[Unofficial Translation]

June 23, 2025

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Representative Director, President
Group Chief Executive Officer
Dai-ichi Life Holdings, Inc.
Code: 8750 (TSE Prime section)

Issuance of New Shares Under Stock Remuneration Scheme

Dai-ichi Life Holdings, Inc. (President and Group CEO: Tetsuya Kikuta; hereinafter "the Company") hereby announces that its Board of Directors meeting, held on June 23, 2025, passed a resolution to issue new shares (hereinafter the "Issuance"), as restricted stock compensation (Hereinafter referred to as "Issuance of New Shares as RS".) and new shares as performance-linked stock compensation (Hereinafter referred to as "Issuance of New Shares as PSU".) as described below.

1. Overview of the issuance

(1)Issuance of New Shares as RS

(1)	Payment Date	July 11, 2025			
(2)	Class and Number of Shares to be Issued	362,800 shares of common stock of the Company			
(3)	Issue Price	1,072.0 yen per share			
(4)	Total Amount of Issuance	388,921,600 yen			
(5)	Allottee of Shares, Number of allottees and Number of Shares to be allotted	The Company	Directors	4	81,200 shares
		The Company	Executive Officers	18	88,500 shares
		The Dai-ichi Life Insurance Company, Limited	Directors	6	57,900 shares
		The Dai-ichi Life Insurance Company, Limited	Executive Officers	23	85,400 shares
		The Dai-ichi Frontier Life Insurance Co., Ltd.	Directors	2	13,200 shares
		The Neo First Life Insurance Company, Limited.	Directors	1	5,800 shares
		ipet Insurance Co., Ltd.	Directors	1	5,800 shares
		Vertex Investment Solutions Co., Ltd.	Directors	1	7,600 shares

	Benefit One Inc.	Directors	1	6,100 shares
	The Dai-ichi Life Techno Cross Co., Ltd.	Directors	1	5,800 shares
	QOLead, Limited	Directors	1	5,500 shares

(2) Issuance of New Shares as PSU

(6) Payment Date	November 17, 2025			
(7) Class and Number of Shares to be Issued	280,400 shares of common stock of the Company			
(8) Issue Price	1,072.0 yen per share			
(9) Total Amount of Issuance	300,588,800 yen			
(10) Allottee of Shares, Number of allottees and Number of Shares to be allotted	The Company	Directors	4	52,000 shares
	The Company	Executive Officers	4	27,200 sares
	The Dai-ichi Life Insurance Company, Limited	Directors	5	57,100 shares
	The Dai-ichi Life Insurance Company, Limited	Executive Officers	13	109,500 shares
	The Dai-ichi Frontier Life Insurance Co., Ltd.	Directors	1	11,800 shares
	Benefit One Inc.	Directors	1	11,500 shares
	QOLead, Limited	Directors	1	11,300 shares

2. Purpose and Reason of the Issuance

(1)Issuance of New Shares as RS

The Board of Directors meeting of the Company, held on May 15, 2018, passed a resolution to introduce a stock remuneration scheme using restricted stocks for the Company's directors other than outside directors (excluding directors serving as Audit & Supervisory Committee members) (hereinafter, the "Eligible Director") to further motivate them to contribute to the enhancement of shareholder's value through sustainable growth of the Company, and to have shared interests with shareholders.

Additionally, the Annual General Meeting of Shareholders for the 8th Fiscal Year of the Company held on June 25, 2018 (hereinafter, the "General Meeting of Shareholders") approved the proposal regarding the stock remuneration scheme using restricted stocks with upper limit of 200 million yen per annum for the amount of monetary remuneration (hereinafter, the "Restricted Stock Remuneration") for Eligible Director which shall be allocated as a contributed asset under the stock remuneration scheme using restricted stocks. According to the resolution of the General Meeting of Shareholders, the restriction-on-transfer period of restricted stocks shall be the period from 3 years to 30 years predetermined by the Company's Board of Directors, the upper limit of total number of the Company's common stock allotted by means of a new

issuance or disposal of treasury stock to be allotted to Eligible Director shall be 160,000 shares per annum (if the total number of shares to be allotted requires adjustment because of a share split, a reverse share split or any other reasons on or after the approval date of the proposal, the total number shall be adjusted to a reasonable extent), and the amount per share to be paid in upon allotment shall be determined by the Company's Board of Directors to the extent that such amount shall not be particularly advantageous for Eligible Director. In addition, as the Company conducted a stock split at a ratio of 4 for 1 common share on April 1, 2025, the total number of common shares issued or disposed by the Company to Eligible Director pursuant to the stock remuneration scheme using restricted stocks has been adjusted to no more than 640,000 shares per year since that date.

