



Tokio Marine Group regards people as the driving force of growth and as our most valuable asset, and we are committed to pursuing sustainable growth by actively embracing human capital management.

Kenichi Kitazawa

Senior Managing Executive Officer
Group Chief Human Resources Officer (CHRO)
Group Chief Wellness Officer (CWO)

People, the Driving Force of Growth and Our Greatest Asset

Human Resources Empowering Our Competitive Edge

As CHRO, my role is to maximize the potential of the people who drive our business strategy, creating an environment where over 40,000 global employees can continuously enhance their abilities and perform at their best. The insurance business, being a “People’s Business,” thrives on the trust forged by individuals, and I firmly believe that maximizing this strength is key to realizing our Purpose. Since our establishment in 1879, we have positioned human capital as the driving force for growth and our most valuable asset, wholeheartedly embracing human capital management. In June 2023, we released the Human Capital Report to share our vision and concrete initiatives. Here, I will provide an overview of its essence.

Human Resources Strategy Aimed at Facilitating Business Strategy

Our human resources strategy is designed to enhance the probability of realizing the goals of our business strategy and propel Group growth. Of particular importance are the building of a talent portfolio aligned with business concepts and the establishment of an organizational environment where the potential of such talent can be fully realized. As a result, our human resources strategy is built upon “People” and “Corporate culture,” working in harmony to create synergies that uphold and further enhance our distinctive capability of “Integrated Group Management.”

By constructing a strategically aligned talent portfolio and fostering high engagement among individuals, we aim to achieve growth in each business. Strengthening our Group management structure enhances management decision-making, enabling more effective execution of “In/Out” strategies. The foundation of this lies in nurturing an organizational culture and Group unity to further drive the growth of each business and elevate the quality of

decision-making. This virtuous cycle embodies our vision for human capital management and serves as a force for improving our ROE to match global peers.

“People” Supporting Integrated Group Management

For human resources, we identify the capabilities required to execute and realize our business strategy. We then evaluate the disparities between these capabilities and reality, taking steps to bridge these gaps. Looking ahead, we have identified areas to strengthen: “Group management talent,” “highly specialized professionals,” and “globally adept individuals.” Our focus is on recruiting and nurturing talent in these areas. For instance, to consistently produce global management talent to steer the future of integrated Group management, we actively advance talent management across the Group, drawing from the human resource system introduced to Tokio Marine Holdings in 2019. We routinely hold discussions concerning diverse global talent, and in April, we established the unique development program, Tokio Marine Leadership Institute (TLI), to nurture future Group management leaders as we look to expand training beyond borders. Fostering unity through such programs fuels synergies across the Group.

Consistent with efforts to strengthen expertise throughout the Group, which we recognize is the wellspring of new added value, we take care in ensuring that the right human resources brought into the Group through M&As and other means are assigned to the right place on a global basis.

In addition, Chief Officers work closely together to hire highly specialized personnel in the field of corporate functions and to develop data scientists internally.

► The Human Capital Report Released in June 2023



“Corporate Culture” Supporting Integrated Group Management

Central to all human capital management endeavors is each employee’s alignment with the Group’s Purpose. Our Purpose acts as a guiding light for the entire Group, providing a sense of direction. To unite our diverse workforce of over 40,000 individuals worldwide and unleash their full potential, the CEO spearheads initiatives as Chief Culture Officer (CCO), driven by a strong belief in embedding these principles.

Moreover, a “culture of growth” has taken root wherein each individual actively pursues self-improvement and positively influences others. This culture has thrived due to our history and continued efforts in addressing social challenges since our inception. It stands as our unique advantage, fostered by the ongoing sharing of these values among our employees. Through initiatives that embed our Purpose, we share the role we have played in addressing social issues and the genuine aspirations of our employees, making the Purpose a personal commitment. Employees who internalize the Purpose then experience a sense of societal trust through their work and derive the motivation to contribute to future problem-solving. This cycle, we believe, also contributes to enhancing overall organizational engagement.

However, in today’s rapidly changing business landscape with increasingly complex societal issues, it is vital to leverage the knowledge and experiences of our diverse employees in management. We have positioned the promotion of Diversity and Inclusion (D&I) as part of our growth strategy and are taking related steps. To cater to varied work preferences, we have introduced new work styles, including remote work to overcome location restrictions, flexible hours for individual scheduling, internal

side jobs for cross-departmental project participation based on interest, and external side jobs that allow employees to bring the growth gained from new networks and experiences, which might not be accessible within the Company, back to their work tasks. The aim is to bolster employee growth by enhancing satisfaction and optimizing time.

Within this context, we conduct employee perception surveys to regularly gauge employee and organizational status, following a PDCA cycle to identify challenges and enact solutions. We prioritize employee satisfaction, motivation, and organizational culture. These factors are set as Key Performance Indicators (KPIs) in the executive compensation evaluations. Management leads efforts to boost employee engagement and nurture an organizational culture, actively driving these initiatives forward.

Achieving Sustainable Growth through the Synergy of “People” and “Corporate Culture”

The concepts of “People” and “Corporate culture” I have discussed are closely intertwined. Our corporate culture, built on Group unity and increased engagement, helps attract and retain valuable talent. Meanwhile, appropriate human resource recruitment, development, and placement generates both personal and corporate growth, further enriching Group unity and employee engagement. Through ongoing efforts, we will sustain this synergy and virtuous cycle to foster lasting growth. Irrespective of how much global conditions and the business environment change, the fact remains that people are the cornerstone of our competitiveness. We will continue to invest in our human resources, practicing human capital management to ensure we support customers in times of need for the next century.

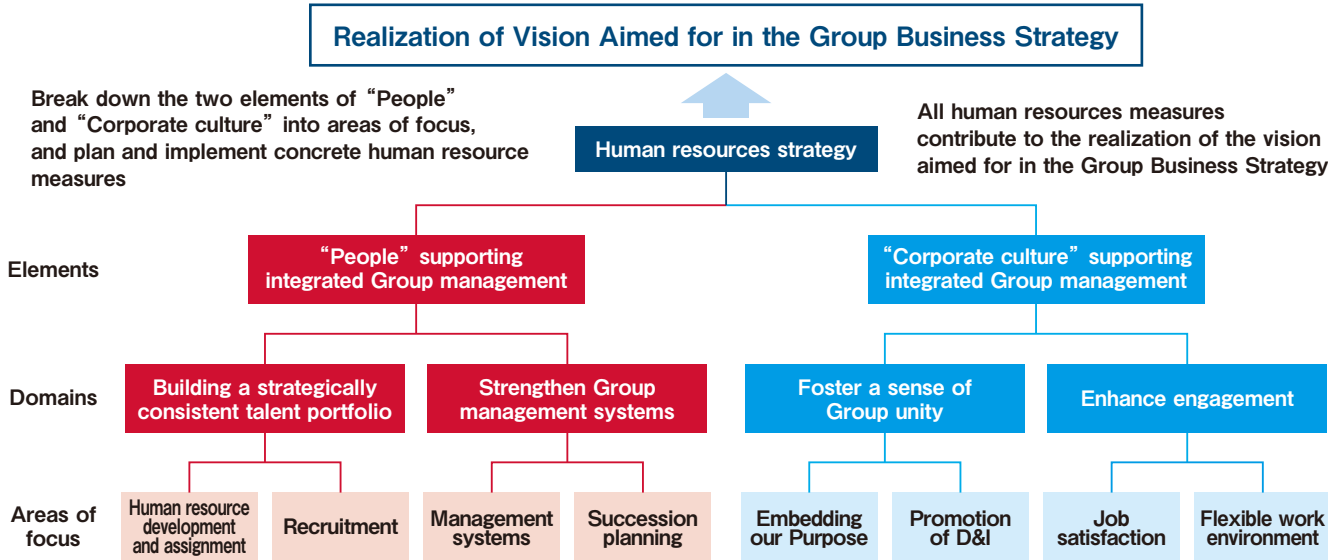
Tokio Marine Group — Our People (Our Philosophy on Human Resources)

- Our people are the most valuable asset of our Group and a key driver of our Good Company vision.
- We aim to attract and retain the best talent in every aspect of our business to ensure we deliver safety and security to our customers and their communities.
- Our people bring passion and a challenging spirit to their endeavors, and we provide them opportunities for career development and ongoing personal growth.
- Our people embody diversity, and we value inclusion as a truly global company. We work hard to create a business environment where we can achieve our full potential as we continue our endless journey to be a Good Company.

Overview of Human Capital Management (Human Resources Strategy)

Outline of Human Resources Strategy for Enhancing Corporate Value

Our human resources strategy consists of two pillars: “People supporting integrated Group management” and “Corporate culture supporting integrated Group management.” This is based on the belief that building a talent portfolio aligned with business concepts and establishing an organizational environment where the potential of such talent can be fully realized are both essential elements of our human resources strategy to achieve our business strategy.

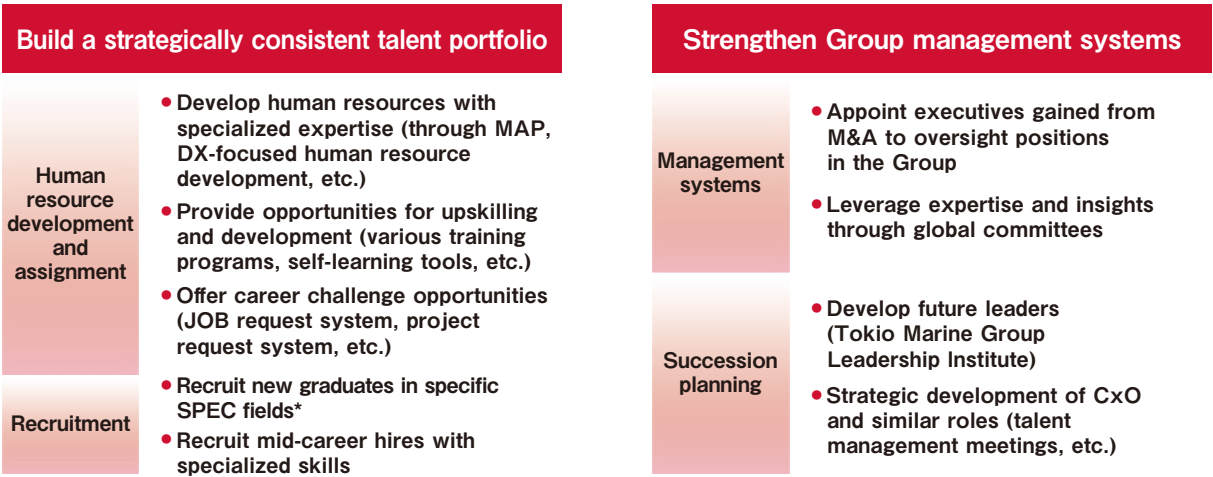


Synergy between “People” and “Corporate Culture” in Our Human Resources Strategy



People Supporting Integrated Group Management

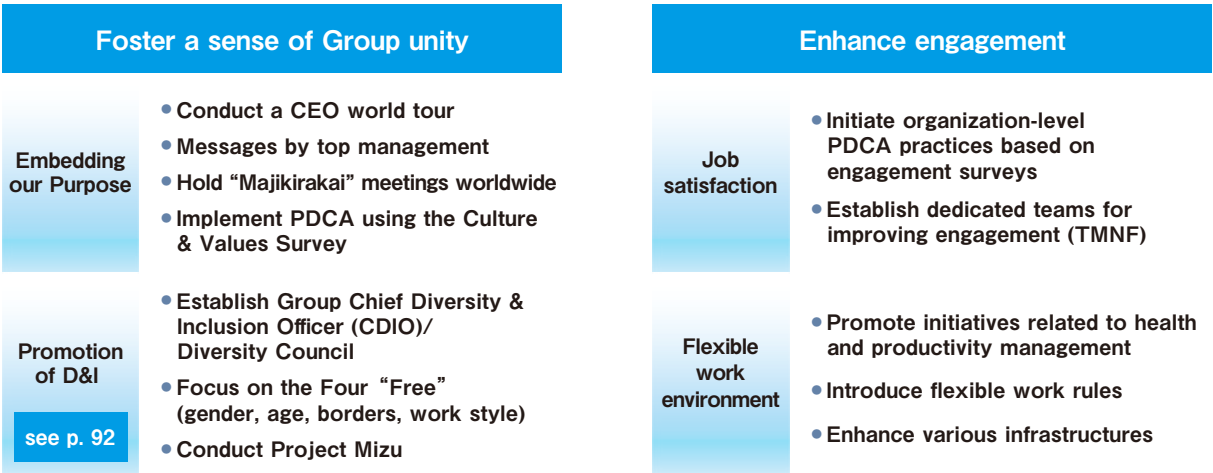
We are working to strengthen integrated Group management, including succession planning, by securing and developing diverse human resources, including mid-career hires, and ensuring appropriate placements, to build a human resource portfolio that increases the likelihood of realizing our business strategy.



For details of each initiative mentioned, see our Human Capital Report 2023. <https://www.tokiomarinehd.com/en/ir/download/2023.html> (Japanese only)

Corporate Culture Supporting Integrated Group Management

We are striving to integrate our Purpose, leveraging the skills and experiences of diverse talents to strengthen the collective capacity of the organization, and cultivate an inclusive organizational culture, all while enhancing employee engagement.



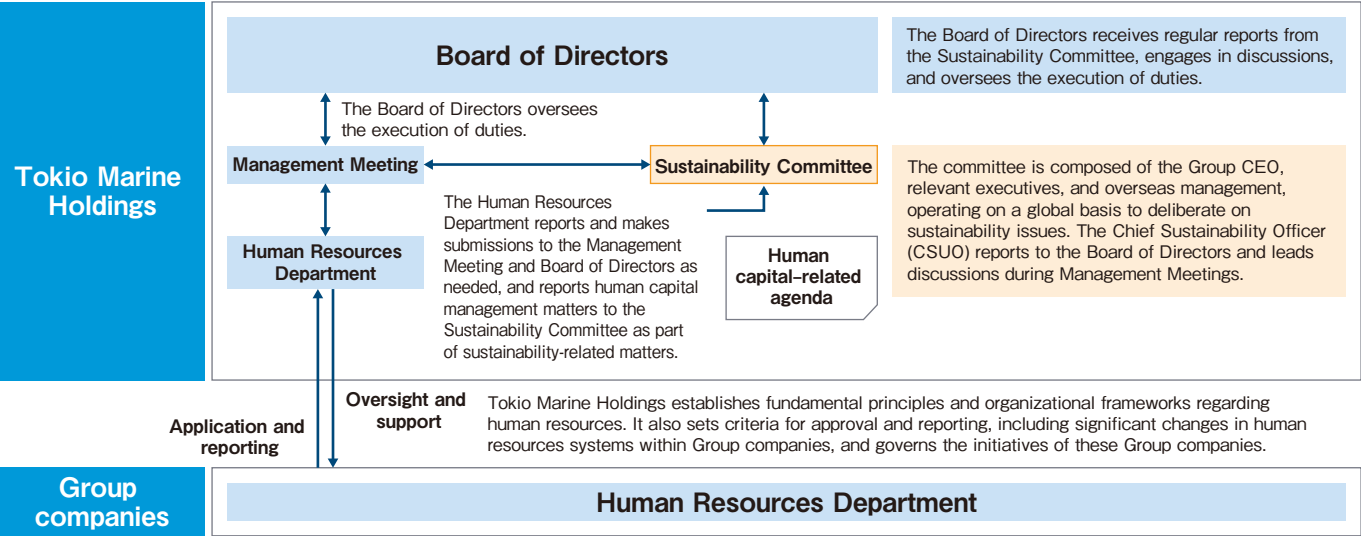
*: Actuarial science, financial engineering, asset management, etc.

Governance Structure for Effective Human Capital Management (Human Resources Strategy)

Initiatives related to human capital are reported and discussed regularly with the Sustainability Committee, enabling a diverse range of perspectives to be considered. The Board of Directors oversees the execution of these initiatives.

As part of governance across the Group, we established the

Basic Policies for Internal Controls as well as a basic policy for human resource matters. Tokyo Marine Holdings' Human Resources Department oversees the human resources departments and initiatives of each Group company in accordance with these policies.



Introduction of Non-Financial indicators for Executive Compensation

To establish and strengthen a management framework committed to human capital management, particularly the enhancement of employee engagement, we added employee engagement indicators to help determine executive compensation in fiscal 2022.

Moreover, to strengthen the correlation between executive compensation and employee engagement, we raised the proportion of employee engagement indicators from 5% in fiscal 2022 to 10% in fiscal 2023.

Indicator items	Assessment items
Employee engagement indicators	Status of the Culture & Values Survey score improvements
Indicators relating to sustainability strategy	Progress of efforts to address the four main issues targeted by the sustainability strategies

Key Reference Indicators for Human Capital Management (Human Resources Strategy)

We will set specific indicators for each of the eight main themes (areas of focus) in our human resources strategy and assess the progress to ensure the continuous improvement and enhancement of our initiatives.

