

June 16, 2015

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 Completion 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. 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 by market transactions as below and has completed the repurchase resolved at its meeting of the board of Directors held on May 20, 2015 with this.

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|--|--|
| 1. Type of shares repurchased:           | Shares of common stock of the Company          |
| 2. Total number of shares repurchased:   | 3,534,400 shares                               |
| 3. Aggregate amount of repurchase price: | JPY 13,747,813,350                             |
| 4. Period of repurchase:                 | From June 1, 2015 to June 15, 2015             |
| 5. Method of repurchase:                 | Market transaction on the Tokyo Stock Exchange |

#### **(Reference)**

##### 1. Contents of Repurchase Resolved at the Meeting of the Board of Directors Held on May 20, 2015

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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: | 10,000,000 shares (Maximum)<br>(Approximately 1.63% of the shares issued, excluding treasury shares) |
| (3) Aggregate amount of repurchase price:     | JPY 20,000,000,000 (Maximum)   |
| (4) Period of repurchase:                     | From May 21, 2015 to September 18, 2015  |

##### 2. Total Number and Aggregate Amount of Company's Own Shares Repurchased under the above Resolution:

- |   |                    |
|---|--------------------|
| (1) Total number of shares repurchased:   | 5,164,500 shares   |
| (2) Aggregate amount of repurchase price: | JPY 19,994,282,100 |

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