And, given the resolution of the General Meeting of Shareholders on the stock remuneration scheme with restriction of stock transfer to Eligible Director, each Board of Directors Meeting of the Company, The Dai-ichi Life Insurance Company, Limited, The Dai-ichi Frontier Life Insurance Co., Ltd., The Neo First Life Insurance Company, Limited., ipet Insurance Co., Ltd., Vertex Investment Solutions Co., Ltd., Benefit One Inc., The Dai-ichi Life Techno Cross Co., Ltd., and QOLead, Limited. (hereinafter, the "this time Eligible Group Companies") passed a resolution to introduce the same stock remuneration scheme with restriction on stock transfer to the executive officer of the Company, eligible directors and executive officers excluding outside directors (excluding directors serving as Audit & Supervisory Committee members) of the this time Eligible Group Companies (hereinafter, including the Eligible Director, collectively the "Eligible Directors") (hereinafter, collectively the "RS Scheme", which includes the stock remuneration scheme with restricted stocks in the Company and this time Eligible Group Companies).

At the Annual General Meeting of Shareholders for the 12th Fiscal Year of the Company held on June 20, 2022, the Company resolved to introduce a performance-linked stock compensation plan. As a result, the RS Scheme and the performance-linked stock compensation plan have been coexisting, the Company positions the RS Scheme mainly for the purpose of sharing profits with shareholders, and positions the performance-linked stock compensation plan as an incentive to improve corporate value. With regard to the RS Scheme, the Company has set a shorter transfer restriction period than those already issued, within the scope approved at the General Meeting of Shareholders, and establish a claw-back clause after the transfer restriction will be lifted. After making adjustments accompanying the introduction of the performance-linked stock compensation plan, we decided to operate the RS Scheme so that it functions as an appropriate incentive.

Taking into account the purpose of the RS Scheme, the Company's business conditions, the scope of duties and responsibilities of the Eligible Directors and the other issues, the Board of Directors Meeting held on June 23, 2025, approved the Issuance so that Eligible Directors who have not received shares as restricted stock compensation based on the resolution of the Board of Directors held on June 23, 2025 directly hold shares and to share interests with Eligible Directors and shareholders. The Company and this time Eligible Group Companies will pay Eligible Directors Restricted Stock Remuneration corresponding to the fiscal year ending in March 2026 (from April 1, 2025 to March 31, 2026) (provided that, for directors of the this time Eligible Group Companies, until the end of the ordinary general meeting of shareholders of each of the this time Eligible Group Companies for the fiscal year ending March 31, 2026) (For eligible directors,

who have already been paid restricted stock remuneration （Including monetary remuneration equivalent to that） the period covered by such paid restricted stock remuneration is excluded) and the Restricted Stock Remuneration will be contributed in kind and therefore the Company will issue common stocks as restricted stocks (hereinafter, the "Applicable Shares") with 3 years restriction-on-transfer period. The amount related to the monetary remuneration is decided by comprehensively taking into account various factors such as duties and responsibilities of each Eligible Director. In addition, under the RS Scheme, the restriction-on-transfer period is set as 3 years, to have shared interests with shareholders.

Regarding the Issuance, under the RS Scheme, the Company plans to sign a restricted stock allocation contract (hereinafter, the "Contract") which includes the contents as outlined below with Eligible Directors.