Elements	Domains	Areas of focus	Executive	Desired outcome	Direction of response	Reference indicator
"People" supporting integrated Group management	Building a strategically consistent talent portfolio	Human resource development and assignment	CHRO	Promote individual initiatives for autonomous career development	Promote options for development and opportunities for career advancement	Status of training in the digital domain
		Recruitment	CHRO	Secure talent in areas of focus through new graduate and mid-carrer recruitment	Clarify requirements and diversify recruitment channels	Number of new graduate hires in specific areas of focus
	Strengthen Group management systems	Management systems	CHRO	Realize management systems for achieving Group synergy	Ensure diversity among Group management members	Percentage of female directors and Audit & Supervisory Board members
		Succession planning	CHRO	Build a talent pool to sustain a diverse management team	Develop career and training plans to fulfill CxO requirements	Implementation status of next-generation leadership development programs
"Corporate culture" supporting integrated Group management	Foster a sense of Group unity	Embedding our Purpose	CCO	Further penetrate our Purpose throughout the Group	Continue dialogue between the executive team, including CCO, and frontline personnel	Results of Culture & Values Survey
		Promotion of D&I	CDIO	Utilize the right people in the right positions regardless of age, gender, or nationality	Promote diverse talent to key positions	Percentage of female managers
	Enhance engagement	Job satisfaction	CHRO	Maintain and enhance high engagement levels	Establish the Engagement Design Team	Engagement score
		Flexible work environment	CHRO CWO	Provide a workplace environment that accommodates new ways of working	Diversify options for work styles	Organization's vibrancy level

Performance of Reference Indicators (FY2020–FY2022)

We have made steady progress in general in the key reference indicators (① to ⑥) over the past three years, as follows. Among these, particularly in the case of diversity-related indicators (② and ④), we are accelerating our efforts, including strengthening the pipeline.

No	Reference Indicators	Unit	FY2020	FY2021	FY2022	Progress Assessment (Targets)
①	Number of new graduate hires in specific areas of focus*1	People	12	16	11	○ (Ongoing implementation)
②	Percentage of female directors and Audit & Supervisory Board members	%	11.1	15.8	15.8	Increase to 30% by FY2027
③	Results of Culture & Values Survey	—	4.3	4.3	4.4	○ (Maintain/enhance)
④	Percentage of female managers*2	%	8.8	9.5	10.4	Increase to 30% by FY2030
	Total fertility rate for the period*3	—	1.56 (1.33)	1.55 (1.30)	1.62 (1.26)	○ (Maintain/enhance)
⑤	Engagement score*4	—	61.1	62.1	61.4	○ (Maintain/enhance)
⑥	Organization's vibrancy level*5	—	2.97	2.97	Scheduled for disclosure in September 2023	○ (Maintain/enhance)

*1: The number of hires for comprehensive positions (actuarial and financial engineering, asset management, IT strategy, innovation, Global Business) in specific departments at TMNF, with an expectation of high expertise
*2: Indicates TMNF figures; refers to "Management and above" including director, Audit & Supervisory Board member, and executive officer
*3: Total birth rate for female employees at TMNF aged 15–49 years old during the period (January to December). Figures in parentheses represent Japan's total fertility rate for the same period.
*4: Measured from Link and Motivation Inc.'s Motivation Cloud.
*5: Measured using a scale for sense of unity from the new Brief Job Stress Questionnaire (highest rating of 4.0)

Special Feature

Promotion of D&I

One of the primary focuses within our human resources strategy is the promotion of diversity and inclusion (D&I). We consider this to be a key success factor for achieving continued growth in an unpredictable business landscape, and under the guidance of the CCO and CDIO, we are executing a diverse array of initiatives to this end.

Promotion of D&I as a Key Success Factor for Growth

Through the promotion of D&I and the enhancement of workforce diversity, we strive to achieve the evolution and strengthening of factors crucial for our future growth, including “competitive advantage,” “productivity,” “collective Group strength,” and “talent acquisition.”



D&I Promotion Structure (Diversity Council)

The Diversity Council, a global committee led by the Group CEO, was established in April 2021. It includes outside directors representing external stakeholders and a diverse group of employees from various backgrounds, regardless of gender, nationality, age, or career level who engage in discussions on D&I from various perspectives.



Snapshot of the second session of the Diversity Council in February 2022

Closing the Gender Gap

At Tokio Marine Group, women are already thriving in various roles and opportunities, with the female manager ratio exceeding 30% on a global Group level. However, we recognize the need for further improvements, particularly in Japan. Currently, we have set qualitative and quantitative goals and are actively pursuing initiatives. Our focus lies on strengthening the pipeline to expand the pool of candidates for leadership positions by enhancing training programs that foster mindset shifts among both genders and refining structural aspects, primarily through our human resource system.

Quantitative Targets

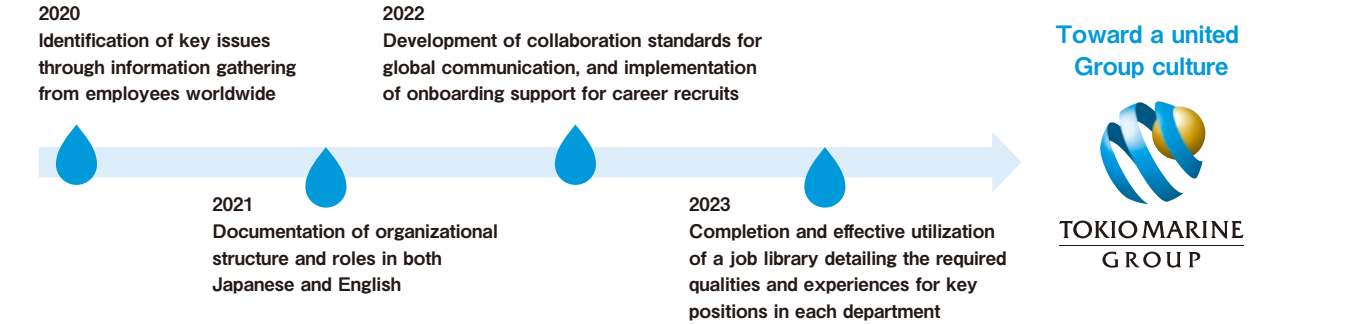
	2023	Target
Female directors and Audit & Supervisory Board members*1	20.0%	Increase to 30% by FY2027
Female managers*2	11.2%	Raise the ratio of female managers or higher position at TMNF to 30% by FY2030
Female associate leaders*3	58.9%	Maintain above 50%

*1: Female directors and Audit & Supervisory Board members: Tokio Marine Holdings
*2: Female managers: Managers at TMNF, 49.0% for major overseas consolidated subsidiaries (2022)
*3: Female associate leaders: Assistant managers and above at TMNF

Fostering an Inclusive Culture

“Project Mizu” was launched in fiscal 2020 at Tokio Marine Holdings with the goal of creating an inclusive culture where diverse talents can fully contribute. This initiative aims to enhance mutual understanding among Group companies and continue efforts to establish an environment where diverse team members can collaborate effectively, serving as a foundation for the evolution of integrated Group management.

Project Mizu



Key Project Themes

- 

Culture
Foster an open and inclusive workplace culture aligned with our Purpose
- 

Roles
Provide roles that are clear, challenging, and offer each individual a sense of growth


- 

Organization
Create an energetic organization that continues to grow globally
- 

Employee experience
Build enhanced relationships through collaboration among employees

Origin of the Project Name

Inspired by the proverb “fish cannot see the water they swim in,” which suggests that we often overlook the things familiar to us, we aspire to cultivate an inclusive Tokyo Marine Holdings. Our aim is to preserve the positive aspects of our current culture while creating an environment where diverse individuals—akin to both saltwater and freshwater fish in the proverb—can coexist harmoniously.





We aim to leverage intellectual capital in the form of the Group’s data and digital technology as a source of competitive advantage to evolve into a company that always supports its customers and transforms internal business processes.

Masashi Namatame
Managing Executive Officer
Group Chief Digital Officer (CDO)

Amid an era of profound change and escalating global uncertainties, we are broadening our scope to deliver enhanced value and bolster support to both customers and society. As CDO, my objective is to harness our intellectual assets, encompassing the Group’s exclusive data and digital technology, as a source of competitive advantage. In addition to the drive towards global digital synergies, I aim for evolving into a company that always supports its customers and streamlining internal business processes.

Over the course of many years, we have amassed, analyzed, and effectively utilized extensive volumes of data through our underwriting and claims services. Leveraging this intellectual capital, Tokyo Marine dR Co., Ltd. (TdR), plays a pivotal role as our data-centric subsidiary (see p. 41), enabling us to unlock its full potential. Its endeavors encompass novel domains such as advanced data-driven underwriting, data solutions, and embedded insurance. Moreover, the reach of data goes beyond our internal resources; strategic partnerships with external entities can extend data and distribution models, leading to innovative value generation. By continually honing our intellectual capital and fostering collaboration as part of our social capital, we strive to broaden the horizons of our value proposition.

Evolve into a Company That Always Supports Its Customers, Creating New Profit Streams

To continue fulfilling our Purpose of protecting customers and society in their times of need, we aim to go beyond mere insurance payouts during emergencies to cover both preventive and responsive measures and expand the domains we provide value in. This includes preventing accidents, alleviating burdens in case of incidents, facilitating swift recovery, and preventing recurrences. We are intensifying efforts in disaster prevention and mitigation, focusing on both pre- and post-disaster domains by sharing expertise to drive novel business ventures through the CORE, disaster prevention consortium (see pp. 37, 96), together with over 100 partners. Several ventures have already progressed to the commercialization phase, and in the coming decade, we intend to nurture these into substantial profit streams of several billion yen, alongside our existing businesses.

Reform of Internal Business Processes

Over the course of approximately two decades, we have diligently pursued enhanced operational efficiency by undertaking substantial process reforms. In line with this, the ongoing Mirai Project at TMNF is seen as an extension of these efforts, aimed at digitally streamlining the operational workflows of our insurance business. Within the framework of the Mirai Project, improvements in contract procedures and the automation of insurance claims processes are anticipated to yield a reduction in administrative burden by approximately 15%, from the end of fiscal 2019 (equivalent to a profit contribution of 20-25 billion yen annually) by fiscal 2023. As of the end of fiscal 2022, this effect had reached 9%.

In addition, we are actively exploring the application of generative AI, which has gained significant attention across diverse fields. Generative AI demonstrates competence in understanding text and generating responses, presenting opportunities for enhancing operational productivity and elevating customer service standards within the insurance industry. Nevertheless, the insurance industry, characterized by intricate dialogues laden with specialized terminology, poses specific hurdles for the practical integration of generative AI. Additionally, harnessing this technology necessitates the mitigation of various risks, encompassing concerns related to data leaks and potential copyright violations.

To tackle these obstacles, we have partnered with PKSHA Technology Inc. and Microsoft Japan Co., Ltd., to create safeguards against external data leaks and secondary usage of input information. Leveraging our extensive repository of manuals and insurance policy terms, we are in the process of crafting a dedicated interactive AI tailored to the insurance domain.

By conducting a trial operation of this interactive AI, initiated in June 2023, our objective is to continue gathering insights and address any remaining risks. Our aim is to roll out this feature for widespread employee usage by the end of fiscal 2024. In addition, we will explore and pursue new use cases that maximize the potential of generative AI, aiming to enhance operational productivity and customer service excellence.

Our commitment lies in driving additional growth by channeling the time generated from these endeavors into creating novel profit opportunities.

Foundation Underpinning Our Intellectual Capital Strategy

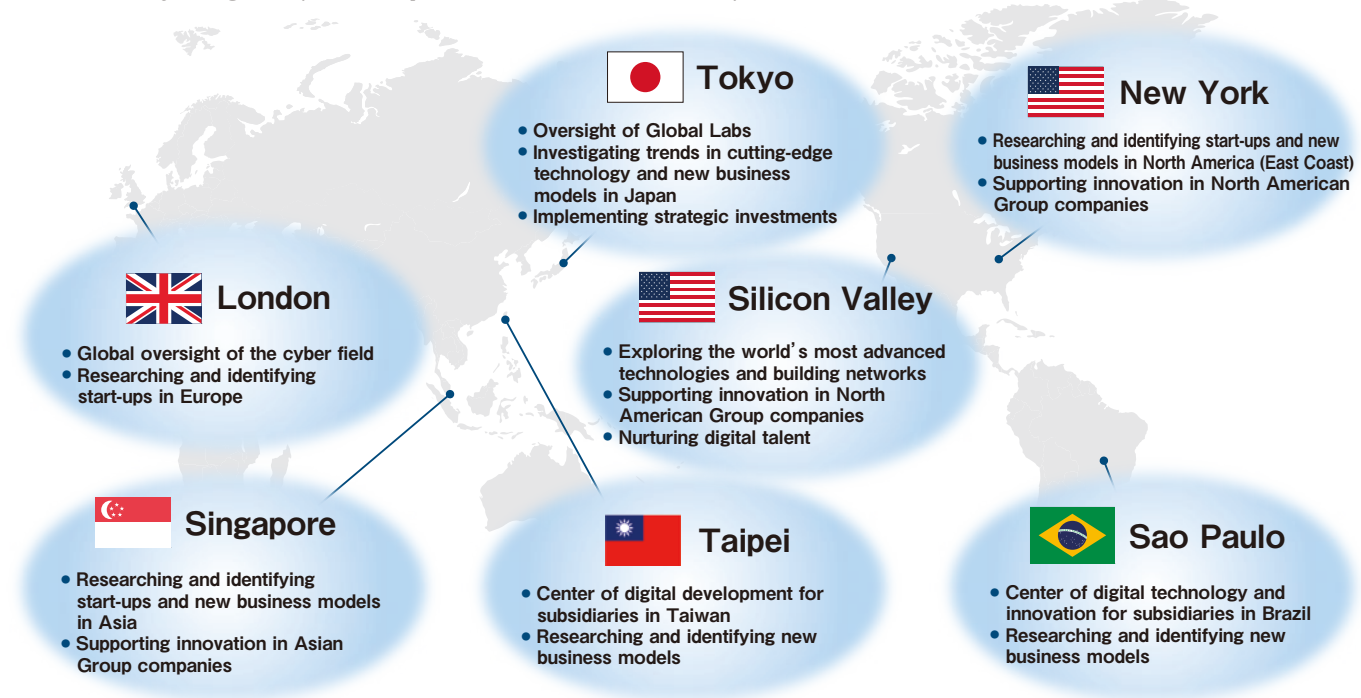
(1) Global Synergies (Development of Global Labs)

In addition, we are dedicated to strengthening collaboration both domestically and internationally in the digital realm. We are actively engaged in fostering digital synergy globally. Through our network of seven Global Labs and the Digital Roundtable that brings together overseas Group companies, we are facilitating the sharing of diverse knowledge and expertise from around the world. This is accelerating digital transformation (DX) across the Group.

(2) Investment in and Development of DX Personnel

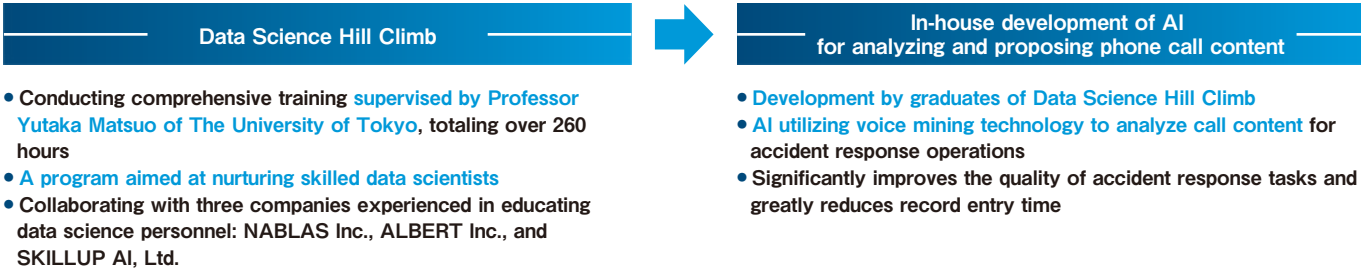
In order to expedite these efforts, investing in and nurturing talent with strong DX skills is crucial. We have brought on board approximately 100 dedicated digital experts, encompassing engineers and designers. Graduates from our internal DX talent development program, known as Data Science Hill Climb, are equipped to lead digitalization efforts as proficient data scientists. Additionally, our Project Request System (see p. 89) enables enthusiastic employees nationwide to contribute to projects across corporate departments at the head office. Through these initiatives, we are fostering a united organization-wide approach to propel our DX strategy.

► **Global Synergies (Development of Global Labs)**



► **Investment in and Cultivation of DX Talent**

Development of the Data Science Hill Climb program for training data scientists internally and advancing the in-house development of AI through its graduates



External Evaluation (DX Stock 2023)

Tokio Marine was again selected as a Digital Transformation Stock (DX Stock) in 2023 following on from our selection in fiscal 2022, marking the first time in the insurance industry to receive the honor two years in a row. This is in recognition of ongoing efforts in the digital domain and is a strong endorsement that empowers us to further accelerate our digital strategy.

Moving forward, we will maximize our intellectual property and further collaborate with external partners in order to boldly take on challenges focused on expanding our presence in the “pre- and post-incident” field.



DX銘柄2023
Digital Transformation






Our efforts to reduce accidents using digital technology and to develop embedded insurance were recognized with selection as a DX Stock 2023.

