

## **Notice regarding swap of Max Life shares to MFS shares and partial sale by Mitsui Sumitomo Insurance**

Mitsui Sumitomo Insurance Co., Ltd. (President : Noriyuki Hara, "MSI" ), a member of MS&AD Insurance Group, has agreed in-principle today with Max Financial Services Ltd. ("MFS") who is a holding company of Max Life Insurance Company Ltd. ("Max Life") that:

1. Out of 25.22% of Max Life's shares that MSI currently holds, it will sell 19.98% to MFS and will acquire 21.43% of MFS's shares, in exchange.
2. MSI will sell the remaining 5.24% of Max Life shares to MFS.

The transaction will take place upon the receipt of requisite approvals including regulatory approvals in India.

Through this transaction, MSI will account MFS as an equity method affiliated company and will nominate directors to its Board of Director's meeting and will continuously engage in supervision of Max Life.

MSI will continue to work towards the strengthening of business basis in rapidly growing Asian region and towards the sustained development of its global business.

### 1. Background and Purpose

MSI invested in Max Life in June, 2012 with objectives to contribute to the expansion of life insurance business in India and Max Life has been realizing a steady growth thereafter. In the meantime, as Max Life is an unlisted entity, MSI is swapping those shares to the listed and holding company of Max Life. Through nominating representatives to both MFS and Max Life's board of directors meeting and committee meetings, MSI will make continuous efforts to contribute to the further expansion of the businesses and to the development of insurance market in India.

### 2. Overview of Max Life and MFS

#### **【Max Life】**

Establishment year	2000	Location	Gurugram, India
Managing Director & CEO	Prashant Tripathy		
Business Profile	Life Insurance		
Financial Highlights (As on March 31, 2019)	Total Asset	635, 872 Million Indian rupees	
	Total Equity	27,609 Million Indian rupees	
	Gross Premium Income	145,752 Million Indian rupees	
	Profit after Tax	5,564 Million Indian rupees	

#### **【MFS】**

Establishment Year	1982	Location	New Delhi, India
Managing Director	Mohit Talwar		
Business Profile	Insurance holding company with Max Life as a subsidiary		
Financial Highlights (As on March 31, 2019)	Total Assets	672, 107 Million Indian rupees	
	Total Equity	28,331 Million Indian rupees	
	Total Income	195,012 Million Indian rupees	
	Profit after Tax	4,165 Million Indian rupees	