(2)Issuance of New Shares as PSU

At its meeting of the Board of Directors held on May 12, 2022, our company resolved to introduce a performance-linked stock compensation scheme for PSU Eligible Directors with the aim of clarifying the linkage between the Company's performance and the value of our company's shares and the compensation of our company Directors (Hereinafter referred to as "PSU Eligible Directors".) excluding Directors who do not execute business, Outside Directors and Directors who are Audit and Supervisory Committee Members, and to provide incentives for achieving the performance targets set forth in our company's Medium-Term Management Plan and improving medium- to long-term business results in a sustainable manner, as well as promoting further value sharing with shareholders. In addition, at the 12 th Ordinary General Meeting of Shareholders, approval was obtained to set the amount of compensation, etc. for granting performance-linked shares to PSU Eligible Directors up to 200 million yen per year. According to the resolution of the General Meeting of Shareholders, the total number of shares of Common Stock to be issued or disposed of by our company to Directors Eligible for PSU shall be no more than 160,000 shares per year (However, in the event of a stock split, consolidation of shares, or other event requiring adjustment of the total number of shares to be allocated, the total number of shares will be adjusted to a reasonable extent.), and the amount to be paid in per share shall be determined by the Board of Directors of our company within a range not particularly favorable to Directors Eligible for PSU. Since our company conducted a stock split at a ratio of 4 shares per share of Common Stock on April 1, 2025, the total number of shares of Common Stock to be issued or disposed of by our company to Directors Eligible for PSU under the performance-linked stock compensation scheme has been adjusted to no more than 640,000 shares per year since that date.

In response to the resolution approving performance-linked stock compensation for Directors Eligible for PSU at the 12 Ordinary General Meeting of Shareholders, the Board of Directors of our company and the Board of Directors of our company subsidiaries Dai-ichi Life Insurance Co., Ltd., Dai-ichi Frontier Life Insurance Co., Ltd., Benefit One Co., Ltd., and QOLead, Ltd.. (The above subsidiaries are collectively referred to as the "Group Companies Subject to the PSU ".) have decided to introduce similar performance-linked stock compensation for Executive Officers of our company and Directors other than Outside Directors (Excluding Directors who do not execute business and Directors who are Audit and Supervisory Committee Members.) and some of the Executive Officers (Together with the PSU Eligible Directors, the term "PSU

Eligible Directors, etc." is hereinafter collectively referred to as "PSU Eligible Directors, etc.".) of Group Companies Eligible for PSU (The performance-linked stock compensation plan of our company and the group companies subject to the PSU is hereinafter collectively referred to as the "PSU Scheme". The Company has decided to introduce the same performance-linked stock compensation scheme at some subsidiaries other than the PSU Group companies.).

In accordance with the resolution of the Board of Directors held on June 23, 2025, in consideration of the purpose of the PSU Scheme, the business conditions of our company, the scope of duties of each PSU Eligible Director, and various circumstances, the Issuance of New Shares as a PSU is intended to have the PSU Eligible Directors, etc. directly hold shares and to share interests between each PSU Eligible Director, etc. and shareholders. The Issuance of New Shares as a PSU is intended to issue common shares (Hereinafter referred to as the "Common Stock".) as performance-linked stock compensation by having our company or the PSU Eligible Group Companies offer claims pertaining to monetary compensation in an amount calculated by multiplying the issue price by the number of issued our company Common Shares calculated according to the degree of achievement of performance targets, etc. during the period from the fiscal year ending March 2023 (April 1, 2022 to March 31, 2023) to the fiscal year ending March 2025 (April 1, 2024 to March 31, 2025) (Hereinafter referred to as the "Performance Evaluation Period".) as investment property for contribution in kind.

3.Outline of the Issuance of New Shares as RS and the Issuance of New Shares as PSU

(1)Issuance of New Shares as RS

① Restriction-On-Transfer Period

July 11, 2025 to July 10, 2028 (hereinafter, the “Period”)

② Condition of Removal of Restriction on Transfer

Given Eligible Directors continually serve as a director or executive officer of the Company, this time Eligible Group Companies, The Dai-ichi Life Insurance Company, Limited, The Dai-ichi Frontier Life Insurance Co., Ltd., The Neo First Life Insurance Company, Limited., ipet Insurance Co., Ltd., Vertex Investment Solutions Co., Ltd., Benefit One Inc., The Dai-ichi Life Techno Cross Co., Ltd., and QOLead, Limited. (hereinafter collectively, the “Eligible Group Companies”) during the Period (hereinafter collectively, the “Position as Directors”), the restriction-on-transfer will be removed upon the expiration of the Period.