Evolve into a Company That Always Supports Its Customers

▶ Disaster Prevention Consortium CORE: Working Group Initiatives

Working group's subject		Purpose / content of initiative (examples)
1	Extraction of infrastructure maintenance and management risks through the utilization of remote sensing	[Working Group 4] <ul style="list-style-type: none">• Reduce the time to rebuilding livelihoods and victims' burden by making most of digital technology• Focus on disaster prevention DX, such as "Increasing efficiency / saving manpower of damage surveys using sensors, satellite, etc." and "Simplification of various application/review through public-private information collaboration / PUSH type services"
2	Disaster forecast to support an evacuation	
3	Real time hazard maps	
4	Speeding up damage surveys and rehabilitation / reconstruction by leveraging digital technology	
5	All hazards risk assessment and its utilization for town development / disaster prevention measures	[Working Group 6] <ul style="list-style-type: none">• Research and development of livelihood rebuilding support services for evacuees at home during a disaster• Study a new disaster prevention information system, which links customers to service companies, and aim to achieve "a private sector partnership disaster prevention," which complements public disaster prevention
6	Research on a new disaster prevention information system and consideration of disaster prevention business by applying the system	
7	Preventing disaster and maintaining functions at disaster base hospitals, etc. by utilizing timeline during a flood disaster	[Working Group 7] <ul style="list-style-type: none">• Establish a method for devising an evidence-based, effective timeline disaster prevention plan, which is helpful in maintaining medical functions during a disaster• Share information among various organizations engaged in disaster medical care, and aim to build mechanisms and digital foundations that enable smoother collaboration
8	Considering a BCP for drug supply during a disaster from a regional perspective	
9	Comprehensive resilience support services for buildings and the use of buildings	
10	Information provision services for the maintenance of logistics functions and corporate business continuity during a water-related disaster	

▶ Examples of Partner Platform Utilization and Integration into Products

Launch of Tokio Marine X  Tokio Marine X 	Launch the first fully digitalized product through collaboration with Lawson (since March 2023)	<ul style="list-style-type: none">• Jointly with Lawson, provide "motorcycle theft insurance," a fully digitalized insurance designed for motorcycle users
Collaboration with bolttech Holdings Limited 	Deploy embedded insurance using the bolttech platform (since March 2023)	<ul style="list-style-type: none">• Utilize the bolttech platform that has been applied in 30 countries globally and has already produced successful results in Asia to accelerate deployment
Collaboration with Finatext Ltd.  	Provide Embedded Insurance to GA Technologies Co., Ltd.'s real estate platform (since May 2023)	<ul style="list-style-type: none">• Provide fire insurance embedded in real estate on "RENOSY," an online marketplace for investment property

Reform of Internal Business Processes

▶ Domestic Initiatives

Rigorously reduce internal administration work through the thorough use of digital technology

Efficient contract procedures	Automate insurance payout process
<ul style="list-style-type: none">• Have 80% use the online bank transfer system that started in 2021• Introduce Smart Share Box for digital uploading and cloud storage of contract documents (since October 2022)• Introduce electronic signatures for corporate contracts (since October 2022)	<ul style="list-style-type: none">• Roll out a fully automated system (STP) to all branches covering from initial procedures to insurance payouts online (since August 2022)• Detect misconduct using AI and improve digital tool functionality (since August 2022)• Start trial of AI chatbot aiming for impact during the next MTP (June 2023~)

▶ Overseas Initiatives

Top-line initiatives (growth and increased efficiency for underwriting)		
Asia	Brazil	United Kingdom/United States
Initiative <ul style="list-style-type: none">• Alliance with InsurTech company bolttech, etc. Impact <ul style="list-style-type: none">▶ Acquire expertise and technology in the embedded insurance area, which has significant room for growth▶ Expand sales through collaboration with platformers that have a customer sales network	Initiative <ul style="list-style-type: none">• Develop and provide "Super APP" that links with systems provided by other industries Impact <ul style="list-style-type: none">▶ Enhance the customer base by offering various value-added services including app-based contract procedures, management, customer services, and special offers for using services provided by other industries	Initiative <ul style="list-style-type: none">• Introduce a system that automatically reads necessary information from paper and PDF format broker documents for a more efficient underwriting process Impact <ul style="list-style-type: none">▶ Reduce costs for underwriting department▶ Reduce errors from manual operation and promote appropriate underwriting

Bottom-line initiatives (improve loss ratio/reduce administration costs)		
United States		
Initiative (1) <ul style="list-style-type: none">• Distribute various sensors free of charge to utilize IoT and telematics technology, etc. Impact <ul style="list-style-type: none">▶ Improve the loss ratio by preventing accidents and reducing losses	Initiative (2) <ul style="list-style-type: none">• Use AI in disability insurance to automate claim adjustments Impact <ul style="list-style-type: none">▶ Reduce costs for the claims department▶ Improve the loss ratio by applying resources created to support an early return to work for the insured	Initiative (3) <ul style="list-style-type: none">• Accelerate reduction in administration by combining automation technologies, including robotic process automation (RPA), with outsourcing Impact <ul style="list-style-type: none">▶ Reduce costs for the entire company▶ Utilize resources created to expand sales

Directors and Audit & Supervisory Board Members

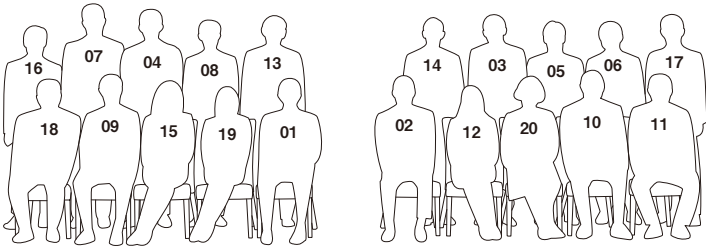


Directors

01 Chairman of the Board Tsuyoshi Nagano	04 Senior Managing Director Yoichi Moriwaki	07 Managing Director Kiyoshi Wada	10 Outside Director Nobuhiro Endo	13 Outside Director Kosei Shindo
02 Representative Director and President & Group CEO Satoru Komiya	05 Representative Director and Senior Managing Director Kichiichiro Yamamoto	08 Director Shinichi Hirose	11 Outside Director Shinya Katanozaka	14 Outside Director Robert Alan Feldman
03 Representative Director and Senior Managing Director Kenji Okada	06 Managing Director Yoshinori Ishii	09 Outside Director Takashi Mitachi	12 Outside Director Emi Osono	15 Outside Director Haruka Matsuyama

Audit & Supervisory Board Members

16 Audit & Supervisory Board Member (Full-Time) Hirokazu Fujita	19 Outside Audit & Supervisory Board Member Nana Otsuki
17 Audit & Supervisory Board Member (Full-Time) Takayuki Yuasa	20 Outside Audit & Supervisory Board Member Junko Shimizu
18 Outside Audit & Supervisory Board Member Akihiro Wani	



Board of Directors' Contribution to Key Issues and

Challenges for Further Enhancement of Corporate Value

Corporate Governance Dialogue

with the Chairman of the Board, Chairman of the Nomination Committee, and Chairman of the Compensation Committee



Tsuyoshi Nagano

Chairman of the Board

Shinya Katanozaka

Outside Director
Chairman of the Nomination Committee

Nobuhiro Endo

Outside Director
Chairman of the Compensation Committee

The three directors who support the corporate governance of the Tokio Marine Group gathered together to give their opinions on the Board of Directors' contribution to recent key issues and challenges for further enhancement of corporate value.

Board of Directors' Contribution to Key Issues

The COVID-19 losses in Taiwan were a key issue in fiscal 2022.
What was the discussion in the Board of Directors?

Secretariat: The COVID-19 losses at the Tokio Marine Taiwanese joint venture announced in August 2022 came as a

major surprise. Initially, there were critical voices from the capital markets, asking if it was really necessary to respond to the capital increase and if there would be similar problems at other small, medium, and minor entities. In this context, the capital markets show a strong interest in the content of discussions by

the Board of Directors.

Nagano: First of all, as Chairman of the Board, I would like to apologize for causing concern to the people of the capital markets regarding this matter. As explained by our executives so far, this event occurred due to the change in Taiwan from a zero COVID-19 policy to a coexisting with COVID-19 policy and impacted the whole of the Taiwanese market. However, the loss based on the Tokio Marine equity was about 100 billion yen, and I take it seriously as management because of its scale.

Katanozaka: I took the stage at the IR conference in May 2023, where I received questions directly from an analyst about this issue. I answered the question of why the Board of Directors of the Company decided to increase the capital when Tokio Marine,

which was a minority at the time, was not legally obligated to cover the excess liabilities as follows.

- With regard to the portion of the capital increase to be allocated to the payment of claims, the Board of Directors believes that it is the insurer's responsibility to pay the claims and bear an appropriate burden for that purpose, and made its decision in consideration of its global reputation.
- With regard to the portion to capture future growth in the Taiwanese market, based on detailed figures and facts, we discussed the future of the Taiwanese market and the growth strategies of the Taiwanese joint venture, and evaluated that the economic rationale was comparable to other M&A deals that Tokio Marine has implemented to date.

Nagano: A total of five Board of Directors meetings were held to fully share information and discuss this matter. We spent a lot of time not only on the decision concerning the capital increase that Mr. Katanozaka explained, but also on identifying the true cause of the situation and on the growth strategy of the Taiwanese joint venture and strengthening our Group-level structure based on the true cause. Outside Directors and outside Audit & Supervisory Board members pointed out many things and gave very useful advice from various angles ranging from management of overseas subsidiaries to geopolitical risks.

This is something I always try to do, and I want to be open to Outside Directors and outside Audit & Supervisory Board members, even regarding embarrassing topics, and to engage in candid discussions. By putting this into practice, I think we were able to make the right management decisions, from identifying the true cause of the problem, to increasing our capital and acquiring a major share, and then to formulating measures to strengthen our management structure.

Endo: When a problem arises, as in this case, it is easy to get caught up in the idea of solidifying local top management with people from the headquarters side. While this does not negate the value of having members of the headquarters on the ground, including more sophisticated risk controls and better reporting to

headquarters, it is important to understand that local people will always be needed to fully understand the local context and possibly to engage in tough negotiations with stakeholders. In that regard, after Tokio Marine acquired a major share, it dispatched the Chairperson of the Board as well as an expert in risk control from Tokyo as a CRO as a matter of course, but it appointed as the President a local person who was familiar with the local insurance market. I think that was the right decision.

In addition, market events such as infectious diseases and natural catastrophes can occur anywhere in the world, and from the perspective of taking advantage of the lessons learned this time, it is also worthy of praise that initiatives to advance ERM management at small, medium, and minor entities (see p. 125) are accelerating on a global basis.

Katanozaka: I offered the advice that to strengthen our cultural fit with local partner companies, it is important to have closer communication with top management and to reform the workplace culture. Under the Tokio Marine Group Purpose, front-line workers and top management, as well as the partner company and Tokio Marine, need to forge stronger ties and turn problems into opportunities.

I think it was very positive for the future that Mr. Komiya, the CEO, visited the site in person and deepened communication with the top management of the partner company.

Nagano: As you said, I think it is really important to continue our efforts to spread our corporate culture, even at our small, medium, and minor entities.

Katanozaka: I also raised a few other questions and issues. For example, in Asian regions where various issues such as politics and ethnicity are interwoven, it is essential to improve a wide range of intelligence that goes beyond areas directly related to Tokio Marine operations.

Endo: I agree, and to continuously develop the Taiwanese joint venture in the future, we need to evolve so that we can firmly grasp changes that are difficult to predict, such as changes in COVID-19 policy, and build a strategy based on that.

Nagano: I would like to thank the Outside Directors and outside Audit & Supervisory Board members again for their advice and judgment on this matter from a high-level perspective. But what's really important is the execution phase. We will make steady efforts toward the sustainable growth of the Taiwanese joint venture, including reforming our corporate culture and enhancing our intelligence. We hope that Outside Directors and outside Audit & Supervisory Board members will continue to make fact-based judgments while receiving status reports from the executive officers.



Tsuyoshi Nagano

Tokio Marine announced in May 2023 that it would accelerate the sale of business-related equities. What was discussed by the Board of Directors?

Secretariat: Even before the establishment of the Corporate Governance Code, Tokio Marine had positioned the reduction of business-related equities as an important management task and has been promoting the sale of business-related equities for the 20 years from fiscal 2002. In May 2022, the policy was revised, and it was announced that they would continue to be sold. Subsequently, we announced in November 2022 that we would accelerate the pace of the sale, and in May 2023 that we would front-load the acceleration (600 billion yen or more over the four years from fiscal 2023 to fiscal 2026). These initiatives have been well received by the capital markets.

On the other hand, there are various opinions on business-related equities. For example, some shareholders are opposed to the appointment of the top management when the amount of business-related equity exceeds a certain level of net assets. Please tell us about the "Evaluation of Tokio Marine's Stance and Initiatives for the reduction of business-related equities" and "Discussions by the Board of Directors."

Katanozaka: As the secretariat explained, Tokio Marine has taken a series of measures to meet the expectations of investors regarding the sale of business-related equities. All directors unanimously agree with this policy and direction. Tokio Marine also owns shares in ANA Holdings, of which I am Chairman, and I myself believe that accelerating sales is the right direction, and of course shares of ANA are no exception.

The Board of Directors discussed not only the pros and cons of the revision of the Guidelines, but also the feasibility of accelerating sales. Specifically, what impact the new policies would have on our client companies, what kind of message would be appropriate to negotiate reductions without damaging our business relationship, and would the sales departments involved in sales negotiations face considerable difficulties were discussed.

Outside Directors and outside Audit & Supervisory Board members are usually strict, but I was a little surprised at the fact that they made a lot of comments on the executive side, ha ha.

Endo: I was one of them, ha ha. The most important thing in business is the balance among stakeholders. While reduction is a major premise, for customers who are concerned about the impact on the stock price, we should listen to their requests as carefully as possible, such as to proceed with the sale within a time frame and try to respond accordingly.

Nagano: When I was CEO, I remember being told in a dialogue with investors that they decide whether to take equity risks from other companies, so they wanted us to take risks in our core business. We cannot deny the views of our customers we heard from Mr. Endo or the views of those investors. As Mr. Endo pointed out, we must listen carefully to the opinions of our stakeholders and continue to engage in careful dialogue with them as we move steadily forward with sales.

Katanozaka: At an in-house meeting in October 2022, the directors in charge expressed gratitude to the sales department managers who were responsible for day-to-day operations, including sales negotiations. I think it's tough on the front line,



Shinya Katanozaka

but I think they can work with a sense of security that they have approval from the executives.

Endo: Another important aspect of the sale of business-related equities is the question of how to use the capital and funds generated from the sale.

Nagano: It has been discussed many times in Board of Directors' meetings and strategy discussions. You are exactly right. To date, Tokio Marine has used the capital and funds generated through the sale of business-related equities in overseas M&A, and we have realized global risk diversification and sustainable profit growth by shifting equity risk to overseas insurance risk, which has a low correlation with domestic non-life insurance. Although it goes without saying that overseas M&A will continue to be one of the candidates for the use of capital and funds in the future, in addition to this, we will further diversify risk and achieve sustainable profit growth by making greater use of our human and intellectual capital and more capital-efficient fee businesses that contribute to the realization of our Purpose, such as disaster prevention and mitigation. As a result, we will increase returns to our customers and shareholders.

At Tokio Marine, we believe it is our management responsibility to continue to demonstrate to our stakeholders that we will do what needs to be done to improve Tokio Marine's corporate value and that we will follow the right path.

In the era of VUCA, what are the challenges for Tokio Marine, as a global company, to further increase corporate value?

Secretariat: With our Purpose as our starting point, Tokio Marine has been able to solve social issues and increase corporate value as a result. Although these strategies will not change in the future, please tell us your thoughts on what Tokio Marine, as a global company, needs to do to further increase its corporate value in an era when social issues are expanding and becoming increasingly complex.

Katanozaka: Steady progress has been made in global risk diversification (see pp. 27–29), one of the strengths of Tokio Marine. As Mr. Nagano mentioned earlier, by expanding both our domestic and international businesses, which have a low correlation with each other, we have increased the diversification effect from 30% in fiscal 2013 to 47% in 10 years. In the unprofitable domestic fire insurance markets, we have been able to implement comprehensive measures over the past four years, including rate increases, product revisions, and reinsurance cycle management. Even amid the materialization of unexpected risks such as natural catastrophes and COVID-19, I think there has been sufficient speed in responding to risks to Tokio Marine.

On that basis, if I were to raise one issue, it would be the issue of residential fire insurance in the United States. An increasing number of insurance companies are withdrawing from California, where wildfires are growing in scale. We also hear that the number of so-called “insurance refugees” who cannot get insurance as a result of soaring insurance premiums is increasing in Florida, where hurricane damage is worsening.

Nagano: Insurance serves as “social infrastructure.” However, if the economic value of an insurance company is damaged, it will not be able to run its business, and as a result, it will not be able to fulfill its role as “social infrastructure.” In this era of VUCA, we are confronted with the difficulty of balancing the “social value” and “economic value” of insurance companies.

