

Note : This Notice is a translation of the Japanese language original for convenience purposes only, and in the event of any discrepancy, the Japanese language original shall prevail.

[Translation]

(Securities Code: 8750)

June 24, 2016

To our shareholders

Koichiro Watanabe
President and Representative Director
The Dai-ichi Life Insurance Company, Limited
13-1, Yurakucho 1-chome, Chiyoda-ku, Tokyo

Notice of Resolutions of the Annual General Meeting of Shareholders for the 6th Fiscal Year

As set forth below, notice is hereby given that reports were given and resolutions were adopted at the Annual General Meeting of Shareholders for the 6th Fiscal Year (the "Meeting") of The Dai-ichi Life Insurance Company, Limited (the "Company") held on the date hereof.

Particulars

Matters reported: Report on the Business Report, Consolidated Financial Statements and Financial Statements, and the Audit Results of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Board for the Fiscal Year ended March 31, 2016 (from April 1, 2015 to March 31, 2016)

The details of the above were reported.

Matters resolved:

Proposal 1: Appropriation of Surplus

This proposal was resolved and approved as originally proposed.

The amount of year-end dividends was determined to be 35 yen per share of common stock of the Company.

Proposal 2: Election of Eleven (11) Directors

This proposal was resolved and approved as originally proposed.

Mr. Katsutoshi Saito, Mr. Koichiro Watanabe, Mr. Shigeo Tsuyuki, Mr. Kazuma Ishii, Mr. Tomoyasu Asano, Mr. Hideo Teramoto, Mr. Kenji Sakurai, Mr. Morinobu Nagahama, Mr. Haruo Funabashi and Ms. Michiko Miyamoto were re-elected and appointed as Directors and assumed their offices.

Mr. Seiji Inagaki was newly elected and appointed as Director and assumed office.

Proposal 3: Election of Two (2) Audit and Supervisory Board Members

This proposal was resolved and approved as originally proposed.

Mr. Fusakazu Kondo and Mr. Tsuneaki Taniguchi were re-elected and appointed as Audit and Supervisory Board Members.

- Proposal 4: Approval of the Absorption-type Corporate Split Agreement
- This proposal was resolved and approved as originally proposed.
- Proposal 5: Partial Amendments to the Articles of Incorporation
- This proposal was resolved and approved as originally proposed. Main points of amendments are as follows:
- (1) Amendments relating to the transition to a holding company structure
 - (2) Amendments relating to the transition to a company with a Board with Audit & Supervisory Committee Structure
 - (3) Amendments relating to the establishment of non-mandatory advisory committees
 - (4) Other amendments
- Proposal 6: Election of Thirteen (13) Directors (Except the members of Audit & Supervisory Committee)
- This proposal was resolved and approved as originally proposed.
- Mr. Katsutoshi Saito, Mr. Koichiro Watanabe, Mr. Shigeo Tsuyuki, Mr. Norimitsu Horio, Mr. Satoru Tsutsumi, Mr. Kazuma Ishii, Mr. Tomoyasu Asano, Mr. Hideo Teramoto, Mr. Takashi Kawashima, Mr. Seiji Inagaki, Mr. Haruo Funabashi, Mr. George Olcott and Mr. Koichi Maeda were elected and appointed as Directors (Except the members of Audit & Supervisory Committee).
- Proposal 7: Election of Five (5) Directors as the members of Audit & Supervisory Committee
- This proposal was resolved and approved as originally proposed.
- Mr. Morinobu Nagahama, Mr. Fusakazu Kondo, Ms. Rieko Sato, Mr. Shu Ungyong and Mr. Koichi Masuda were elected and appointed as Directors as the members of Audit & Supervisory Committee.
- Proposal 8: Election of One (1) Substitute Director as the member of Audit & Supervisory Committee
- This proposal was resolved and approved as originally proposed.
- Mr. Fumiaki Tsuchiya was elected and appointed as Substitute Director as the member of Audit & Supervisory Committee.
- Proposal 9: Establishment of the Remuneration for Directors (Except the members of Audit & Supervisory Committee)
- This proposal was resolved and approved as originally proposed.
- Proposal 10: Establishment of the Remuneration for Directors as the members of Audit & Supervisory Committee
- This proposal was resolved and approved as originally proposed.