③ Treatment if Eligible Directors resign from office or retire the Companies or Eligible Group Companies due to the expiration of her or his term of office, reaching the age of retirement or any other reasons deemed reasonable by the Board of Directors

During the Period, if Eligible Directors resign from office or retire the Companies or Eligible Group Companies (including the retirement by death) due to the expiration of her or his term of office, reaching the age of retirement or any other reasons deemed reasonable by the Board of Directors, the timing of the removal of restriction on transfer will be just after the retirement or resignation (in case

of death, the timing of the removal is that the Board of Director determined. In cases other than retirement or resignation due to death, if the date of retirement or resignation is within five business days from the date of the decision to retire or resign, the day shall be five business days after the date of the decision.) and the restriction on transfer of whole Shares held by Eligible Directors (inheritor of Eligible Directors in case Eligible Directors resigned due to death) will be removed at the moment.

④ Acquisition by the Company without Consideration

a) In case Eligible Directors have been sentenced to imprisonment without work or a heavier penalty (excluding suspended sentence) or subject to certain causes during the Period, the Company will automatically acquire all of her or his Applicable Shares without consideration.

b) In case Eligible Directors have been subject to certain causes such as significant violation of laws stipulated in the Contract and the Company's Board of Directors determined that the acquisition of all or part of her or his Applicable Shares without consideration is deemed reasonable, the Company may acquire all or part of her or his Applicable Shares without consideration. The number of shares to be acquired in case the Company acquires part of her or his Applicable Shares will be determined by the Company's Board of Directors, according to the period which Eligible Directors worked as the officers of the Company or Eligible Group Companies and other factors.

⑤ Claw-Back

From the date after the date on which the restriction on transfer is lifted, in case that the Company's Board of Directors determines that (i) all or part of the Company's financial statements (including consolidated financial statements) pertaining to each fiscal year to which the restriction-on-transfer period belongs are required to make a serious downward revision, or (ii) the Eligible Directors commit serious misconduct or breach of duty of care of a prudent manager (only with regard to those related to each fiscal year to which the restriction-on-transfer period belongs), the Company may claim the Eligible Directors to return all or part of her or his Applicable Shares for which the transfer restriction has been lifted to the Company without consideration.

⑥ Custody of Stocks

To assure that the applicable shall not be transferred, pledged, or otherwise disposed of, during the Period, the Applicable Shares will be under custody of specified account of Nomura Securities Co., Ltd. opened by Eligible Directors during the Period. To secure the effectiveness of the restriction-on-transfer related to Applicable Shares, the Company signs a contract with Nomura Securities Co., Ltd. related to the custody of Applicable Shares held by Eligible Directors. Additionally, Eligible Directors shall agree with the custody of such accounts.

⑦ Treatment upon Organizational Restructuring

During the Period, if the Company conducts a merger under which the Company is to cease or is

involved in share exchanges, share transfers or any other organizational restructuring under which the Company is to become a wholly-owned subsidiary by the approval of the Company's General Meeting of Shareholders (in case when such approval is not needed, by a resolution of the Company's Board of Directors), all or part of restriction on transfer may be removed for the Applicable Shares as of the preceding business day of the effective date of the organizational restructuring by a resolution of the Company's Board of Directors (the number of shares subject to the removal of restriction on transfer will be determined by the Company's Board of Directors, according to the period which Eligible Directors worked as the officers of the Company or Eligible Group Companies and other factors). Additionally, as of the preceding business day of the effective date of the organizational restructuring, the Company will automatically acquire all shares out of scope of the removal of restriction on transfer.

(2)Issuance of New Shares as a PSU

① Outline of the PSU Scheme

The PSU Scheme is a scheme under which, after the end of the performance evaluation period, Eligible Directors, etc. of the PSU will decide to pay monetary claims to Eligible Directors, etc. of the PSU in accordance with the degree of achievement of indicators (Includes sustainability indicators.) using our group's performance, etc. in three (3) fiscal years (Hereinafter referred to as the "Performance Evaluation Period".) as previously specified by the Board of Directors of our company, and will issue or dispose of our company Common Shares by receiving in-kind contributions of such monetary claims from Eligible Directors, etc.

② Calculation Method of Standard Number of Shares and Number of Shares Delivered

Our company will generally calculate the number of our company Common Shares to be delivered to Eligible Directors, etc. of the PSU based on the following formula (i) and the amount of monetary claims to be paid to Eligible Directors, etc. of the PSU based on the formula (ii).