Endo: This is a very difficult problem, but I think one solution lies in data. VUCA is a result of being unable to see the future, so if you can use the power of “data” to figure out the true cause, you can see the future. This ability to see ahead is the method to escape from VUCA. At the end of the day, the insurance business is a human business. Of course, the situation differs depending on the country or region, but there must be many things in common across the world. Accordingly, I would like to see Tokio Marine further strengthen its systems and capabilities to accumulate and analyze information on a global basis, including industry-academia collaboration, and continue to protect our customers and society in times of need on a global basis.

In addition to strengthening our core insurance business, Tokio Marine plans to expand its business into preparation and recovery areas such as preventing and mitigating disasters, preventing disease, and promoting early recovery and preventing recurrence. I believe that data will be a key success factor in these areas as well.

Nagano: That’s right. To achieve our Purpose, Tokio Marine is looking to go beyond the framework of traditional insurers and into the preparation and recovery of insured events, but this is unknown territory that no insurer in the world has touched. To create new value, in addition to the data mentioned by Mr. Endo, we believe that diversity of human resources is essential. I am aware that one of the most important issues for the future is how to match Tokio Marine’s strategies with human resources strategy.

Endo: To create innovation, it is essential to accept a variety of differences, such as age, gender, nationality, and the presence or absence of disabilities, to discuss, and to make use of the diversity of discussions. To take full advantage of this diversity, I think we should put even more effort into building a corporate culture that respects individual independence and a personnel system that values that.

Katanozaka: By individual independence we mean someone focused who can say “no” to the company or the president. What



kind of employee were you, Mr. Nagano?

Nagano: Now that you mention it, I might have been a little like that. When we acquired PHLI of the United States in 2008, I was unofficially told by Mr. Sumi, the president at the time, to oversee this deal as the director in charge of corporate planning. At the time, I said that in the middle of the subprime crisis, a deal worth 500 billion yen was risky, and it was time to solidify our position. In the end, I was persuaded by him to focus on PMI with an emphasis on cultural fit so that I could fulfill my roles. And you know the results of the acquisition. It was the second successful large-scale M&A after TMK.

Endo: If you look at the results alone, you might say, “Mr. Sumi was right,” but the important thing in this discussion is whether there is an environment in which individuals can say what they think to anyone, even the president. In other words, to make the most of diversity, it is important to have a culture that allows for failures and mistakes. I want to leave big and difficult work where people expect mistakes to young people, more and more, and I want them to firmly inherit a “focus” like Mr. Nagano.

Nagano: I believe that the essence of global management lies in diversity and culture.

First, we must create new value by incorporating diversity into our business. For example, in fiscal 2022, two top executives of acquired companies were newly appointed as Executive Vice Presidents and asked to participate and play active roles at the Group level. They and the Japanese C-suite led by the CEO, Mr. Komiya, discuss priority issues of the entire Group about twice a week.

However, the more diversity you incorporate, the more difficult it is to determine the direction in which the members are heading.

Therefore, through the spread of culture, we can unite various members as a team.

Tokio Marine’s global integrated group management (see pp. 30–33) is now in its eighth year, and we believe it has evolved into the best for Tokio Marine. However, I hope that Tokio Marine will continue to evolve agilely in line with the changes of the times and the direction it is heading.

Nagano: The Company’s Board of Directors and Audit & Supervisory Board were reorganized in July 2023. With the addition of three outside directors, including one foreign director, and one outside Audit & Supervisory Board member, the Company now has a total of 20 officers, half of which are internal officers and half external. Mr. Katanozaka is the chairman of the Nomination Committee, and Mr. Endo is the chairman of the Compensation Committee.

As I have mentioned, in the era of VUCA, of course, the content of the discussions by the Board of Directors will change from time to time, but the roles of the Board of Directors in Tokio Marine have not changed at all.

As a spokesperson for stakeholders, the Board of Directors is the last stronghold to answer the questions of if Tokio Marine will solve social issues through its corporate activities, and if the results will lead to sustainable improvements in corporate value, and whether Tokio Marine leads businesses and society to the future through the realization of its Purpose.

We have been and will continue to engage in substantial discussions toward the realization of our Purpose and the enhancement of corporate value.

Secretariat: Thank you for taking time out of your busy schedule today.



Corporate Governance

A Hybrid Governance Structure That Combines Management and Monitoring Functions

The corporate governance system of the Company is designed as a hybrid structure whereby the Nomination Committee and the Compensation Committee are established in addition to the structure of a company with an Audit & Supervisory Board.

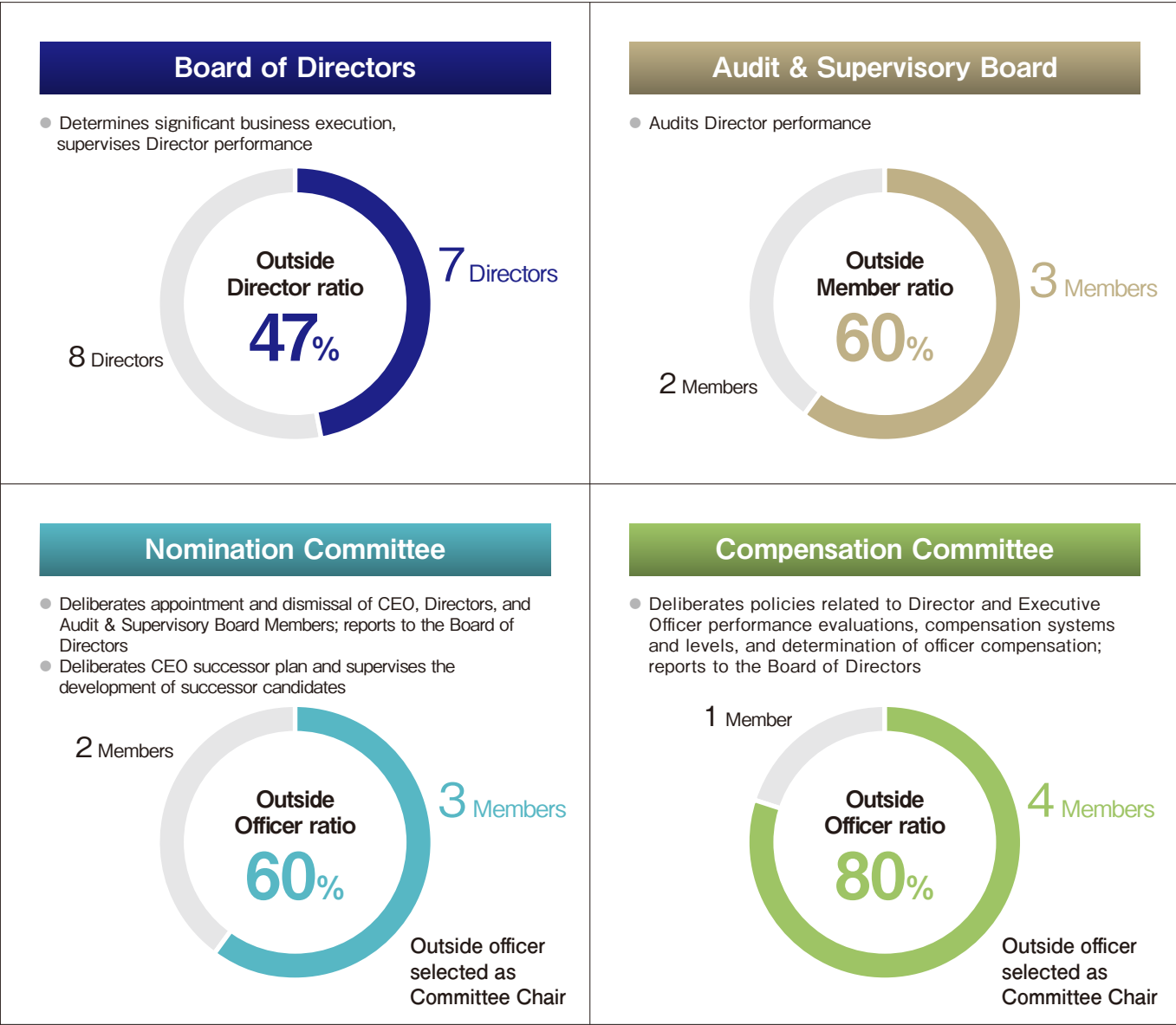
As an insurance holding company, the Company determines significant business execution by resolution of the Board of Directors and emphasizes making high-quality decisions that reflect the insight of Outside Directors and outside Audit & Supervisory Board members.

Moreover, to increase the monitoring function of the Board of Directors, the rate of outside directors should generally exceed 1/3, with 47% currently being outside directors. Furthermore, the Nomination Committee and the Compensation Committee, which ensure transparency in the process of determining the nomination and remuneration of Directors, consist of a majority of outside officers and are both chaired by an outside officer.

Since its founding in 2002, the Company has worked to improve its corporate governance. In this way, we have determined that the current system, which emphasizes management functions while also ensuring monitoring functions, is optimal at this point in time.

However, we also believe that we must be in constant pursuit of the most optimal solutions to improve monitoring functions, including ways of institutional designing, increasing the number of non-Japanese directors, and increasing the ratio of outside directors and female directors.

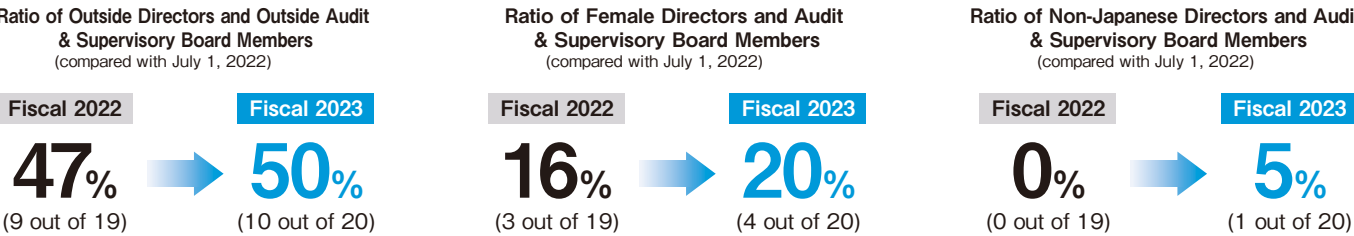
Corporate Governance System



Record of Measures to Strengthen Corporate Governance

	FY2002	FY2004	FY2005	FY2011	FY2013	FY2015	FY2016	FY2017	FY2018	FY2019	FY2021	FY2022	FY2023
Structure	April Millea Holdings (currently Tokio Marine Holdings) established as a company with an Audit & Supervisory Board												
	July Nomination Committee and Compensation Committee discretionally established												
	November Evaluations of effectiveness of the Board of Directors (surveys administered to all Directors and Audit & Supervisory Board Members) commenced												
	November The first evaluations of effectiveness of the Board of Directors by a third-party organization												
Membership	Outside Directors												
	3												
	June 4												
Outside Audit & Supervisory Board Members	June Ratio of Outside Directors raised to one-third												
	June First non-Japanese Outside Director appointed												
Non-Japanese Executive Officers	2												
	3 (decreased in fiscal 2005)												
Policies	April Millea Group Corporate Philosophy established												
	May Corporate Governance Policy formulated												
Compensation	May Corporate Governance Policy renamed Tokio Marine Holdings Fundamental Corporate Governance Policy												
	November Tokio Marine Holdings Fundamental Corporate Governance Policy revised (Major areas of revision: Appointment conditions and dismissal policies for the President)												
Compensation	June First non-Japanese Executive Officer appointed												
	August 4												
Compensation	June 6												
	April 5												
Compensation	April 6												
	June 5												
Compensation	April 6												
	April 7												
Compensation	July Stock ownership plan introduced												
	July Same as previous update												
Compensation	July Ratios of performance-linked bonuses increased for certain officers												
	July Non-financial indicators added to performance-linked bonuses												

Diversity in the members of the Board of Directors and Audit & Supervisory Board is accelerating.



Skills of Directors and Audit & Supervisory Board Members

Tokio Marine Group is conducting business globally as an insurance group. As part of that, the Company, as the insurance holding company taking charge of the Group, is building highly sound and transparent corporate governance and internal control as well as administering Group companies as appropriate. The Board of Directors in this company with an Audit & Supervisory Board makes important business decisions as well as supervises the work of the directors.

For the Board of Directors to properly fulfill its role, the board needs to possess the necessary skills on the bases of the business content, business development, governance structure, and so forth of Tokio Marine Group. Moreover, the necessary skills will differ depending on changes in the business environment. To facilitate important business decisions and proper supervision in the Company, board members first need to deeply understand the business, which means having a thorough understanding of the “insurance business.” Moreover, the basis of all decision-making is skills in “financial economics,” “financial accounting and finance,” “legal compliance,” “human resources strategy,” and “governance and risk management.” Moreover, as the planet’s environment and technological innovation have become issues for society, the importance of skills pertaining to “environment” and “technology” is growing as well.

In addition, Directors are expected to have skills relating to “internationality” and “business administration.” Considering our global

business reach, insights from global environmental awareness and business administration are extremely beneficial for Tokio Marine Group.

We also consider it preferable for the Audit & Supervisory Board members to have skills similar to those of the members of the Board of Directors, so that they can properly audit the work of the Board of Directors. Skills in “financial accounting and finance” are thought of as especially important.

Based on this direction, we appoint as outside directors not only four with business administration experience (of whom one has extensive experience as a business administration consultant) but also one with experience in scholarship, as an economist, and as a lawyer. Moreover, the outside directors also include a lawyer, an analyst, and an academic expert. Most of the outside directors have rich international experience. In this way, the Board of Directors and the Audit & Supervisory Board consist of members with diverse skills. Within the framework of the Board of Directors, etc., the outside directors provide advice about the management of the Company based on these skills. In addition, from a gender perspective, we have appointed two female directors and two female Audit & Supervisory Board members so that the ratio of female members of the Board of Directors and the Audit & Supervisory Board is 20%.

Name	Positions and key responsibilities		Skills and experience									
			Corporate Management	Finance & Economy	Accounting	Legal & Compliance	Environment	Human Resources Strategy	Governance & Risk Management	Technology	Internationality	Insurance Business
Tsuyoshi Nagano	Chairman of the Board		○	○					○		○	○
Satoru Komiya	President & Chief Executive Officer	Group CEO (Group Chief Executive Officer) Group CCO (Group Chief Culture Officer)	○	○				○			○	○
Kenji Okada	Senior Managing Director	Group CFO (Group Chief Financial Officer)		○	○	○			○		○	○
Yoichi Moriwaki	Senior Managing Director	Group CSO (Group Chief Strategy and Synergy Officer)		○	○		○	○		○		○
Kichiichiro Yamamoto	Senior Managing Director	Head of International Business Co-Head of International Business		○	○				○		○	○
Yoshinori Ishii	Managing Director	Group CLCO (Group Chief Legal and Compliance Officer)				○		○	○			○
Kiyoshi Wada	Managing Director	Group COO (Group Chief Operating Officer) Group CSUO (Group Chief Sustainability Officer)		○	○		○				○	○
Shinichi Hirose	Director		○	○				○				○
Takashi Mitachi	Outside Director		○	○	○		○		○	○	○	
Nobuhiro Endo	Outside Director		○	○					○	○	○	
Shinya Katanozaka	Outside Director		○	○				○	○		○	
Emi Osono	Outside Director		○				○		○		○	
Kosei Shindo	Outside Director		○	○			○	○			○	
Robert Alan Feldman	Outside Director		○	○	○		○		○	○	○	
Haruka Matsuyama	Outside Director			○	○	○			○			
Hirokazu Fujita	Audit & Supervisory Board Member (full-time)			○	○				○		○	○
Takayuki Yuasa	Audit & Supervisory Board Member (full-time)		○	○	○	○			○			○
Akihiro Wani	Outside Audit & Supervisory Board Member			○	○	○			○		○	
Nana Otsuki	Outside Audit & Supervisory Board Member			○	○		○		○		○	
Junko Shimizu	Outside Audit & Supervisory Board Member			○	○		○		○		○	

Principal Activities

In order to build the Board of Directors for sustainable improvement of corporate value, we appoint Outside Directors in consideration of the overall skills composition of the Board of Directors and the balance of their terms in office, so that these Outside Directors can provide highly effective supervision and advice.