Directors and Audit and Supervisory Board Members

Based on the resolutions of the Board of Directors and the Audit and Supervisory Board whose meeting was held after the Meeting, the Directors and the Audit and Supervisory Board Members of the Company are as follows:

Representative Director, Chairman of the Board	Katsutoshi Saito	# Director, Managing Executive Officer	Seiji Inagaki
Representative Director, President	Koichiro Watanabe	Director	Haruo Funabashi
# Representative Director, Deputy President	Shigeo Tsuyuki	Director	Michiko Miyamoto
# Representative Director, Deputy President	Norimitsu Horio	Director	George Olcott
# Representative Director, Deputy President	Satoru Tsutsumi	Director	Rieko Sato
# Director, Senior Managing Executive Officer	Kazuma Ishii	Director	Shu Ungyong
# Director, Senior Managing Executive Officer	Tomoyasu Asano	Senior Audit and Supervisory Board Member	Atsushi Nagayama
# Director, Senior Managing Executive Officer	Hideo Teramoto	Senior Audit and Supervisory Board Member	Fusakazu Kondo
# Director, Senior Managing Executive Officer	Takashi Kawashima	Audit and Supervisory Board Member	Masasuke Omori
# Director, Senior Managing Executive Officer	Kenji Sakurai	Audit and Supervisory Board Member	Takashi Wachi
# Director, Senior Managing Executive Officer	Morinobu Nagahama	Audit and Supervisory Board Member	Tsuneaki Taniguchi

Directors with a “#” mark have the concurrent position of Executive Officer. Among the Directors, Mr. Haruo Funabashi, Ms. Michiko Miyamoto, Mr. George Olcott, Ms. Rieko Sato, and Mr. Shu Ungyong are Outside Directors. Among the Audit and Supervisory Board Members, Mr. Masasuke Omori, Mr. Takashi Wachi, and Mr. Tsuneaki Taniguchi are Outside Audit and Supervisory Board Members.

In addition to the above ten (10) Directors having the concurrent position of Executive Officer, the Executive Officers of the Company are as follows:

Senior Managing Executive Officer	Koichi Maruno	Executive Officer	Tetsuya Kikuta
Managing Executive Officer	Akio Tanaka	Executive Officer	Chieko Takahashi
Managing Executive Officer	Nobuyuki Akimoto	Executive Officer	Munehiro Uryu
Managing Executive Officer	Atsushi Takahashi	Executive Officer	Hiroshi Shoji
Managing Executive Officer	Shinichi Aizawa	Executive Officer	Tatsusaburo Yamamoto
Managing Executive Officer	Satoru Sato	Executive Officer	Sumie Watanabe
Managing Executive Officer	Masamitsu Nanbu	Executive Officer	Mitsunori Moriguchi
Managing Executive Officer	Masao Taketomi	Executive Officer	Norimitsu Kawahara
Managing Executive Officer	Masahiro Takashima	Executive Officer	Takahiro Shibagaki
Managing Executive Officer	Katsuhisa Watanabe	Executive Officer	Yasuhiro Miyata
Managing Executive Officer	Hideo Hatanaka	Executive Officer	Ichiro Okamoto
Managing Executive Officer	Kimihiro Sato		

(Reference)Directors after October 1, 2016

After October 1, 2016 that is the effective date of becoming a Company with a Board with Audit & Supervisory Committee Structure based on the resolutions of the Meeting, the Directors of “Dai-ichi Life Holdings, Inc.” are as follows:

Director	Katsutoshi Saito	Director	Seiji Inagaki
Director	Koichiro Watanabe	Director	Haruo Funabashi
Director	Shigeo Tsuyuki	Director	George Olcott
Director	Norimitsu Horio	Director	Koichi Maeda
Director	Satoru Tsutsumi	Directors as the members of Audit & Supervisory Committee	Morinobu Nagahama
Director	Kazuma Ishii	Directors as the members of Audit & Supervisory Committee	Fusakazu Kondo
Director	Tomoyasu Asano	Directors as the members of Audit & Supervisory Committee	Rieko Sato
Director	Hideo Teramoto	Directors as the members of Audit & Supervisory Committee	Shu Ungyong
Director	Takashi Kawashima	Directors as the members of Audit & Supervisory Committee	Koichi Masuda

Among the Directors, Mr. Haruo Funabashi, Mr. George Olcott and Mr. Koichi Maeda are Outside Directors. Among the Directors as the members of Audit & Supervisory Committee, Ms. Rieko Sato, Mr. Shu Ungyong, and Mr. Koichi Masuda are Outside Directors as the members of Audit & Supervisory Committee.