(i)Number of our company Common Shares to be Issued or Disposed to Eligible Directors, etc. (* 1)

Standard number of shares (* 2) x Performance Evaluation Factor (* 3)

(ii)Amount of monetary claims to be paid to Eligible Directors, etc.

Number of our company Common Shares to be Issued or Disposed to Eligible Directors, etc. x Stock Price at Delivery (* 4)

(*1) If a fraction of less than one unit occurs as a result of the calculation, such fraction shall be rounded down. However, if monetary claims are to be paid to Eligible Directors, etc. based on the results calculated using the formulas in (i) and (ii), and there is a risk that the maximum amount of monetary claims to be granted under the PSU Scheme may be exceeded, the number of shares to be issued or disposed of to Eligible Directors, etc. shall be reduced by a reasonable method, such as prorated proportionality, to the extent that the maximum amount is not exceeded.

(*2) It shall be determined in advance by the Board of Directors of our company.

(*3) It shall be determined in advance by the Board of Directors of our company in the form of multiplying (1) a figure (percentage) set within a range previously determined by the Board of Directors of our company in accordance with the degree of achievement of corporate value indicators and financial indicators during the performance evaluation period by (2) a figure (percentage) set within a range previously determined by the Board of Directors of our company in accordance with the degree of achievement of sustainability indicators during the performance evaluation period.

(*4) our company Board of Directors shall determine the amount that is not particularly favorable to Eligible Directors, etc. who subscribe for our company Common Shares based on the closing price of our company Common Shares on the Tokyo Stock Exchange on the business day prior to the day of resolution of the Board of Directors of our company regarding the issuance or disposition of our company Common Shares after the end of the performance evaluation period (In the case where a transaction has not been completed on the same day, the closing price on the latest trading day preceding the transaction).

③ Reasons for Forfeiture of Rights

In the event that Eligible Directors, etc. of our company PSU fall under any of the following during the performance evaluation period or until the actual delivery of our company Shares, and the Board of Directors of our company deems it appropriate to forfeit all or part of their right to receive the delivery of our company Shares, our company shall forfeit the right to receive the delivery of the shares by notifying the Eligible Directors, etc. of our company PSU at the time of the arrival of such notice or at the date or time determined by a resolution of the Board of Directors of our company that comes after the arrival of such notice.

(1)In the event that Eligible Directors, etc. of our company PSU are subject to a petition for seizure, provisional seizure, provisional disposition, compulsory execution, or auction, or are subject to a disposition for delinquency in taxes and public charges

(2)In the event that Eligible Directors, etc. of our company PSU have violated laws and regulations, or the articles of incorporation or other internal rules of a our company or our company subsidiary in a material point

(3)In the event that Eligible Directors, etc. of our company PSU have engaged in a business that competes with the business of a subsidiary in our company or our company, or have assumed the position of an officer or employee of a corporation or other organization that competes

(4)In the event that the Board of Directors of our company determines that it is appropriate to forfeit all or part of the right to receive delivery of our company shares

④ Treatment in Reorganization, etc.

If a merger agreement under which our company becomes the disappearing company, a share exchange agreement or a share transfer plan under which our company becomes a wholly owned subsidiary, or other matters related to reorganization, etc. are approved by the general meeting of

shareholders of our company (However, in cases where approval by the shareholders meeting of our company is not required for the reorganization, etc., the board of directors of our company) before the allocation of our company shares, our company shall, in lieu of our company shares, deliver to each PSU Eligible Director, etc. money in the amount obtained by multiplying the number of shares obtained by rationally adjusting the number of our company Common Shares to be issued or disposed of to each PSU Eligible Director, etc. in accordance with the period from the first day of the performance evaluation period to the date of such approval (Hereinafter referred to as the "Approval Date for Reorganization, etc.".) by the market value of our company shares on the business day preceding the date of approval of reorganization, etc.

⑤ Payment conditions for PSU Eligible Directors, etc.

In principle, our company will issue or dispose of our company common shares in the number calculated based on (2) above to PSU Eligible Directors, etc., after the end of the performance evaluation period if the PSU Eligible Directors, etc. satisfy the following requirements.

(i)The PSU Eligible Directors, etc. continuously held positions as directors of our company or other positions specified by our company Board of Directors during the performance evaluation period.