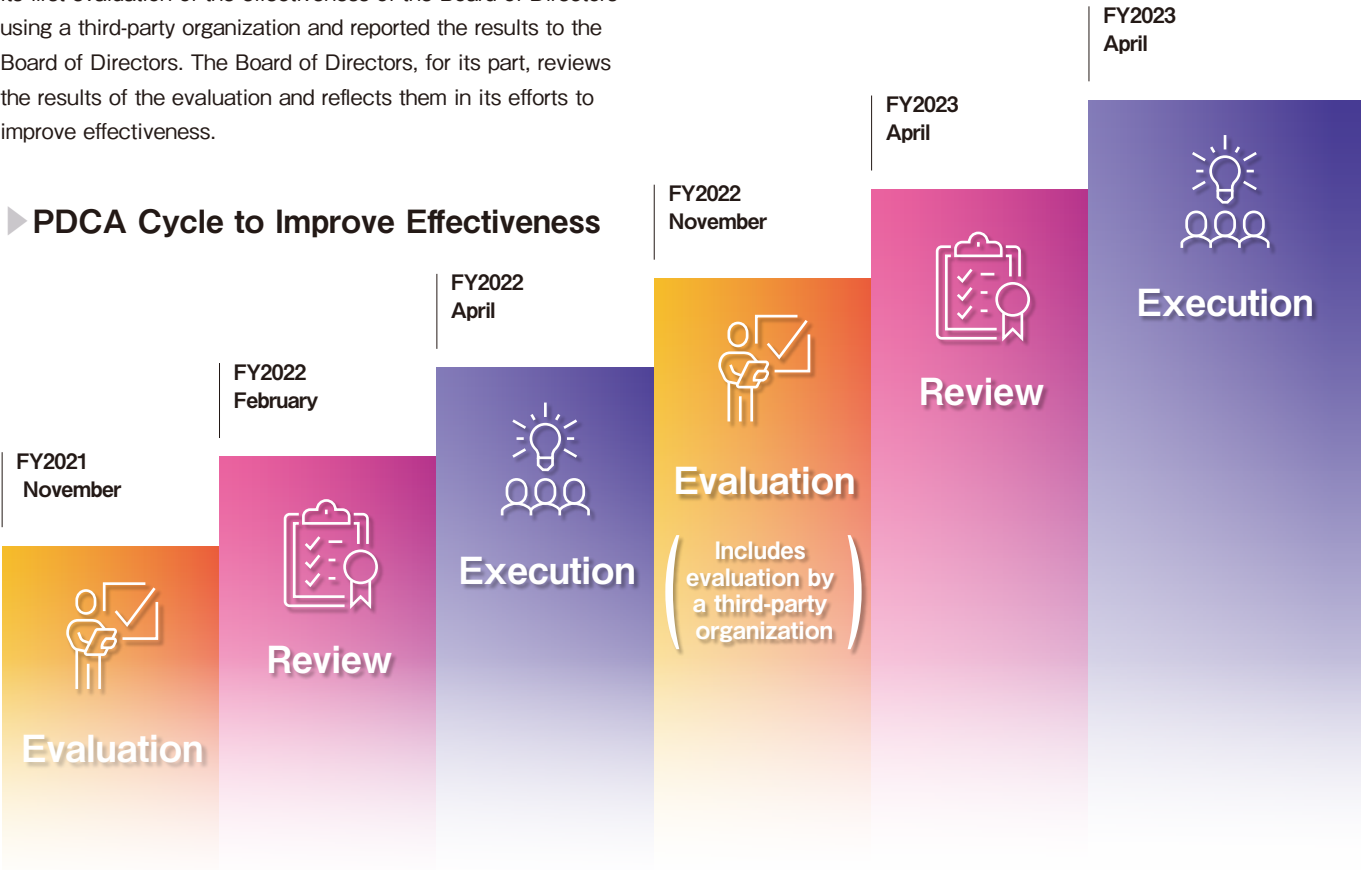
Name	Current term in office	Attendance at board meetings, etc.	Major activities including the remarks made at board meetings, etc.
Akio Mimura (outside director)	12 years and 9 months	He attended nine out of 10 meetings of the Board of Directors in fiscal 2022.	He has fulfilled his supervisory functions by presenting inquiries and remarks at the Board of Directors' meetings based on his insight as a specialist in business management acquired through many years of experience in a management role. In addition, as the chair of the Nomination Committee and the Compensation Committee, he has contributed to the fulfillment of supervisory functions through nominations, performance evaluations, and the establishment of an appropriate compensation system of directors, etc.
Masako Egawa (outside director)	7 years and 9 months	She attended all 10 meetings of the Board of Directors in fiscal 2022.	She has fulfilled her supervisory functions by presenting inquiries and remarks at the Board of Directors' meetings based on her insight into corporate management acquired through many years of experience in financial institutions, involvement in academic activities related to corporate governance, and experience at The University of Tokyo as an Executive Vice President. In addition, as a member of the Nomination Committee and the Compensation Committee, she has also contributed to the fulfillment of supervisory functions through nominations, performance evaluations, and the establishment of an appropriate compensation system of directors, etc.
Takashi Mitachi (outside director)	5 years and 9 months	He attended all 10 meetings of the Board of Directors in fiscal 2022.	He has fulfilled his supervisory functions by presenting inquiries and remarks at the Board of Directors' meetings based on his insight as a specialist in business management acquired through many years of experience in a consulting firm and a management role. In addition, as a member of the Nomination Committee and the Compensation Committee, he has also contributed to the fulfillment of supervisory functions through nominations, performance evaluations, and the establishment of an appropriate compensation system of directors, etc.
Nobuhiro Endo (outside director)	3 years and 9 months	He attended all 10 meetings of the Board of Directors in fiscal 2022.	He has fulfilled his supervisory functions by presenting inquiries and remarks at the Board of Directors' meetings based on his insight as a specialist in business management acquired through many years of experience in a management role. In addition, as a member of the Nomination Committee and the Compensation Committee, he has also contributed to the fulfillment of supervisory functions through nominations, performance evaluations, and the establishment of an appropriate compensation system of directors, etc.
Shinya Katanozaka (outside director)	2 years and 9 months	He attended all 10 meetings of the Board of Directors in fiscal 2022.	He has fulfilled his supervisory functions by presenting inquiries and remarks at the Board of Directors' meetings based on his insight as a specialist in business management acquired through many years of experience in a management role. In addition, as a member of the Nomination Committee and the Compensation Committee, he has also contributed to the fulfillment of supervisory functions through nominations, performance evaluations, and the establishment of an appropriate compensation system of directors, etc.
Emi Osono (outside director)	1 year and 9 months	She attended all 10 meetings of the Board of Directors in fiscal 2022.	She has fulfilled her supervisory functions by presenting inquiries and remarks at the Board of Directors' meetings based on her insight into corporate management acquired through many years of research into corporate strategy, etc. In addition, as a member of the Nomination Committee and the Compensation Committee, she has also contributed to the fulfillment of supervisory functions through nominations, performance evaluations, and the establishment of an appropriate compensation system of directors, etc.
Akinari Horii (outside Audit & Supervisory Board member)	11 years and 9 months	He attended all 10 meetings of the Board of Directors and all 10 meetings of the Audit & Supervisory Board in fiscal 2022.	He has fulfilled his audit functions by presenting inquiries and remarks based on his insight acquired through many years of experience in his role as an executive or a regular employee of the Bank of Japan.
Akihiro Wani (outside Audit & Supervisory Board member)	8 years and 9 months	He attended all 10 meetings of the Board of Directors and all 10 meetings of the Audit & Supervisory Board in fiscal 2022.	He has fulfilled his audit functions by presenting inquiries and remarks based on his insight acquired through many years of experience in his role as an attorney at law.
Nana Otsuki (outside Audit & Supervisory Board member)	4 years and 9 months	She attended all 10 meetings of the Board of Directors and all 10 meetings of the Audit & Supervisory Board in fiscal 2022.	She has fulfilled her audit functions by presenting inquiries and remarks based on her insight which was acquired through many years of experience as an analyst in financial institutions.

Note 1: As of March 31, 2023
2: Descriptions in the “Attendance at board meetings, etc.” and “Major activities including the remarks made at board meetings, etc.” include attendance at Audit & Supervisory Board meetings and major activities including the remarks made at Audit & Supervisory Board meetings of outside Audit & Supervisory Board members.
3: All 10 Board of Directors’ meetings held during fiscal 2022 were ordinary meetings. All 10 Audit & Supervisory Board meetings held during fiscal 2022 were ordinary meetings.

Initiatives to Improve the Effectiveness of the Board of Directors

Method of Effectiveness Evaluations

Once a year, the Company evaluates the effectiveness of the Board of Directors covering all Directors and Audit & Supervisory Board members. In fiscal 2022, with the aim of further fulfilling the functions of the Board of Directors, the Company conducted its first evaluation of the effectiveness of the Board of Directors using a third-party organization and reported the results to the Board of Directors. The Board of Directors, for its part, reviews the results of the evaluation and reflects them in its efforts to improve effectiveness.



Fiscal 2022 Evaluation method by a third-party organization

Period	November 2022 to January 2023
Target	All directors and auditors
Main contents	(1) Roles and functions of the Board of Directors (2) Response to the results of last year’s evaluation of effectiveness (3) Composition, roles, and operation status of the Nomination Committee and the Compensation Committee (4) Support system for Outside Directors (5) Governance system of the Company and overall effectiveness of the Board of Directors (6) Self-evaluation of the functioning of the Board of Directors and Audit & Supervisory Board members

Fiscal 2022 Evaluation of Effectiveness and Fiscal 2023 Operation Policy

The Company has been conducting evaluations of effectiveness of the Board of Directors using surveys prepared in-house. However, with the aim of (1) avoiding complacency and (2) eliciting the true feelings of Outside Directors and outside Audit & Supervisory Board members, this year, we conducted an evaluation of effectiveness of the Board of Directors using a third-party organization. The third-party organization has evaluated that the Board of Directors and the Audit & Supervisory Board members appropriately fulfill their respective roles and functions, thereby ensuring the high effectiveness of the Board of Directors.

Fiscal 2022 evaluation of effectiveness and fiscal 2023 operation policy
(Report to the Board of Directors in April 2023)

(1) Overall evaluation

A third-party organization evaluated the Company’s Board of Directors as an organization where many important management issues were discussed under appropriate agenda setting and management, with the chairperson, internal and outside Directors, and Audit & Supervisory Board members fulfilling their roles and functions appropriately. The Board of Directors also conducted a review of the evaluation results of the third-party organization and confirmed again that the functions of the Board of Directors had been fully demonstrated, as was the case with effectiveness evaluations results based on the in-house survey. The main review results of the Board of Directors are as follows.

- Free and open-minded discussions are taking place and governance functions well.
- Consider securing more discussion time and opportunities to discuss medium- to long-term strategies and directions and to enhance discussions to realize them.

(2) Main proposals from third-party organizations and future policies

(Proposal 1)
Although there are time constraints in the Board of Directors meetings, it is desirable to secure discussion time and opportunities for enhancing deliberations on medium- to long-term themes.

(Response 1)
Add Board of Directors meeting slots and work to secure time for discussions.

(Proposal 2)
It would be better to report the details of the discussions by the Nomination Committee and the Compensation Committee to the Board of Directors.

(Response 2)
After clarifying the content to be shared with the Board of Directors, we will work to enhance the content of reports to the Board of Directors.

(3) Operation policy for fiscal 2023

It is extremely important for the Board of Directors to fulfill its expected roles in enhancing corporate value. In order to further improve the effectiveness of the Board of Directors, we will steadily respond to the proposals from the third-party organization and continue to study this matter.

Leveraging Outside Officers’ Expertise

When discussing and formulating business strategies for sustainable corporate growth and corporate value improvement over the medium to long term, the Company seeks to make the most of insights from outside directors and Audit & Supervisory Board members. It is for this purpose that the Board of Directors holds “Discussions on Corporate Strategy,” which are discussions about themes such as the current management environment and management challenges. The themes are selected based on questionnaire responses from directors and Audit & Supervisory Board members as well as themes that come up at “independent officers’ meetings.”

The following themes were discussed in fiscal 2022, and similar discussions will be held in fiscal 2023.

The Company also holds one meeting a year that is attended by independent officers only. It is entirely conducted by independent officers, including establishing agenda items. Opinions are exchanged objectively and from broad perspectives. In fiscal 2022, discussions were held on corporate culture, compliance, and other issues, with recommendations made based on these discussions.

► “Discussions on Corporate Strategy” Themes

Fiscal Year	Themes
FY2022	(1) Direction of the formulation of the next Mid-Term Business Plan We back-casted from our medium- to long-term vision and discussed the changes in our operating environment and strategies based on them. (2) Domestic non-life insurance strategies We discussed the medium- to long-term impact of environmental changes on domestic non-life insurance businesses and the roles of each company based on these factors. (3) Human resource strategies We discussed what Tokio Marine Group values, the competencies of human resources we seek, and personnel strategies based on the management strategies. (4) Cybersecurity Discussions were held on the environment and the overall picture of issues and measures in the Tokio Marine Group related to cybersecurity. (5) Exchange of opinions with management of overseas subsidiary The CEO of Pure (United States) gave a presentation on his company’s business conditions, etc., and we exchanged opinions by asking various questions.
FY2021	(1) Exchange opinions with overseas subsidiary heads CEOs from TMSR (Brazil) and TMHCC (US) gave presentations on the current state of their respective companies, exchanging opinions through a Q&A format. (2) Asia non-life insurance business strategies Held discussions on Asia non-life insurance business strategies with the participation of the Executive Officer in Charge of Asia and the CEO of our local subsidiary in Thailand. (3) Tokio Marine Group new business strategies Held discussions regarding risks and opportunities of new business.
FY2020	(1) The next Tokio Marine Group Mid-Term Business Plan; (2) exchanging opinions with overseas subsidiary heads; (3) Tokio Marine Group domestic life and non-life insurance business strategies; (4) Tokio Marine Group digital strategies; and (5) direction of human resource strategies
FY2019	(1) Tokio Marine Group CSR/Sustainability initiatives and SDGs; (2) exchanging opinions with overseas subsidiary heads; and (3) Tokio Marine Group digital strategies
FY2018	(1) Tokio Marine Group domestic life and non-life insurance business strategies; (2) direction of human resource strategies; (3) exchanging opinions with overseas subsidiary heads; and (4) Tokio Marine Group digital strategies

(Reference) Provision of Information to Outside Directors

- We held a meeting to exchange opinions between Outside Directors and mid-level employees.

Succession Management

Roles of the Nomination Committee

1. The Company shall establish the Nomination Committee as an advisory body to the Board of Directors.
2. The Nomination Committee shall deliberate on the following matters and report to the Board of Directors:
(1) Appointment and dismissal of the President, Directors, Audit & Supervisory Board Members, and Executive Officers
(2) Appointment requirements and dismissal policies for the President, Directors, Audit & Supervisory Board Members, and Executive Officers
3. The Nomination Committee shall deliberate on the succession plan for the President, and appropriately supervise the operation of the plan so that the development of successor candidates is carried out in a planned way.
4. The Nomination Committee shall specify the skills, etc., required of Directors and Audit & Supervisory Board Members and use that as a reference for deliberations on the appointment and dismissal under Paragraph (2), Item (1).

CEO Selection Criteria

- Having the qualities to lead the business to sustainable growth and medium- to long-term improvements in the corporate value of the Group
- Good understanding of the Company’s business conditions
- Broad knowledge needed for corporate management
- Sufficient decision-making ability
- Properly exercising one’s competencies as an officer, past achievements and experiences, personal character, etc.

Likewise, regarding the succession of others on the management team (including foreign national officers) who are not the CEO, discussions are held at talent management meetings where principal officers participate, while training plans and other matters are reported to the Nomination Committee.

In April 2023, the Group established TLI, a Group-wide global human resource development program to foster future management candidates (see pp. 30, 31 for details). In addition, specific training measures are implemented in a planned way so that the managerial capabilities of candidates are honed, for example, by dispatching them to external executive programs (training) where they study together with management from other companies.

Nomination Committee Members

The majority of the Nomination Committee consists of outside officers, and the Chairman is elected from the outside officers.

Chairman	Shinya Katanozaka	Outside Director
Members	Emi Osono	Outside Director
	Kosei Shindo	Outside Director
	Tsuyoshi Nagano	Chairman of the Board
	Satoru Komiya	President and CEO

The number of meetings differs by fiscal year; there were two in fiscal 2021 and two in fiscal 2022 with three planned in fiscal 2023. Moreover, all members attended all meetings of the Nomination Committee in fiscal 2022.

Overview of the Nomination Committee in Fiscal 2022

Fiscal Year	Themes
First meeting (October 19, 2022)	● Evolution of skill matrix utilization ● Clarification of terms in office standards for Outside Officers ● Improvement of ratio of females on the Board of Directors
Second meeting (January 23, 2023)	● Directors and executive officers, FY2023 ● Succession planning and candidates for CEO

Appointment of Outside Directors

Diversity of the Board of Directors has become more important from the perspective of enhancing supervisory functions and in light of the further acceleration of the Company’s global expansion. Based on this policy, in appointing new Outside Directors, the Company strives to diversify their skills, experience, and background, including their international nature, experience in corporate management, and deep knowledge of governance. At the same time, the composition of the members of the Board of Directors is designed to achieve an optimal balance.

Officer Compensation to Improve Corporate Value

Policy

The policy for determining compensation for officers is as follows:

- Ensure “transparency,” “fairness,” and “objectivity” regarding compensation for officers.
- The Board of Directors shall set the level of compensation for Directors and Executive Officers according to the responsibilities of each, after setting the standard amount for each position, taking into consideration factors such as the business performance of the Company and the level of compensation in other companies.
- Of the different types of compensation for Directors and Executive Officers, fixed compensation and performance-linked bonuses shall be paid monthly, while share compensation shall be delivered upon resignation.
- The Board of Directors shall determine the content of compensation for individual Directors and Executive Officers and other important matters concerning compensation for Directors, Audit & Supervisory Board Members, and Executive Officers. Decisions on any matter requiring consultations with the Compensation Committee shall be made after obtaining the opinions of the said Committee.

Determination Process

The Compensation Committee is an advisory body to the Board of Directors and, in fiscal 2023, consisted of five members (chaired by an Outside Director), including four Outside Directors.

