900  |

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