

May 20, 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)
Contact: Corporate Communications and Investor Relations Dept.
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Notice Regarding Change of Representative Directors, Directors and Corporate Auditors

MS&AD Insurance Group Holdings, Inc. hereby announces the change of representative directors, directors and corporate auditors as follows.

[Change of Representative Directors]

- (1) Newly Appointed Representative Directors at the Ordinary General Meeting of Shareholders in June 2016

Name	New Position	Current Position
Noriyuki Hara	<u>Representative Director,</u> Executive Officer	Executive Officer
Yasuzo Kanasugi	<u>Representative Director,</u> Executive Officer,	Director, Executive Officer

- (2) Representation scheduled to change at the Ordinary General Meeting of Shareholders in late June 2016

Name	New Position	Current Position
Mitsuhiro Tsuchiya	<u>Director,</u> Executive Officer	Representative Director, Executive Officer

- (3) Representative Director scheduled to resign at the Ordinary General Meeting of Shareholders in June 2016

Name	Current Position	Note
Toshiaki Egashira	Representative Director	(Continued Position) Senior Advisor of Mitsui Sumitomo Insurance Co., Ltd.

[Change of Directors]

(1) Change of Responsibility as of May 20, 2016

Name	New Position	Current Position
Shiro Fujii	Director, Vice President Executive Officer, <u>Chief Financial Officer</u> Responsibilities; -Corporate Planning Dept. -Corporate Communications and Investor Relations Dept. -Business Development Dept. -Information Technology Planning Dept. -International Supervisory Dept. -Internal Audit Dept.	Director, Vice President Executive Officer Responsibilities; -Corporate Planning Dept. -Corporate Communications and Investor Relations Dept. -Business Development Dept. -Information Technology Planning Dept. -International Supervisory Dept. -Internal Audit Dept.

(2) Newly Appointed Directors, subject to approval at the Ordinary General Meeting of Shareholders in June 2016

Name	New Position	Current Position
Masaaki Nishikata	<u>Director</u> , Executive Officer	Executive Officer

(3) Director scheduled to resign at the Ordinary General Meeting of Shareholders in June 2016

Name	Current Position	Note
Susumu Fujimoto	Director	(Continued Position) Director, Chairman of InteRisk Research Institute & Consulting, Inc.
Junichi Ui	Director	(Continued Position) Representative Director, President of MS&AD Business Support Co., Ltd.

[Change of Executive Officers]

(1) Change of Responsibilities as of May 20, 2016

Name	New Position	Current Position
Nampey Yanagawa	Senior Executive Officer, <u>Chief Risk Officer</u> Responsibilities; -Human Resources and General Administration Dept. -Accounting Dept. -Compliance Dept. -Corporate Risk Management Dept.	Senior Executive Officer Responsibilities; -Human Resources and General Administration Dept. -Accounting Dept. -Compliance Dept. -Corporate Risk Management Dept.

Name	New Position	Current Position
Tetsuya Yoshikawa	Executive Officer, <u>Chief Information Officer</u> <u>Chief Information Security Officer</u> Responsibilities; - Administrations and Information Systems	Executive Officer Responsibilities; -Administrations and Information Systems.

[Change of Corporate Auditors]

- (1) Newly Appointed Corporate Auditor, subject to approval at the Ordinary General Meeting of Shareholders in June 2016

Name	New Position	Note
Kunio Chiyoda	<u>Outside Corporate Auditor</u> <u>(part-time)</u>	Former Chairman of Certified Public Accountants and Auditing Oversight Board

- (2) Corporate Auditor scheduled to resign at the Ordinary General Meeting of Shareholders in June 2016

Name	Current Position
Sousuke Yasuda	Outside Corporate Auditor (part-time)

<Note>

In the following areas where Group-wide operational performance and management are important, the Group has clarified the individuals in charge for the Group as a whole, and has established the following designations for use both inside and outside the Group.

- Chief Financial Officer
- Chief Risk Officer
- Chief Information Officer
- Chief Information Security Officer

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