Members of the Compensation Committee

Chairman	Nobuhiro Endo	Outside Director
Members	Takashi Mitachi	Outside Director
	Robert Alan Feldman	Outside Director
	Haruka Matsuyama	Outside Director
	Satoru Komiya	President and CEO

The Compensation Committee deliberates and reports to the Board of Directors on the following matters:

- Evaluation of the performance of Directors and Executive Officers of the Company, as well as the president of its principal business subsidiaries.
- The compensation system for Directors, Audit & Supervisory Board Members, and Executive Officers of the Company and its principal business subsidiaries and the level of compensation for Directors (full-time) and Executive Officers of the Company and its principal business subsidiaries.
- Policy for determination of compensation for Directors, Audit & Supervisory Board Members, and Executive Officers
The number of meetings was three in fiscal 2021 and fiscal 2022, with three planned in fiscal 2023 as well. For fiscal 2022, all committee members attended all Compensation Committee meetings held during their term of office.

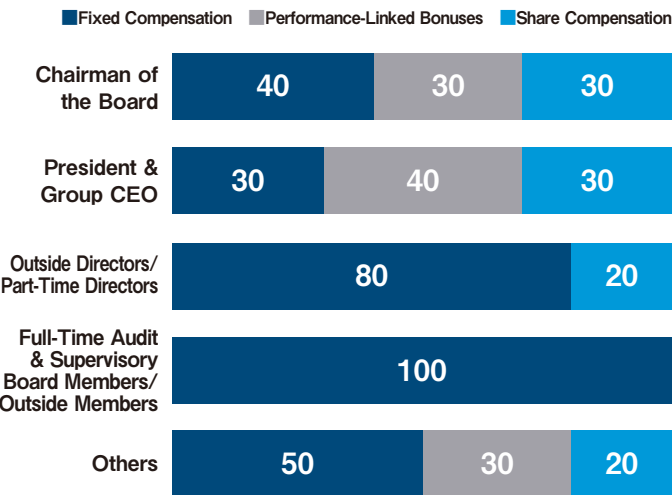
Overview of the Compensation Committee in Fiscal 2022

Fiscal Year	Theme
First meeting (May 20, 2022)	<ul style="list-style-type: none">• Officer compensation systems and levels that apply in July 2022 or later• Discussion and reporting on corporate performance evaluation in fiscal 2021• Discussion and reporting on individual performance evaluation in fiscal 2021• CEO individual performance evaluation and briefing on task achievement progress in fiscal 2021
Second meeting (July 20, 2022)	<ul style="list-style-type: none">• CEO individual performance evaluation and setting the first targets for the period
Third meeting (December 21, 2022)	<ul style="list-style-type: none">• Officer compensation levels that apply in July 2023 or later (including validation)• Change in jobs subject to additional allowance based on responsibility• Non-financial indicators for officer compensation systems that apply in July 2023 or later

Compensation System for Directors and Auditors

The compensation structure for Directors and Audit & Supervisory Board Members consists of fixed compensation, performance-linked bonuses, and share compensation, and the proportions for each director’s responsibilities are as follows:

Ratios of Compensation by Responsibility



(1) Performance-linked compensation

Performance-linked bonuses have been introduced to provide greater incentives to improve corporate value. Bonuses are linked to achievement levels for each of the Company’s and the individual’s targets. Evaluation is determined based on the previous fiscal year’s performance, and monetary consideration is paid in reflection of this evaluation (bonuses are adjusted within a range of 0% to 200% based on the evaluation).

a. Individual targets: Set according to the responsibilities of each director (including ESG and medium- to long-term strategic targets*).

b. Company targets: Set based on financial indicators and non-financial indicators.

In fiscal 2023, we increased the proportion of non-financial indicators to 20%, with the aim of further promoting employee engagement and sustainability.

* Further globalizing and strengthening the functions of management, strengthening human resources and the organization, etc.

Targets and Results for Fiscal 2022

	Item	Composition ratio	Targets	Results
Financial Indicators	Adjusted Net Income	55%	550 billion yen	444.1 billion yen
	Adjusted ROE	35%	12.5%	11.1%
Non-Financial Indicators	Employee engagement indicators	5%	Improvement in employee engagement scores	No major fluctuations (100%)
	Indicators relating to sustainability strategy	5%	Comprehensive evaluation of efforts in the fields listed as priority issues	Satisfactory results (100%)

Targets for Fiscal 2023

	Item	Composition ratio	Targets
Financial Indicators	Adjusted Net Income	50%	670 billion yen
	Adjusted ROE	30%	17.1%
Non-Financial Indicators	Employee engagement indicators	10%	Improvement in employee engagement scores
	Indicators relating to sustainability strategy	10%	Comprehensive evaluation of efforts in the fields listed as priority issues

Reference: Officer compensation to promote ESG initiatives

For Tokio Marine Group, our initiatives for sustainability and ESG are part of our business aims themselves. It is our belief that we can realize sustainable growth for the Company as a result of solving social issues through our business.

To further advance our ESG initiatives, for example, in officer compensation governance, the Compensation Committee has continuously discussed whether to have compensation reflect performance in ESG initiatives, based on the thinking that the degree to which initiatives are accomplished ought to serve as incentives.

As a result, while we have had a system where appropriate

incentives applied to officers by setting targets for their individual performance linked to their officer compensation, from fiscal 2022 we are introducing “employee engagement indicators” and “sustainability indicators” as KPIs to determine corporate performance compensation, thereby creating a system that reflects compensation linked with performance.

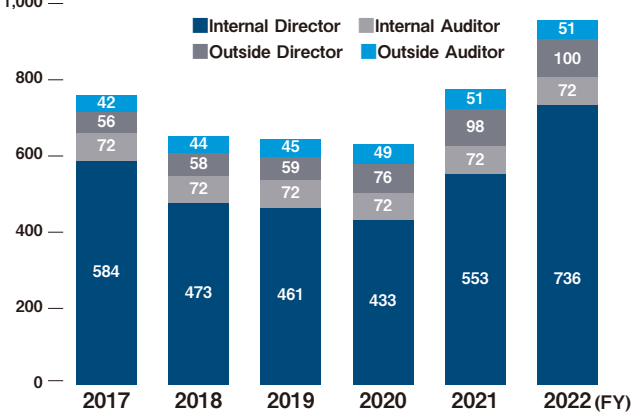
In the future, we will aim to continuously raise the level and realize high and consistent incentive accountability based on new developments in internal discussions about sustainability strategies and trends in the maturation and establishment of ways to evaluate non-financial indicators in the market.

(2) Stock-based compensation

Share compensation has been introduced with the aim of allowing shareholders and directors to share the returns from stock price movements on the same ship and constitutes more than 20% of Director compensation.

Amount of Compensation

The Compensation of Directors and Auditors is as follows:
(millions of JPY)

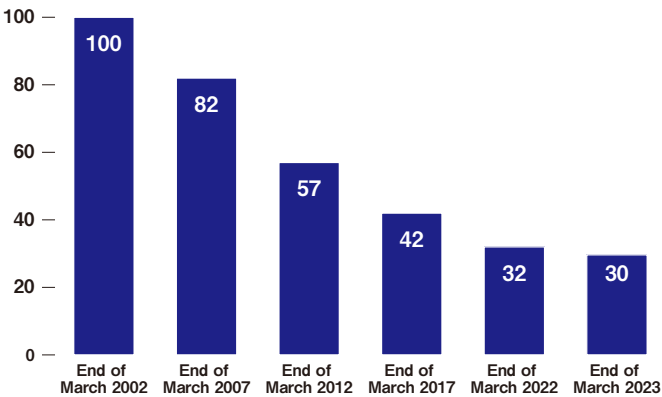


Reduction of Business-Related Equities

Efforts to Reduce Total Volume

We commenced efforts to reduce our business-related equities since 2002, long before the Corporate Governance Code was made public. A total of 2.5 trillion yen worth of business-related equities (based on the market value at the time of sale) have been sold, and their book value reduced by 70% (compared with March 31, 2002).

Trends in Book Value of Business-Related Equities (TMNF)*1



*1: Indexed to the end of March 2002 as 100

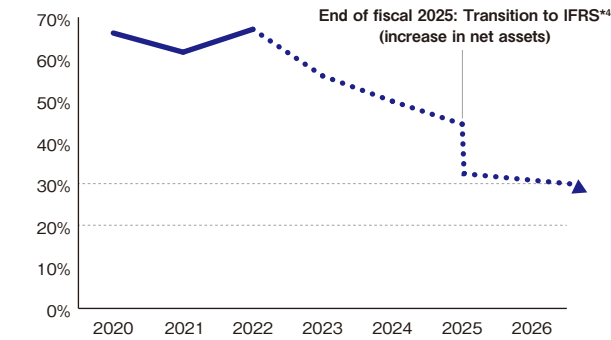
Under the current Mid-Term Business Plan, we had set a goal of sales of at least 100 billion yen annually. In May 2022, we revised our Fundamental Corporate Governance Policy and declared that we would continue to sell. Subsequently, we announced in November 2022 that we would accelerate the pace of sales*2, and in May 2023 that we would further accelerate it (by 600 billion yen or more over the four years from fiscal 2023 to 2026). As a result, the ratio to net assets under IFRS is expected to be around 30% by the end of fiscal 2026. Since we will continue to sell beyond that point, the ratio to net assets of 20% is just a “milestone.”

*2: At the IR conference held in November 2022, the Company explained that it would consider accelerating the divestment to 120-150 billion yen in fiscal 2023 and to about 1.5 times the current level from fiscal 2024.

Content of Revisions to Fundamental Corporate Governance Policy

Before Revision	(Policy relating to business-related equity holdings) Article 3 Business-related equities are implemented by a portion of the Company's business subsidiaries (companies at which the Company directly holds a majority of voting rights. The same shall apply hereinafter.) with the intent of strengthening transaction relationships, and held with the intent to improve the corporate value of the Group. However, the Company will continue to improve its capital to items that are not easily affected by fluctuations in share price, and from the viewpoint of improving capital efficiency, continue to work to reduce the total amount.
After Revision	(Policy on business-related equity holdings) Article 3 The Company will review the Group's risk portfolio and reduce the amount of equities it holds as business-related equities in order to redirect capital toward areas such as resolving social issues and growing business fields.

Ratio of Holdings to Net Assets*3

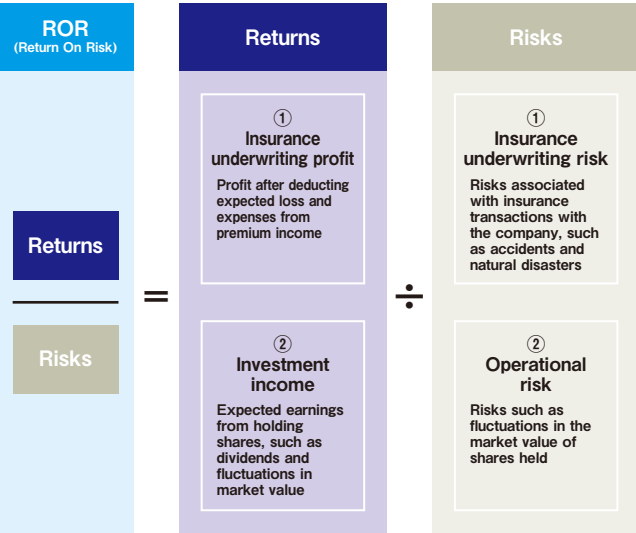


*3: Net assets for fiscal 2023 and after are estimates for each fiscal year
*4: Scheduled for disclosure in May 2026

At meetings of its Board of Directors, the Company verifies the risk and returns associated with holding such shares on an individual basis, as well as the portfolio as a whole, and, confirms the economic rationality of holding the business-related equities. The economic rationality is determined by comparing the ROR (Return on Risk)*5 calculated from risks and returns of both insurance transactions and equity investments to the Company's cost of capital.

At the meeting of its Board of Directors held in October 2022, the Company reviewed the economic rationality as of the end of March 2022, and confirmed that the ROR of the whole portfolio is above the cost of capital. As for respective companies with an ROR less than the cost of capital, the Company works to improve returns from these companies through discussion regarding their business policies, and improvement and new proposals of their insurance programs.

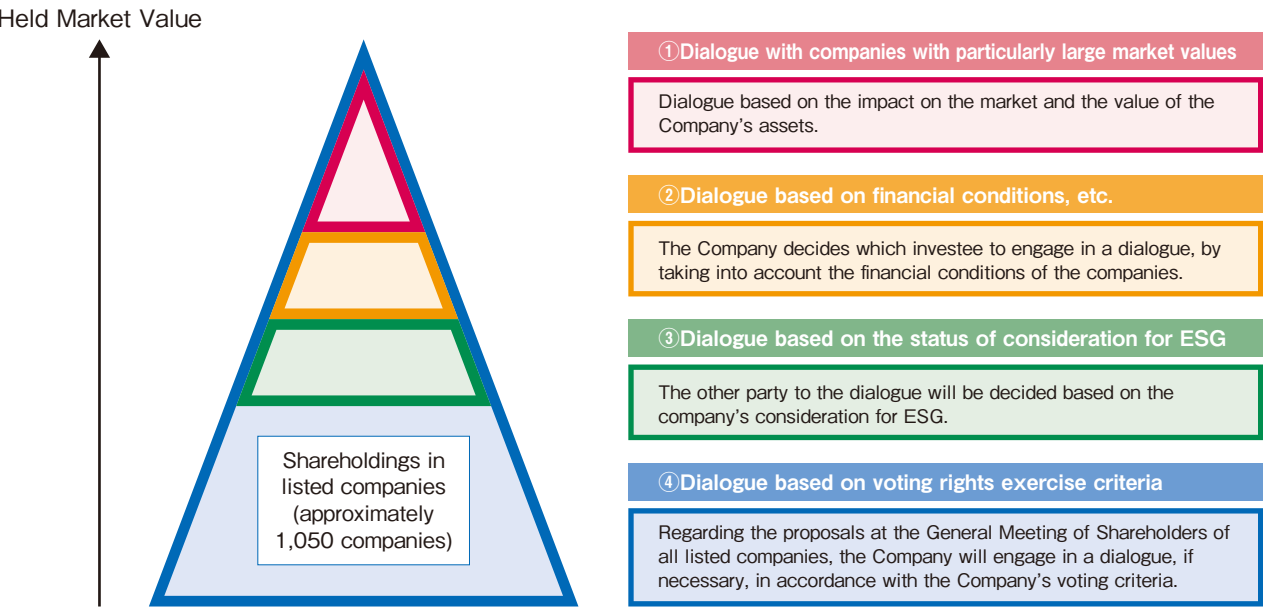
*5: ROR (Return on Risk) is an indicator calculated by dividing insurance underwriting profit and dividends, etc., obtained from the owned corporate group concerned by the calculated amount of risk relating to insurance underwriting and stock price fluctuations calculated based on the Company's risk management risk model.



Dialogue Based on the Stewardship Code

Throughout the year, the Tokio Marine Group holds four types of dialogues: dialogues with companies with particularly large market values; dialogues based on financial conditions, etc.; dialogues based on the status of consideration for ESG; and, in the process of scrutinizing proposals for general meetings of shareholders of the companies in which the Company invests, dialogues based on voting rights exercise criteria.

Overview



Examples of Dialogues with Investees

	Content of the Dialogue	Responses of Investees
E	<ul style="list-style-type: none">We asked a leading company that is committed to achieving carbon neutrality by 2030 about its concrete initiatives and progress.We confirmed internal initiatives and future policies on CO₂ reduction for a company with little disclosure on information related to ESG activities.	<ul style="list-style-type: none">We received a response that in terms of specific initiatives, in the short term, the company is steadily expanding the use of renewable energy and switching power generation facilities to LNG. In addition, in the long term, carbon offsets are being considered.Subsequently, it was announced that 100% of the electricity used at major manufacturing sites in Japan had been converted to renewable energy.We received a response to the effect that the company has been promoting CO₂ reduction by setting up a promotion organization within the company, but the company is aware that from now on, it is necessary to make efforts not only within this organization but also across the company.In the Mid-Term Business Plan, which was subsequently announced, specific policies for initiatives such as the renewal of sustainable energy-saving facilities and the use of renewable energies were presented.
S	<ul style="list-style-type: none">For a company that has expressed their commitment to fair business practices in the supply chain, we confirmed the details of their specific initiatives.	<ul style="list-style-type: none">We received a response to the effect that the company would formulate CSR Procurement Guidelines that take into consideration the human rights of workers involved in the supply chain and seek cooperation from suppliers.Subsequently, the company announced its participation in the world's largest federation of companies promoting social responsibility in global supply chains.
G	<ul style="list-style-type: none">We asked a company listed on the Prime Market that has an Independent Outside Director ratio of less than 1/3 about its future responses.	<ul style="list-style-type: none">We received a response that the company is considering increasing the number of Outside Directors aiming for a ratio of 1/3 or more.The number of outside directors was increased in a subsequent ordinary general meeting of shareholders to meet the Prime Market criteria.

