#### **UNOFFICIAL TRANSLATION**

Although the Company pays close attention to provide English translation of the information disclosed in Japanese, the Japanese original prevails over its English translation in the case of any discrepancy.

December 22, 2015

Company Name: JAPAN POST INSURANCE Co., Ltd.

Representative: Masami Ishii, Director and President, CEO, Representative Executive Officer

Stock exchange listing: Tokyo Stock Exchange (Code Number: 7181)

# Notice Regarding the Introduction of a New Performance-Linked Stock Compensation System for Executive Officers of the Company

JAPAN POST INSURANCE Co., Ltd. (the "Company") hereby announces that the Compensation Committee resolved on the new introduction of a performance-linked stock compensation system utilizing a trust (hereinafter the "System") for its Executive Officers on December 22, 2015.

Details of the System including timing of the trust establishment, timing of share acquisition, total amount of shares to be acquired, etc., will be notified promptly upon determination.

### 1. Objectives of the System

The objective of the System is to further enhance the consciousness of contribution of Executive Officers toward achieving sustainable growth and enhancing the medium-to-long term corporate value of the Company through clarification of the linkage between the Executive Officers' compensation and share values of the Company so that Executive Officers share with shareholders not only the benefits from rising share prices, but also the risks associated with falling share prices.

Accordingly, the compensation of the Executive Officers of the Company shall consist of a "base compensation" as fixed compensation, and a "performance-linked stock compensation" as variable compensation.

The Company has adopted a company with three committees structure, and compensation of Executive Officers, etc., is determined by the Compensation Committee.

## 2. Persons subject to the System

Executive Officers of the Company are subject to the System.

#### 3. Overview of the System

The System adopts a structure called "Board Benefit Trust." Board Benefits Trust is a performance-linked stock compensation system whereby shares of the Company are acquired from the stock market through a trust (Mizuho Trust & Banking Co., Ltd.) using monetary assets of the Company as capital, and the acquired shares are granted to Executive Officers in accordance with the predetermined Stock Benefit Regulations. In

principle, shares of the Company are provided to Executive Officers at the time of retirement as Executive Officer of the Company.

Voting rights related to shares of the Company attributable to trust assets of the said trust shall not be exercised.