



December 6, 2022

[Unofficial Translation]

Seiji Inagaki
President and Representative Director
Dai-ichi Life Holdings, Inc.
Code: 8750 (TSE Prime section)

(Updated) Announcement of Amendments to the “Notice Regarding Commencement of Tender Offer for Shares, Etc. of ipet Holdings, Inc. (Securities Code: 7339)” as a Result of the submission of an Amendment Statement for the Tender Offer Registration Statement

With respect to the tender offer under the Financial Instruments and Exchange Act (Act No. 25 of 1948, as amended; the “Act”) by Dai-ichi Life Holdings, Inc. (the “Tender Offeror”) for shares, etc. of ipet Holdings, Inc. (the “Target Company” listed on the Growth Market of Tokyo Stock Exchange, Inc. under code number 7339) (the “Tender Offer”), some of the matters contained in the Tender Offer Registration Statement, which was submitted on November 8, 2022, need to be corrected as a result of the Tender Offeror having finished confirming the shares, etc. of the Target Company owned by the special related parties on December 5, 2022. Accordingly, in order to make the necessary corrections, the Tender Offeror submitted an Amendment Statement dated December 6, 2022, for the Tender Offer Registration Statement to the Director-General of the Kanto Local Finance Bureau, pursuant to Article 27-8, paragraph 2 of the Act.

The Tender Offeror hereby announces that as a result of the foregoing, it partially amends the “Notice Regarding Commencement of Tender Offer for Shares, Etc. of ipet Holdings, Inc. (Securities Code: 7339)” dated November 7, 2022, as stated below.

These amendments do not make any changes to the “terms of purchase, etc.” as defined in Article 27-3, paragraph 2, item 1 of the Act.

Underlines indicate amendments.

2. Outline of Purchase

(6) Changes in the Ownership Ratio of Shares as Result of the Purchase
(Before Amendment)

Number of Voting Rights Pertaining to Shares Owned by the Tender Offeror Before the Purchase	-	(Ownership Ratio of Shares Before the Purchase -%)
Number of Voting Rights Pertaining to Shares Owned by Special Related Parties Before the Purchase	<u>250</u> voting rights	(Ownership Ratio of Shares Before the Purchase <u>0.23</u> %)
Number of Voting Rights Pertaining to Shares Owned by the Tender Offeror After the Purchase	109,903 voting rights	(Ownership Ratio of Shares After the Purchase 100.00%)
Number of Voting Rights Pertaining to Shares Owned by Special Related Parties After the Purchase	0 voting rights	(Ownership Ratio of Shares After the Purchase 0.00%)

Number of Voting Rights of All Target Company Shareholders	108,581 voting rights	
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<Omitted>

(Note 2) The “Number of Voting Rights Pertaining to Shares Owned by Special Related Parties Before the Purchase” indicates the total number of voting rights pertaining to shares owned by each of special related parties (excluding those who are excluded from special related parties in the calculations of the ownership ratio of shares under each items of Article 27-2, paragraph 1 of the Act, pursuant to Article 3, paragraph 2, item 1 of the Cabinet Office Ordinance on Disclosure Required for Tender Offer for Share Certificates, etc. by Persons Other Than Issuer (Ministry of Finance Order No. 38 of 1990, as amended; the “Cabinet Office Order”). However, since the shares owned by the special related parties are subject to the Tender Offer, the “Number of Voting Rights Pertaining to Shares Owned by Special Related Parties After the Purchase” indicates nil. The Tender Offeror will confirm the shares of the Target Company owned by the special related parties as of or after today and, if any correction is necessary, will disclose the details of correction.

<Omitted>

(After Amendment)

Number of Voting Rights Pertaining to Shares Owned by the Tender Offeror Before the Purchase	-	(Ownership Ratio of Shares Before the Purchase -%)
Number of Voting Rights Pertaining to Shares Owned by Special Related Parties Before the Purchase	<u>217</u> voting rights	(Ownership Ratio of Shares Before the Purchase <u>0.20</u> %)
Number of Voting Rights Pertaining to Shares Owned by the Tender Offeror After the Purchase	109,903 voting rights	(Ownership Ratio of Shares After the Purchase 100.00%)
Number of Voting Rights Pertaining to Shares Owned by Special Related Parties After the Purchase	0 voting rights	(Ownership Ratio of Shares After the Purchase 0.00%)
Number of Voting Rights of All Target Company Shareholders	108,581 voting rights	

<Omitted>

(Note 2) The “Number of Voting Rights Pertaining to Shares Owned by Special Related Parties Before the Purchase” indicates the total number of voting rights pertaining to shares owned by each of special related parties (excluding those who are excluded from special related parties in the calculations of the ownership ratio of shares under each items of Article 27-2, paragraph 1 of the Act, pursuant to Article 3, paragraph 2, item 1 of the Cabinet Office Ordinance on Disclosure Required for Tender Offer for Share Certificates, etc. by Persons Other Than Issuer (Ministry of Finance Order No. 38 of 1990, as amended; the “Cabinet Office Order”). However, since the shares owned by the special related parties are subject to the Tender Offer, the “Number of Voting Rights Pertaining to Shares Owned by Special Related Parties After the Purchase” indicates nil.

<Omitted>

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This press release may contain statements that are “forward-looking statements” regarding our intent, belief or current expectations of management with respect to our future results of operations and financial condition. Any such forward-looking statements are not historical facts but instead represent only our belief regarding future events, many of which, by their nature, are inherently uncertain and outside our control. Important factors that could cause actual results to differ from those in specific forward-looking statements include, without limitation, economic and market conditions, consumer sentiment, political events, level and volatility of interest rates, currency exchange rates, security valuations and competitive conditions. Forward-looking statements are not guarantees of future performance and involve risks and uncertainties, and actual results may differ.