For other dialogue case studies and results from the exercising of voting rights, please refer to the Overview of Stewardship Activities (Japanese only) <https://www.tokiomarine-nichido.co.jp/company/about/policy/stewardship.html>

Dialogue with Stakeholders

Fundamental Policy

The Company will strive to enhance trust by providing information to the capital markets in a timely, fair, and continuous manner while ensuring transparency and accountability in its disclosures, and to promote understanding of its efforts to increase corporate value and accurate assessment of the Company. Furthermore, through constructive dialogue between management and shareholders and investors, the Company will gain an appropriate understanding of how it is viewed and the state of the capital markets and provide that understanding and feedback to management and within the Company to lead to the improvement of management itself and further enhance corporate value.

In April 2023, we established the Global Communications Department as an organization responsible for interdepartmental operations of IR, SR, and PR, with the aim of further strengthening dialogue with a wide range of stakeholders, including capital markets, shareholders, the media, and employees.



Dialogue with Investors

Dialogue with Institutional Investors

Organizing financial results conference calls, IR conferences, and theme-focused strategy conferences, the Company holds these both onsite and on the Internet (broadcast live across the globe) and is thereby engaging in dialogue with shareholders and investors around the world.

At the IR conference held in May 2023, Outside Directors, who serve as representatives of minority shareholders, took the stage and gave objective responses to questions about the Board of Directors discussions and Tokio Marine Group from the perspective of outside directors. Participants commented that they had further deepened their understanding of the Company's management and the opportunity to hear the voices of outside directors was valuable, and that they would like to see such opportunities offered in the future.

We also continuously hold briefings focusing on topics of high interest in capital markets. In fiscal 2022, Special IR Meetings were held in London and New York City, where presentations were made by the CEOs and executives of major subsidiaries in Europe and the United States, and Q&A sessions were held with participants. In Japan, we also held two special briefings on overseas subsidiaries, featuring the CEOs of overseas subsidiaries as speakers, and received favorable responses.

We have also resumed face-to-face dialogue, including overseas IR activities in North America, Europe, and Asia. In fiscal 2022, we held dialogues with approximately 530 company investors in Japan and overseas while improving the quality of these dialogues. (May 2023 IR conference video) <https://webcast.net-ir.ne.jp/87662305e/index.html>



May 2023 IR conference

Dialogue with Individual Investors

We hold conferences for individual investors every year, featuring the Group CEO. Since fiscal 2022, we have held briefings in Osaka, Fukuoka, and Aichi, in addition to Tokyo. The Company also provided easy-to-understand explanations of the "Group's management strategy" and "shareholder return," which are of great interest to individual investors. These explanations received about 90% participant satisfaction rate.

Also, in response to requests from many individual investors for stock splits, in October 2022 we implemented a three-way stock split. We will continue to engage in careful dialogue with investors with the aim of expanding our base of investors and expanding our Tokio Marine fan base. (Conference video, Japanese only) <https://webcast.net-ir.ne.jp/8766ko2209/index.html>

Feedback

The Company is also making efforts to report the opinions obtained through dialogue with shareholders and investors widely to management and other members of the Company, and to reflect them in improvement of management. Many of our employees have no contact with the capital markets in their daily work, but through the IR activity reporting sessions, they understand the voices of the capital markets, the evaluation of the Company, and the connection between their work and the capital markets. This has a positive impact on their own motivation and growth and, as a result, a virtuous circle of company growth is also created.

In fiscal 2022, we also used remote tools to share and interact with 2,748 Group employees.

Awards Related to Disclosure

As a result of these efforts, we have received various awards.



General Meeting of Shareholders

Presentation by the Group CEO

In order to promote a deeper understanding of the Company's management and business, the Group CEO routinely conducts presentations. At the 20th Ordinary General Meeting of Shareholders (June 26, 2023), under the theme of "Business Strategy of Tokio Marine Group," the Group CEO gave an easy-to-understand presentation in recognition of the current environment and on our strategy for sustainable future growth. (Presentation video) https://www.tokiomarinehd.com/en/ir/event/movie/2023_meeting.mp4



Results of Exercise of Voting Rights

The results of the exercise of voting rights at the 21st Ordinary General Meeting of Shareholders are as follows:

Details of the Resolutions

- Item 1: Appropriation of Surplus
Matters regarding the distribution of dividends and its aggregate amount
Amount of cash dividend per common share of the Company: 50 yen
Aggregate amount of cash dividends: 99,661,077,600 yen
- Item 2: Election of Fifteen (15) Directors
Election of the following fifteen individuals as directors: Tsuyoshi Nagano, Satoru Komiya, Kenji Okada, Yoichi Moriwaki, Yoshinori Ishii, Kiyoshi Wada, Shinichi Hirose, Takashi Mitachi, Nobuhiro Endo, Shinya Katanozaka, Emi Osono, Kosei Shindo, Robert Alan Feldman, Kichiichiro Yamamoto, and Haruka Matsuyama
- Item 3: Election of One (1) Audit & Supervisory Board Member
Election of the following individual as an Audit & Supervisory Board member: Junko Shimizu

Results of the Resolutions

Item	Number of Affirmative Votes	Number of Negative Votes	Number of Abstentions	Approval Ratio (%)	Result of the Resolution
Item 1	16,109,839	7,146	707	98.28	Approved
Item 2					
Tsuyoshi Nagano	13,516,871	2,596,417	3,995	82.46	Approved
Satoru Komiya	13,597,511	2,516,857	2,909	82.95	Approved
Kenji Okada	15,502,469	540,903	73,923	94.57	Approved
Yoichi Moriwaki	15,584,931	458,440	73,923	95.08	Approved
Yoshinori Ishii	15,584,846	458,525	73,923	95.07	Approved
Kiyoshi Wada	15,585,186	458,185	73,923	95.08	Approved
Shinichi Hirose	15,584,117	459,254	73,923	95.07	Approved
Takashi Mitachi	15,945,563	168,828	2,909	97.28	Approved
Nobuhiro Endo	15,944,453	169,938	2,909	97.27	Approved
Shinya Katanozaka	14,768,606	1,312,390	36,286	90.10	Approved
Emi Osono	15,988,524	125,868	2,909	97.54	Approved
Kosei Shindo	14,742,554	1,338,446	36,286	89.94	Approved
Robert Alan Feldman	16,008,738	103,637	4,925	97.66	Approved
Kichiichiro Yamamoto	15,499,462	543,911	73,923	94.55	Approved
Haruka Matsuyama	16,099,657	14,735	2,909	98.22	Approved
Item 3	16,106,074	8,795	2,909	98.25	Approved

(Reference) Status of Dialogue between the Management and Shareholders and Investors (FY 2022)

In fiscal 2022, we held dialogues with many shareholders and investors through face-to-face meetings, the Internet, and telephone calls.

Activities	Participants	Summary
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Distribution to Capital Markets The number of participants is as of March 31, 2023.

For institutional investors and analysts	IR conference	187 companies	Explanation of management strategies, etc., by CEO Komiya and directors in charge (face-to-face/online hybrid session)
	Financial results conference calls	208 companies	Explanation of financial results by CEO Komiya, CFO Okada, the IR team, and related departments (conference call)
	Theme-focused conferences	171 companies	Presentations by the top management of PHLY, TMK, and TMHCC to explain the businesses of each company (online)
	Domestic IR	330 companies	CEO Komiya, CFO Okada, and the IR team conduct one-on-one and group meetings (face-to-face, conference call, and online)
	Overseas IR	156 companies	CEO Komiya, CFO Okada, and the IR team conduct one-on-one and group meetings (face-to-face, online)
	Conferences hosted by securities companies	44 companies	CFO Okada and the IR team conduct one-on-one and group meetings (face-to-face, conference call, and online)
Other	Conferences for individual investors	521 people	CEO Komiya conducts presentations on the Company's management strategies (face-to-face meetings in Tokyo, Aichi, Osaka, and Fukuoka, and video streaming)
	Integrated Report	-	Future-oriented, easy-to-understand explanation of our Purpose, vision, and the strengths and strategies to achieve it, with climate change as a main topic

Analysis of Feedback from Capital Markets and Internal Feedback

Report on IR activities (Board of Directors meetings, management meetings, in-house briefing sessions)	1,622 people	CFO Okada and the IR team share investors' opinions obtained through IR activities within the company (online and rebroadcasts) Lectures by outside analyst also held at the same time
In-house seminars	1,126 people	Shareholding Association Seminar by the IR team (co-hosted with the Human Resources Department of TMNF and held online)

(Reference) Matters of Interest to Shareholders and Investors

Topics of interest to shareholders and investors obtained through dialogue with the capital market are fed back to directors and employees through management meetings, Board of Directors meetings, and in-house seminars.

These areas of interest are not only utilized in IR strategies including the content of financial results, materials for business strategies and integrated reports, and disclosure methods, but also used to advance Group strategies, such as the formulation of KPI targets and discussions on capital policy.

Management in general	<ul style="list-style-type: none">• Path to the realization of our growth story What is our specific path (initiatives and timeline) toward the realization of our growth story which aims for “world-class EPS growth and our global peers’ level of ROE”?• Respond to the current volatile business environment Will we be able to respond adequately to the current environment, including rapid inflation, interest rate hikes, rising reinsurance costs due to frequent natural catastrophes, and heightened concerns about geopolitical risks and recession, and continue to boost earnings and corporate value?• Room for growth in future underwriting profit Given the current high level of earnings growth, will we be able to continue growing the insurance underwriting profit, which will have a major impact on the stock price valuation of insurance companies? In particular, what is the growth potential of our domestic operations in the Japanese market, which is generally viewed as a low-growth market?• Accelerating trends in the sale of business-related equities Under the circumstances where business-related equities are a factor hindering ROE improvement, what is the speed and feasibility of our sales of them?• Shareholder returns What is the angle and accuracy of DPS growth going forward? Opportunities for large-scale M&As are likely to be limited, but what is the scope for expanding share buybacks?
Domestic non-life insurance	<ul style="list-style-type: none">• Profit improvement for fire insurance Amid continued severe conditions such as the intensification of natural catastrophes, rising reinsurance costs, and inflation, what are the results and progress of improving earnings (securing profitability higher than that of capital costs) through rate and product revisions?• Profitability in auto insurance Focusing on the frequency of accidents, including the impact of the resumption economic activities following COVID-19, and trends in price per claim considering inflation, etc., what is the current situation and future outlook of automobile insurance profits, which are currently on a worsening trend, and what is our response policy?• Specialty insurance and expansion of Pre- and Post-incident areas What are our specific initiatives, progress relative to plans, and scope for further growth with respect to specialty insurance and expansion of Pre- and Post-incident areas which are key to growth in our domestic non-life insurance operations?• Improving expense ratio What is the status of expense reductions, including the use of digitalization, such as the expected effects of the Mirai Project (see p. 94)?
International insurance	<ul style="list-style-type: none">• Sustainability of high profit growth What is the status of rate increases centered on the North American base, which is a growth driver? Can it continue to be a growth driver? What is the impact of rising loss cost due to inflation (economic and social) and rising reinsurance costs?• M&A strategy and pipeline What is our M&A strategy (appetite and scale), including the current pipeline?• Lessons learned from the COVID-19 outbreak in Taiwan As overseas operations expand, are events occurring at small, medium, and minor business sites a structural problem? What are the lessons learned and how do we address them?
Asset management	<ul style="list-style-type: none">• Status of DFG credit investment What are the risks and sustainability of DFG’s high investment performance in light of the rapid rise in interest rates and the possibility of a future recession in the U.S. economy?

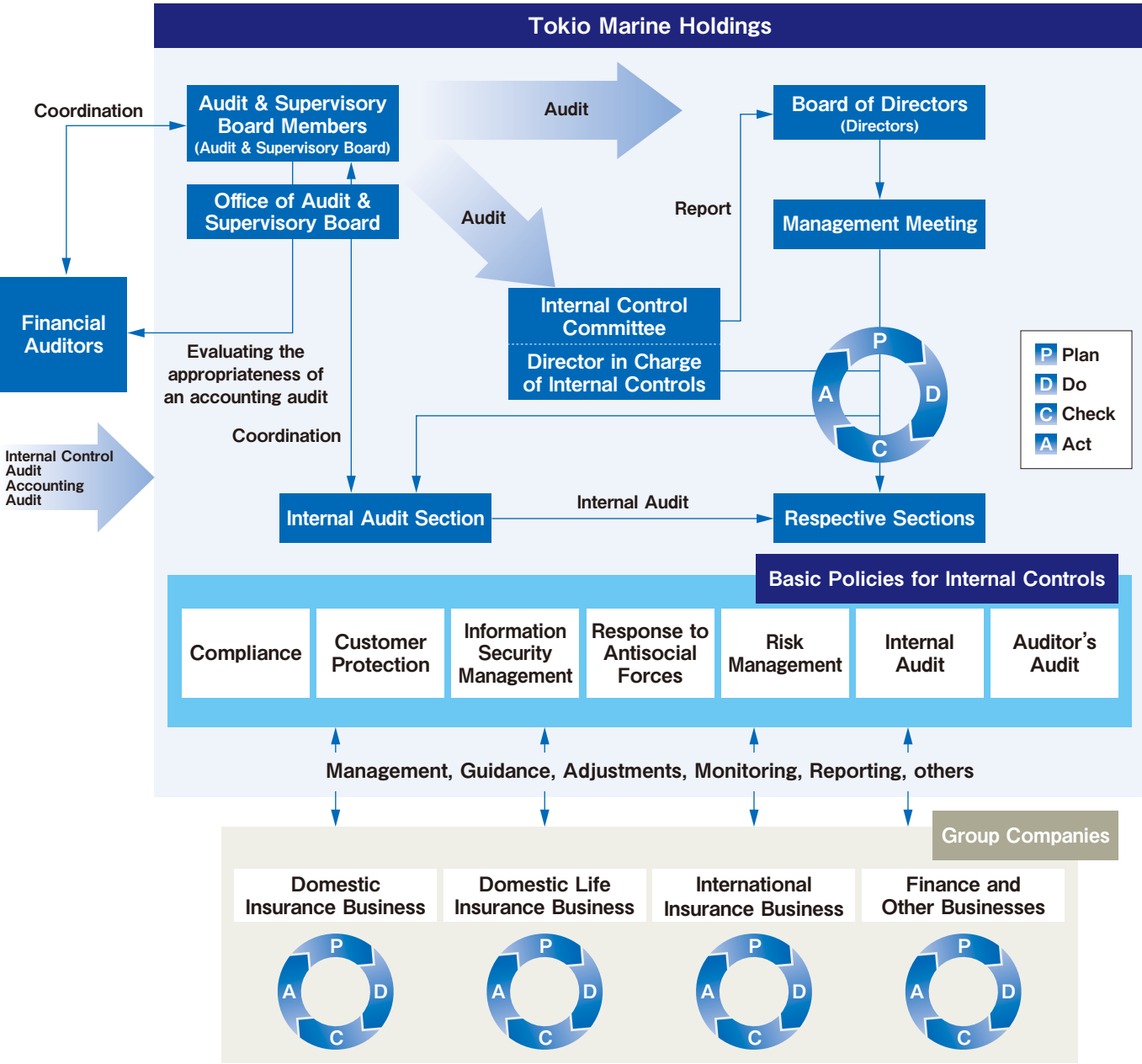
Internal Control System

Fundamental Policy

The Company has formulated "Basic Policies for Internal Controls." In accordance with these policies, the Company has established an internal control system for the entire Tokio Marine Group that encompasses structures for management control, compliance, risk management, and internal auditing of Group companies. In addition, the Company monitors the status and practical application of its internal control system. The

Internal Control Committee deliberates on the results of this monitoring, and the Board of Directors confirms the details of these deliberations. Moreover, the Company continually strengthens and improves its internal control system considering the results of this monitoring. The Internal Audit Section maintains close coordination with Audit & Supervisory Board Members to ensure the effectiveness of their audits.

Internal Control System



Compliance

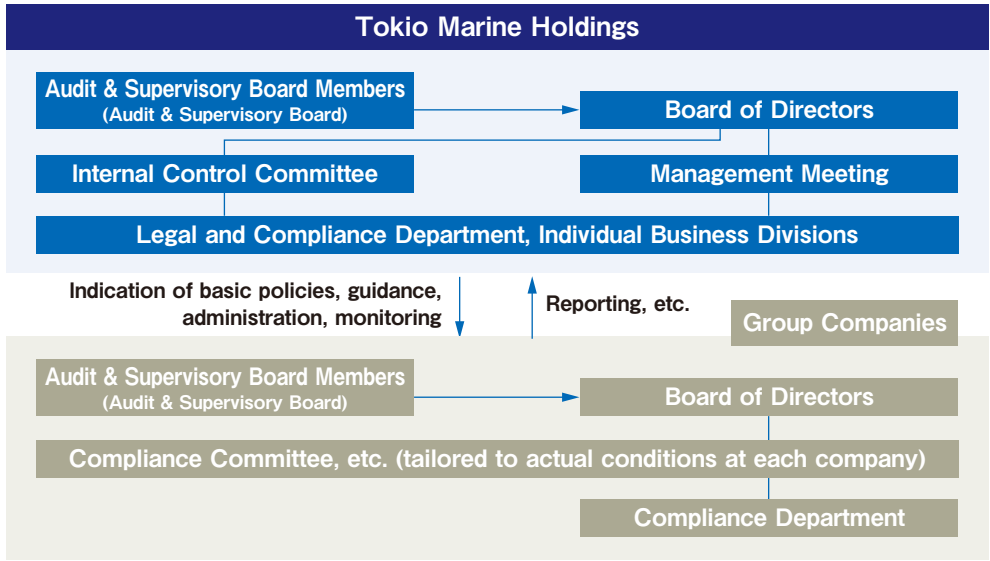
The Company has formulated the "Tokio Marine Group Basic Policies for Compliance" and the "Tokio Marine Group Code of Conduct," and a compliance system is in place Group-wide based on this framework. Also, the Company has built a structure to ensure Group-wide compliance by periodically monitoring the status of compliance within the Group; receiving reports from Group companies on important matters; discussing these matters among the Board of Directors, the Management Meeting, and the Internal Control Committee; and providing guidance and advice about the activities of Group companies when necessary.

