

June 3, 2024

Nippon Life Insurance Company
Nissay Information Technology Co., Ltd.

Completion of the Acquisition of Shares in Nichii Holdings Co., Ltd.

Nippon Life Insurance Company (President: Hiroshi Shimizu, hereinafter “Nippon Life”) today acquired 99.6% of shares outstanding in K.K. BCJ-43 (Representative Director: Yuji Sugimoto, hereinafter “BCJ-43”), which owns all shares of Nichii Holdings Co., Ltd. (Representative Director and President: Nobusuke Mori, hereinafter “Nichii HD”) from BCPE Color Cayman, L.P. and Color Cayman Investments, LLC, both of which are indirectly owned by funds advised by Bain Capital Private Equity, L.P. (Representative: John Connaughton), as well as from other shareholders^{*1}. The expected acquisition price is about 210 billion yen^{*2}.

^{*1} ECM Master Fund managed by Effissimo Capital Management Pte Ltd (Director: Yoichiro Imai) and some of the individual shareholders

^{*2} To be finalized after adjusting BCJ-43’s equity value as of March 31, 2023, for changes in assets, liabilities, etc. of the company between April 1, 2023 and the acquisition date

In addition, Nippon Life today transferred 1.0% of BCJ-43 share outstanding to Nissay Information Technology Co., Ltd. (President: Tetsuya Ueda, hereinafter “NISSAY IT”) ^{*3}. Nippon Life, NISSAY IT, and Nichii HD will engage in a three-way strategic collaboration to promote DX (digital transformation) in the nursing care, medical-related, and child care domains.

^{*3} Ultimate proportion of BCJ-43 shares owned by Nippon Life: 98.6%; by NISSAY IT: 1.0%

BCJ-43’s corporate name was changed to Nippon Life Livelihood Support Co., Ltd. (President: Shuhei Yamauchi) today and is positioned as the overseeing entity for Nippon Life group’s long-term care, medical-related, and child care operations.

Taking advantage of this share acquisition, Nippon Life will stabilize Nichii HD’s operations, solidify its positioning in Nippon Life group, to stimulate activity in the nursing care, medical-related, and child care businesses as a core business within the group. Also, Nippon Life aims to diversify the security and comfort provided to customers by enhancing productivity and sustainability, thereby pursuing a “Society in which Everyone can Live their Lives with Peace of Mind.”

<Overview of Nichii HD>

1. Name	Nichii Holdings Co., Ltd.
2. Primary Business	Medical support, long-term care, and child care
3. Established	April 2020
4. Headquarters	Chiyoda-ku, Tokyo
5. Representative	Representative Director and President: Nobusuke Mori

< Nippon Life Livelihood Support (formerly BCJ-43)>

1. Name	Nippon Life Livelihood Support Co., Ltd.
2. Primary Business	Management of subsidiary operations
3. Established	April 2020
4. Headquarters	Chiyoda-ku, Tokyo
5. Representative	Representative Director and President: Shuhei Yamauchi

<Overview of BCPE Color Cayman, L.P.>

1. Name	BCPE Color Cayman, L.P.
2. Primary Business	Ownership of shares for investment
3. Established	April 2020
4. Headquarters	Cayman Islands
5. Representative	John Connaughton

<Overview of Color Cayman Investments, LLC>

1. Name	Color Cayman Investments, LLC
2. Primary Business	Ownership of shares for investment
3. Established	April 2020
4. Headquarters	Cayman Islands
5. Representative	John Connaughton

<Overview of ECM Master Fund>

1. Name	ECM Master Fund
2. Primary Business	Ownership of shares for investment
3. Established	December 2011
4. Headquarters	Cayman Islands
5. Manager	Effissimo Capital Management Pte Ltd