

Basic Policy on Selection of Director Candidates

Objective

Article 1 This basic policy defines policies on the selection of director candidates for Sony Financial Group Inc. (hereinafter, the “Company”).

Basic Policy on the Selection of Director Candidates

Article 2 A director candidate for the Company shall be an individual who satisfies the requirements listed below.

- i) A person who understands the content of viewpoints on business management indicated in the Insurance Business Act, Banking Act, other related legislation and supervisory guidelines, possesses a level of knowledge and experience sufficient to implement them, and has sufficient social credibility
- ii) A person to whom the grounds for disqualification stipulated in the Insurance Business Act, Banking Act and Companies Act do not apply
- iii) A person who has a sense of ethics and spirit of legal obedience befitting a director, possesses dignity, and is respected by others
- iv) A person who has the qualities of being able to participate proactively in free, open and constructive discussions as a member of the Board of Directors, and sufficient capacity for judgment to decide management strategy with the aim of ensuring the sustainable growth, and enhancement of the corporate value over the medium to long term, of the Sony Financial Group (hereinafter, the “Group”)
- v) A person who is not a director or employee of another company recognized as having a competitive relationship with the Group

Basic Policy on the Selection of Outside Director Candidates

Article 3 An outside director candidate for the Company shall be an individual who satisfies the requirements listed below, as well as the items listed in the preceding article.

- i) A person who possesses extensive knowledge and experience in a field such as corporate management, risk management, legal affairs, accounting, finance or financial services

ii) A person who is able to identify essential issues and risks by adopting a strategic high-level view of overall management, and to frankly express opinions to members of the management based on their personal knowledge

iii) A person who satisfies the independence standards described below

1. The independence requirements of the Companies Act and the standards for independent directors provided by the Tokyo Stock Exchange

2. The following standards

1) A person who is not an entity for which the Group is a major client (or if that entity is a corporation, etc., not one of its executives) (*1, 2)

2) A person who is not a major client of the Group (or if that client is a corporation, etc., not one of its executives) (*1, 2)

3) A person who is not receiving significant amounts of money or other property from the Group as a consultant, accounting specialist, legal specialist or similar, other than executive compensation (*3)

4) A person who is not a major shareholder of the Group (or if that major shareholder is a corporation, etc., not one of its executives) (*1, 4)

5) A person who is not an executive of a corporation in which the Group is a major shareholder (*4)

6) A person who is not an entity receiving substantial amounts of contributions from the Group (or if that entity receiving contributions is a corporation, etc., not one of its executives) (*1, 5)

7) A person whose posts in the three years preceding their appointment satisfy items 1) through 6) above

8) A person who in the 10 years preceding their appointment has not been an executive of the Company's parent company or a subsidiary of the Company's parent company

9) A person who is not a spouse of or related within two degrees of kinship to a person who does not satisfy any item in 1) through 8) above (a key person (*6))

Notes:

1 “Corporation, etc.” refers to a corporation, association or other organization

2 “Major client” refers to a party that made or received payments in transactions with the Group in the most recent fiscal year and each of the preceding three fiscal years, where such payments accounted for 2% or more of the consolidated net sales of either the Group or the party

3 “Significant amounts of money” refers to an annual average over the past three fiscal years of ¥10 million or more if the indicated party is an individual, or if the indicated party is affiliated with a corporation, etc., an amount corresponding to 2% or more of that entity’s consolidated net sales

4 “Major shareholder” refers to a shareholder holding 10% or more of total voting rights in the most recent register of shareholders

5 “Substantial amounts of contributions” refers to an annual average over the past three fiscal years of the greater of a) ¥10 million or more or b) 2% of consolidated net sales or total revenue of the party receiving contributions

6 “Key person” refers to a corporate officer, division general manager, or executive with equivalent authority, and in the case of an accounting expert or legal expert, etc., a person with expert qualifications such as a certified public accountant or lawyer.

Basic Policy on the Selection of Candidates for Directors Serving Concurrently as Audit Committee Members

Article 4 A director candidate for the Company who will also serve as an Audit Committee Member shall be an individual who satisfies the requirements of Article 2 in addition to the requirements listed below.

i) A person who has sufficient social credibility and a level of knowledge and experience sufficient to accurately, fairly, and efficiently audit the performance of duties of directors and corporate executive officers as indicated in the Insurance Business Act, Banking Act and other related legislation and supervisory guidelines

ii) A person who possesses extensive knowledge and experience in a field such as corporate management, risk management, legal affairs, accounting, finance or financial services

iii) A person who is able to identify essential issues and risks by adopting a

high-level strategic view of overall management, and to frankly express opinions to members of the management based on their personal knowledge

Number of Times for Re-election of Outside Directors

Article 5 The Nominating Committee may nominate an outside director for re-election no more than five times, with nominations beyond that to be determined by the Nominating Committee based on the opinion of the Board of Directors. However, in any event, the number of times that an outside director may be re-elected shall not exceed eight times.

Revision or Abolition

Article 6 The formulation of this basic policy, as well as its revision or abolition, shall be determined by resolution of the Nominating Committee.

Responsible Department

Article 7 The Human Resource Department shall be the department responsible for this basic policy.

Implementation

Article 8 This basic policy shall be implemented from October 1, 2024.

Supplementary Provisions

Special Provision Regarding the Number of Times for Re-election of Outside Directors

Article 1 With regard to the application of Article 5 (Number of Times for Re-election of Outside Directors), which was newly established in the revision of the basic policy on October 1, 2024, those outside directors of the Company at the time of revision (including those who resigned as outside Audit & Supervisory Board members and were reappointed as outside directors with the Company's transition to a company with nominating committee, etc. on October 1, 2024) who had been in office as either outside directors or outside Audit & Supervisory Board members of the Company in the past for a total of more than 5 years as of October 1, 2024, shall be eligible for re-election, notwithstanding the provisions of Article 5, provided that their total number of years in office does not exceed 12 years.