(ii)The PSU Eligible Directors, etc. did not violate laws and regulations or engage in certain illegal acts specified by our company Board of Directors.

(iii)The Company satisfies other requirements deemed necessary by the Board of Directors of our company to achieve the purpose of the PSU Scheme.

In addition, if there is a newly appointed Director during the performance evaluation period, the Company will issue or dispose of our company Common Shares reasonably adjusted in accordance with the performance achievement ratio, tenure, etc. as necessary by resolution of the Board of Directors of our company.

In addition, if the PSU Eligible Directors, etc. resign or retire for a justifiable reason during the performance evaluation period, or if the PSU Eligible Directors, etc. resign or retire from their position as described above due to death during the performance evaluation period or by the date of the first annual general meeting of shareholders after the end of the performance evaluation period, the Company will pay money in an amount reasonably determined by the Board of Directors of our company in accordance with the performance achievement ratio, tenure, etc. in lieu of our company Common Shares as necessary.

⑥ Conclusion of Allotment Agreement for the Issuance of New Shares as a PSU

For the Issuance of New Shares as a PSU, based on the PSU Scheme, our company plans to execute a share allocation agreement (Hereinafter referred to as the "PSU Allocation Agreement".) with the PSU Eligible Directors, etc. for the Issuance of New Shares as a PSU. In the PSU Agreement, if the Board of Directors of our company determines that there has been a material downward revision of the financial statements or a material illegal act by the Target Company in relation to the performance evaluation period, or if any other event specified by the Board of Directors of our company is met, the

Company will be obligated to return the Common Shares or money equivalent to the value of the Common Shares to our company after the payment date for the Common Shares.

The Issuance of New Shares as a PSU will be made through a capital contribution in kind, based on a resolution of the Board of Directors of our company or a resolution of the Board of Directors of each of the PSU Eligible Group Companies, with the amount of monetary compensation receivable of ¥300,588,800 (the amount of monetary compensation receivable to be contributed per share of the Common Shares is ¥1,072.0) paid as performance-linked stock compensation for the Performance Evaluation Period by our company or the PSU Eligible Group Companies as a capital contribution.

4. Basis of Calculation of Amount to be Paid and Details

The issuance of the New Shares as RS for the planned allottees is for the contribution in kind of monetary remuneration claims paid as Restricted Stock Remuneration for the fiscal year ending in March 2026 of the Company and this time Eligible Group Companies (from April 1, 2025 to March 31, 2026) (provided that, for directors of the this time Eligible Group Companies, until the end of the ordinary general meeting of shareholders of each of the this time Eligible Group Companies for the fiscal year ending March 31, 2026) (For eligible directors, who have already been paid restricted stock remuneration (Including monetary remuneration equivalent to that) the period covered by such paid restricted stock remuneration is excluded).

To exclude arbitrariness, the issue price is 1,072.0 yen, the closing price of the Company's common stock on June 20, 2025 (preceding business day of the date upon the resolution by the Board of Directors) in the Prime section of the Tokyo Stock Exchange. We believe the amount is not deemed to be significantly advantageous because the amount is the market value on the preceding business day of the date upon the resolution by the Board of Directors and therefore the method of determination of the issue price is rational. In addition, we believe the number of shares to be issued by the Issuance could be reasonable because the dilution rate by the Issuance is less than 0.1%, which can be said to be extremely limited.

In addition, the issuance of the New Shares as PSU to the Scheduled Allottees is to issue the common stock by making the claims pertaining to monetary compensation of the amount calculated by multiplying the issue price by the number of the New Shares issued, which is calculated according to the degree of achievement of performance targets, etc. during the Performance Evaluation Period provided by our company or the Group Companies Subject to the PSU this time, available for contribution in kind as investment property. The issue price is set at ¥1072.0, which is the closing price of our company common stock on the Prime Market of the Tokyo Stock Exchange on June 20, 2025 (the business day immediately prior to the date of the resolution of the Board of Directors), in order to exclude arbitrariness. This is the market share price on the business day immediately prior to the date of the resolution of the Board of Directors, and the Company believes that it is reasonable and does not constitute a particularly favorable price as the method of determining the issue price and the amount thereof. In addition, since the dilution rate resulting from the issuance of the New Shares as PSU is less than 0.1%, which is extremely small, the Company believes that it is reasonable.

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