

## **Notice Regarding Receipt of Document Concerning Shareholder Proposal**

Mitsui Sumitomo Insurance Group Holdings, Inc. (the "Company") hereby announces that it has received a document dated April 20, 2009 from Brandes Investment Partners, L.P. ("Brandes"), as agent for The Northern Trust Company (AVFC) Sub Account USL (the "Proposing Party"), demanding the introduction of a shareholder proposal at the Company's annual shareholders' meeting expected to be held in June 2009. (Note: On December 15, 2008, Brandes submitted an amended large shareholding report stating that it owned 39,859,650 shares of the Company's common stock, which represented 9.46% of the Company's issued shares.)

The Company will carefully consider the proposal and will announce the Company's determination.

1. **Proposing Party**

The Northern Trust Company (AVFC) Sub Account USL

2. **Outline of Matters Proposed**

**Additional Dividend**

Additional dividends shall be paid as follows:

(1) **Type of Assets for Dividend**

Cash

(2) **Additional Dividend per Share**

40 yen less dividend amount per share of Common Stock of the Company proposed by the Company's Board of Directors to the 1st Ordinary General Shareholders Meeting of the Company and approved by such Meeting. As such, the annual dividend paid shall be 67 yen per share, which includes the 27 yen per share interim dividend.

(3) **Allocation of Assets for Dividend**

Additional dividend per share shall be paid per share of Common Stock of the Company as set forth above in (2).

(4) **Date for additional dividend**

June 30, 2009; provided that it shall be paid no later than September 30, 2009.

3. **Company's Policy on Shareholder Distributions**

The Company intends to meet shareholders' expectations by distributing appropriate returns commensurate with the Company's business results and taking into account its operating circumstances and future business development aimed at growth. At the same time, the Company believes that, as an insurance business, it must maintain certain internal reserves. Therefore, the Company's basic distribution policy is to make distributions to shareholders, through dividend payments and share buybacks, of approximately 40% of group core profits (the Company index of profitability), and to maintain stable distributions with an increasing level of dividends over the mid- and long-term.

Based on the above basic distribution policy and taking into account the Company's financial forecasts for the fiscal year ended March 31, 2009 as well as the current business environment of fluctuating financial markets and economic conditions, the Company will carefully consider the Company's proposal as to dividends for the 1st annual shareholders' meeting and announce such proposal once decided.