In order to prepare for cases in which it is not appropriate to report compliance issues through the organization's usual reporting channels, we

have established various internal and external hotlines (whistleblowing hotlines) to accept reports and consultations from executives and employees of Group companies. As regards the number of reports and consultations received by the Group in fiscal 2022, there were 316 cases (110% compared with fiscal 2021). We ensure that these reports and consultations are appropriately investigated and responded to, leading to the early detection of problems and the implementation of corrective and recurrence prevention measures.

Also, each Group company in Japan is putting in place the necessary systems for responding to whistleblowers based on the Amended Whistleblower Protection Act, which came into effect on June 1, 2022.

Compliance System



Crisis Management System

We have established a crisis management system, emergency action, etc., to minimize economic losses and other impacts incurred in an emergency and immediately restore ordinary business operations.

Also, we provide support, instructions, and guidance to Group companies, and Group companies report to, communicate, and consult with us. In this way, Group companies are also developing crisis management systems and emergency action in peacetime and are

working to respond quickly and appropriately for recovery and business continuity in the event of an emergency.

In addition, we conduct simulated trainings for natural catastrophes, cyberattacks, and other events that could become an emergency, in order to enhance our practical and applied skills in emergencies.

Internal/External Audits, etc.

Regarding internal audits, there is a statutory audit conducted by Audit & Supervisory Board Members in accordance with the Companies Act and an internal audit performed by the Internal Audit Section. The internal audit is performed based on the "Internal Auditing Rules" that have been approved by the Board of Directors.

Regarding external audits, there is an accounting audit based on

the Companies Act and the Financial Instruments and Exchange Act and an internal control audit based on the Financial Instruments and Exchange Act conducted by PricewaterhouseCoopers Aarata.

Tokio Marine Holdings is also subject to inspections by the Financial Services Agency of Japan pursuant to the Insurance Business Law.

Information Security and Cybersecurity Management

Information Security Management

Tokio Marine recognizes the importance of personal information and confidential information ("information assets"). To ensure the appropriateness and trustworthiness of Tokio Marine Group's operations, we have formulated the "Tokio Marine Group Policies for Information Security Management."

With regard to the revised Personal Information Protection Law, which came into effect on April 1, 2022, we are taking necessary measures, including the revision of our privacy policy.

Based on the "Tokio Marine Group Policies for Information Security

Management," each company establishes departments to oversee information security management and formulate policies and regulations. To protect information assets from various information leakage risks, including leak, loss, and unauthorized use, we ensure the confidentiality of information assets and manage them so that they can be used when necessary. Furthermore, the Company regularly monitors the information security management of Group companies, setting up structures and providing information when necessary.

Cybersecurity Management

Recognizing cybersecurity as one of the important management issues, with the Group Chief Information Security Officer (CISO) as the supervisor under the leadership of management, the Group companies in Japan and overseas are unitedly maintaining a management system. Reports and discussions are also held twice a year by the Board of Directors, where outside directors with IT expertise also participate.

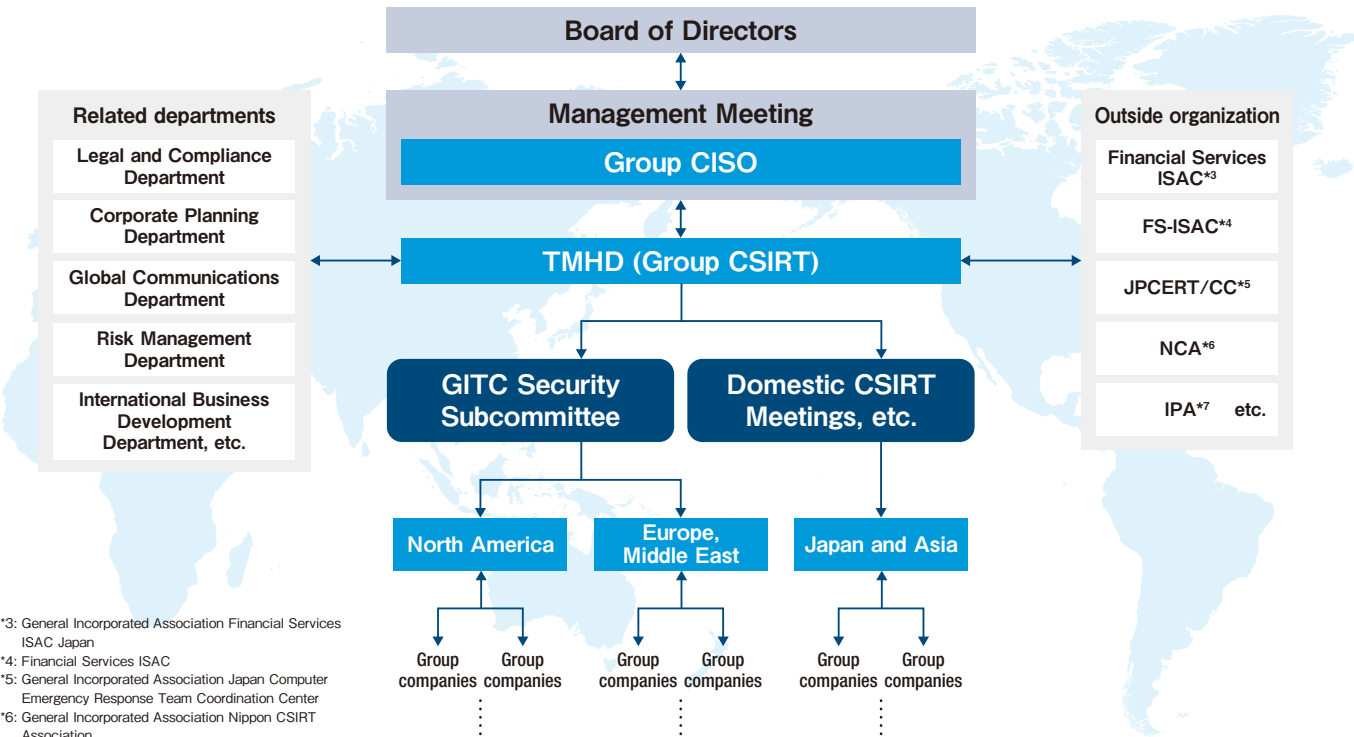
Specifically, we are promoting countermeasures by adopting global standard frameworks and standard architectures such as ISO 27001*1 and NIST SP800. The Tokio Marine Group's basic ideas and compliance standards are determined from the perspective of people, processes, and technologies, and include constant monitoring, log analyses, periodic vulnerability-scanning, penetration tests, and risk assessments.

Furthermore, in order to prevent, detect, and respond to cyberattacks that are becoming more sophisticated year by year, we use the PDCA cycle to formulate and execute improvement plans in response to issues identified in this process, while taking into account the amount of risk at each Group company, intelligence gained from inside and outside the Group, and the application of new technologies.

Under the Tokio Marine Group CSIRT*2, the entire Group has also been divided into three regions, North America, Europe, and Japan/Asia, and we are consolidating our organization and standardizing our technologies and processes at a high level. Each region carries out regular countermeasures such as employee training, including security monitoring on a daily basis, cyber drills (conducted multiple times a year mainly for relevant parties), targeted e-mail drills (conducted multiple times a year for all employees), etc. Also, in the event of a cyber incident, each region strives to establish an efficient and effective system by identifying the scope of the impact, and promptly implementing initial responses, recovery, and recurrence prevention measures to prevent the spread of damage while cooperating with other regions.

A Group-wide committee made up of security experts gathers knowledge from around the world and promotes advanced security measures to support our customers and society in times of need.

*1: Tokio Marine&Nichido Systems, the core systems company of the Tokio Marine Group, acquired ISO27001 certification
*2: Abbreviation of Computer Security Incident Response Team



*3: General Incorporated Association Financial Services ISAC Japan
*4: Financial Services ISAC
*5: General Incorporated Association Japan Computer Emergency Response Team Coordination Center
*6: General Incorporated Association Nippon CSIRT Association
*7: Independent Administrative Agency Information-technology Promotion Agency, Japan

(Reference) Enhancement of ERM Management at Small to Medium-Sized Entities and Minority Investments in Light of Losses from the COVID-19 Outbreak in Taiwan

In fiscal 2022, our Taiwanese JV suffered a major loss due to a market event caused by COVID-19 insurance. Based on this experience, in order to prevent such a situation from occurring in the future, we will strengthen Tokio Marine Holdings support, including for small to medium-sized entities and minority investments, and strive to enhance ERM on a global basis. In this way, we will balance growth and risk management at a high level.

Group-Based Initiatives

- Established the Chief Audit Officer position as a new C-suite position (April 2023)
- Appointed a business executive with governance responsibility for the overseas business (April 2023)
- Carried out to send top management messages relative to cultivating a Group-wide risk culture, enhancing risk sensitivity, strengthening training, and so on

Enhancement of Individual Entities

- Enhance entities with effective measures corresponding to their maturity and independence (Example) Taiwan
 - Became the majority shareholder
 - Appointed Chair of the Board and CRO from TMHD
 - Newly appointed President from outside the Company (from June 2023)(Example) Minority investments
 - Confirmed concerns that could lead to capital events (mainly management for underwriting risk aggregation, and new product approval process, etc.) and prepared such action plans

► (Reference) Regarding Premium Adjustment in Tokio Marine & Nichido Fire Insurance (June 2023)

An insurance premium adjustment with another non-life insurance company occurred in Tokio Marine & Nichido Fire Insurance and the misconduct was reported to the Financial Services Agency. After the incident was discovered, external lawyers were hired to conduct an investigation. News releases were issued on June 20 and August 4, 2023. We will continue to analyze the causes and make efforts to prevent recurrence of such cases.

June 20, 2023
Tokio Marine & Nichido Fire Insurance Co., Ltd.

Regarding the series of reports on Tokio Marine & Nichido Fire Insurance

As reported in a series of media reports, Tokio Marine & Nichido Fire Insurance Co., Ltd. (President: Shinichi Hirose; hereinafter "TMNF") has filed a misconduct report with the Financial Services Agency regarding an incident in which TMNF conducted premium adjustments with other non-life insurance companies under a coinsurance contract concluded between a customer (one corporation) and multiple non-life insurance companies including TMNF, and received a report submission order from the Financial Services Agency regarding this incident.

We sincerely apologize for the inconvenience and concern caused to our customers and related parties due to the inappropriate behavior of our employees. We will respond sincerely to the requests of the report submission order and strive to prevent recurrence of such cases.

1. Outline of the case

In this case, a coinsurance contract between a customer (one corporation) and multiple non-life insurance companies, including TMNF, involved an "adjustment of insurance premiums" led by our employees.

The coinsurance contract was a non-life insurance contract that was bid on by multiple non-life insurance companies at the customer's request. However, the customer had doubts about the insurance premium levels offered by each non-life insurance company at the time of bidding, so the bids were redone, and the bidding was conducted again. Therefore, in the end, the insurance contract was not underwritten with an unreasonable premium caused by a premium adjustment. However, in light of the circumstances, TMNF submitted a report of misconduct to the FSA as inappropriate business conduct, and subsequently received a report submission order from the FSA under the Insurance Business Act.

2. Background of the discovery

As stated in 1. Outline of the case above, on December 20 of the previous year, the customer had doubts about the level of insurance premiums of each non-life insurance company, and confirmed with TMNF's sales department in charge whether there was any inappropriate act which made us aware of the case. Subsequently, we engaged external lawyers to conduct data analysis (forensic investigation) of e-mails, mobile phone records, etc., in order to confirm facts with persons in charge of the contract and related parties in TMNF and investigate if there are any other cases. The results were reported to the FSA on March 24 of the current year.

In addition, although this case did not result in underwriting with an unreasonable premium caused by the premium adjustment, we will also report it to the Fair-Trade Commission.

3. Future initiatives such as measures to prevent recurrence

In response to this incident, we have established a Special Investigation Committee, which has appointed several outside lawyers, and are working to confirm the facts. At this point in time, we are not aware of any other similar cases, but we take it very seriously that any inappropriateness concerning the Anti-monopoly Act has occurred, and we will continue to investigate whether there are any similar cases within the company, and if cases of inappropriateness are discovered, we will respond strictly.

In addition, TMNF will endeavor to prevent such incidents by analyzing the cause of the incident and formulating and steadily implementing measures to prevent recurrence through governance and thorough implementation of employees' basic behaviors based on the causes.

For more information, please refer to the news releases dated June 20 and August 4, 2023. (Japanese only)

https://www.tokiomarine-nichido.co.jp/company/release/pdf/230620_01.pdf

https://www.tokiomarine-nichido.co.jp/company/release/pdf/230804_01.pdf

► (Reference) Tokio Marine & Nichido Fire Insurance's Response to Customers Regarding "Fraudulent Insurance Claims by BIGMOTOR Co., Ltd." (August 2023)

Tokio Marine & Nichido Fire Insurance Co., Ltd., issued a news release on August 1, 2023, in connection with fraudulent insurance claims by the sheet metal division of BIGMOTOR Co., Ltd.* We will place the highest priority on the recovery of the damage suffered by customers due to this incident, etc., and will take measures to eliminate the concerns of customers who have had their cars repaired by BIGMOTOR Co., Ltd., and to recover the damage to customers who have received unauthorized repairs.

Three companies: BIGMOTOR Co., Ltd., BM Holdings Co., Ltd., and BM Hanaten Co., Ltd.

1. Basic Policies of Response by Tokio Marine & Nichido Fire Insurance Co., Ltd. (hereinafter referred to as "TMNF") regarding the Incident

- We understand that the recent fraudulent insurance claims by the sheet metal division of BIGMOTOR Co., Ltd. betrayed the relationship of trust between insurance companies and the auto repair shop and defrauded insurance money, and it is truly regrettable. We sincerely apologize for the inconvenience and concern we have caused to customers and related parties in being unable to prevent such fraudulent claims, for introducing customers who were involved in accidents to BIGMOTOR Co., Ltd.'s auto repair shop for the repair of their important vehicles, and for including BIGMOTOR Co., Ltd. as an insurance agent for TMNF.
- We have positioned the recovery of the damage of the affected customers as our top priority. We are continuing to strongly urge BIGMOTOR Co., Ltd. to take the necessary measures to recover the damage, but we do not yet have a full picture of the situation.
- Based on the above, TMNF will take the following actions for customers who have suffered or may have suffered damage from unauthorized repairs by BIGMOTOR Co., Ltd. that led to fraudulent claims, to eliminate any concerns about the results of the repairs, and to recover the damages of customers who have actually received unauthorized repairs.

2. TMNF's response to customers who have suffered or may have suffered unauthorized repairs

- (1) Establishment of a dedicated call center for customers
- In response to this incident, we set up a dedicated customer contact (call center) on July 28 in consideration of the concerns about customers' vehicles and the complaints we have received about this incident.
- (2) Contacting customers who were introduced to BIGMOTOR Co., Ltd.'s auto repair shops through TMNF
- We will contact all customers who had their vehicles that were involved in accidents repaired at BIGMOTOR Co., Ltd.'s auto repair shops sequentially in writing. It is expected that it will take some time to clarify the entire picture of the fraudulent insurance claim by BIGMOTOR Co., Ltd. and the damage to individual customers, etc. Until then, we will consider measures so that customers, etc., who feel worried or anxious can drive their cars with peace of mind (for example, help to confirm the safety of the car, explanation of the repair details, etc.).
- (3) Response to the unauthorized repair cases that have already been revealed by the Special Investigation Committee of BIGMOTOR Co., Ltd.
- At the present time, no information has been disclosed regarding cases of unauthorized repairs pertaining to individual customers that have already been identified by the investigation conducted by the Special Investigation Committee established by BIGMOTOR Co., Ltd. Therefore, in order to expedite the recovery of our customers' damage, we strongly request BIGMOTOR Co., Ltd. and the Special Investigation Committee to disclose information on such cases, especially at an early stage, and we will sequentially contact our customers as soon as the information is disclosed.
- (4) Contacting customers to confirm the auto insurance contract grade for those who suffered damage from unauthorized repairs
- Customers who would not have used the auto insurance for repair if BIGMOTOR Co., Ltd. had not made a padded claim will be contacted after we have confirmed the net difference between the "insurance premiums if no claims were made" and the "insurance premiums actually paid" as well as the "correct amount for repair" when a padded claim is found. We will take steps to correct the auto insurance grade for customers who think, based on the information we provide, that they would not have needed to make an insurance claim had the correct repairs had been made.

For details, please refer to the news release dated August 1, 2023. (Japanese only)

https://www.tokiomarine-nichido.co.jp/company/release/pdf/230801_01.pdf