



NTT, Inc.

(Code No.: 9432)

THE 41ST ORDINARY GENERAL MEETING OF SHAREHOLDERS

NOTICE OF CONVOCATION

**Date
and
Time:**

Thursday, June 18, 2026 10:00 a.m. (JST)
(Reception desk will be open at 9:00 a.m.)

Venue:

International Convention Center PAMIR
Grand Prince Hotel Shin Takanawa
13-1, Takanawa 3-chome, Minato-ku, Tokyo

The Ordinary General Meeting of Shareholders will be streamed in real time over the Internet, and questions will be accepted prior to the meeting, so we ask that you please submit questions and make use of the live streaming. (Please see the back cover of this Notice of Convocation for details.)

For details of the proposals, please refer to NTT's website.

https://group.ntt/en/ir/shares/shareholders_meeting/pdf/shmeeting41_5.pdf (in English)



Please exercise your voting rights prior to the meeting via the Internet or mail.

Deadline for advance voting: **Wednesday, June 17, 2026 5:30 p.m. (JST)**

By using your smartphone, etc. to scan the QR code on the bottom-right side of the enclosed voting rights exercise form, you can exercise the voting rights. (For detailed steps, see page 5 of this booklet.)



■ Dear NTT Shareholders,

I would like to take this opportunity to thank all of NTT's shareholders for your continued support.

We are pleased to present this Notice of Convocation of the 41st Ordinary General Meeting of Shareholders to be held on Thursday, June 18, 2026.

During the 41st fiscal year (from April 1, 2025, to March 31, 2026), under our medium-term management strategy, the NTT Group has intensified its focus on growth areas (Value-added Areas) and driven transformative initiatives to enhance corporate value. Through the conversion of NTT DATA Group as a wholly owned subsidiary and the acquisition of banking functions through NTT DOCOMO making SBI Sumishin Net Bank, Ltd. its consolidated subsidiary, we are actively strengthening our business portfolio and expanding our revenue base. On the other hand, in the mobile business, the competitive environment has become increasingly intense, driven by the need to strengthen measures to maintain and expand the customer base and to respond to continued growth in communication traffic.

In light of these changes in the business environment, we have partially revised our medium-term management strategy. Looking ahead, we aim to further broaden growth areas (Value-added Areas) by expanding our business from the perspective of value provided to customers – specifically through AI-related businesses in the Domestic Corporate Businesses, the growth of overseas businesses centered on data centers, and the expansion of personal services with a focus on finance offerings. Additionally, within existing areas (connectivity areas), we will promote the transition to AI-native next-generation infrastructure "ALOWN", optimized for GPU, network, and power. Through these initiatives, we aim to achieve EBITDA of 4 trillion yen in FY2030.

Moreover, toward realization of the "ALOWN" concept, we will advance the expansion of the IOWN All-Photonics Network (APN), targeting deployment in prefectural capitals by FY2027 and nationwide expansion by 2030. In parallel, we will enhance collaboration with a wide range of partners to expand the ecosystem of photonic-electronic convergence devices and accelerate the social implementation of IOWN.

I would like to conclude this message by thanking all of our shareholders for their continued understanding and support.



Akira Shimada
President and Chief Executive Officer
Representative Member of the Board
CEO
NTT, INC.

島田 明

1. Date and Time: Thursday, June 18, 2026 10:00 a.m. (JST)

2. Venue: International Convention Center PAMIR
Grand Prince Hotel Shin Takanawa
13-1, Takanawa 3-chome, Minato-ku, Tokyo

*** Please note that we do not distribute any gifts at the meeting.**

The meeting will be available for viewing via a live stream over the Internet on the day of the event.

(Please see the back cover of this Notice of Convocation for guidance. Guidance is also provided regarding receiving questions over the Internet, etc. prior to the meeting.)

3 Purpose of the Meeting:

Matters to be reported

- 1 Report on the Business Report, Consolidated Financial Statements and audit results of independent auditors and Audit and Supervisory Committee for the 41st fiscal year (from April 1, 2025 to March 31, 2026)
- 2 Report on the Non-consolidated Financial Statements for the 41st fiscal year (from April 1, 2025 to March 31, 2026)

Matters to be resolved

[Company Proposals] (First Item to Third Item)

- First Item Election of Eleven (11) Members of the Board (excluding Audit and Supervisory Committee Members)
- Second Item Election of One (1) Member of the Board who is an Audit and Supervisory Committee Member
- Third Item Determination of Amount and Other Details of Performance-Linked Stock Compensation, etc. to Members of the Board (excluding Outside Members of the Board and Audit and Supervisory Committee Members)



For the details of each proposal, please refer to the following website:
https://group.ntt/en/ir/shares/shareholders_meeting/pdf/shmeeting41_5.pdf (in English)

Reference

First Item Candidates for Members of the Board (excluding Audit and Supervisory Committee Members)

Candidate No.	Name	Age	Gender	Current Position and Responsibilities		
1	Jun Sawada	70 years old	Male	Chairman and Member of the Board	Reelection	
2	Akira Shimada	68 years old	Male	Representative Member of the Board President and CEO	Reelection	
3	Riaki Hoshino	60 years old	Male	Representative Member of the Board Senior Executive Vice President In charge of technical strategy CTO	Reelection	
4	Yutaka Sasaki	60 years old	Male	Representative Director, President and CEO of NTT DATA Group Corporation	New election	
5	Sachiko Oonishi	59 years old	Female	Executive Member of the Board Executive Vice President Head of Research and Development Market Strategy CCXO Co-CAIO	Reelection	
6	Patrizio Mapelli	71 years old	Male	Member of the Board	Reelection	Foreign national
7	Ken Sakamura	74 years old	Male	Member of the Board	Reelection	Outside Independent
8	Koichiro Watanabe	73 years old	Male	Member of the Board	Reelection	Outside Independent
9	Noriko Endo	58 years old	Female	Member of the Board	Reelection	Outside Independent
10	Natsuko Takei	65 years old	Female	Member of the Board	Reelection	Outside Independent
11	Miho Hanafusa	61 years old	Female	–	New election	Outside Independent

Second Item A candidate for Member of the Board who is an Audit and Supervisory Committee Member

Name	Age	Gender	Current Position and Responsibilities	
Takashi Nakamura	62 years old	Male	Senior Executive Vice President, Senior Executive Manager of Finance and Accounting Business Headquarters of NTT FINANCE CORPORATION	New election

Matters to be resolved	[Shareholder Proposals (One (1) Shareholder)] (Fourth Item)	
	Fourth Item	Amendment to the Articles of Incorporation (Promotion of activities that contribute to solving social issues and advancing the public welfare)
	[Shareholder Proposals (One (1) Shareholder)] (Fifth Item to Eighth Item)	
	Fifth Item	Stock Consolidation
	Sixth Item	Amendment to the Articles of Incorporation (Disclosure regarding status of compliance with laws and regulations)
	Seventh Item	Amendment to the Articles of Incorporation (Equal treatment of company proposals and shareholder proposals when exercising voting rights via the Internet)
	Eighth Item	Amendment to the Articles of Incorporation (Disclosure of questions in advance of the Ordinary General Meeting of Shareholders)
	[Shareholder Proposals (One (1) Shareholder)] (Ninth Item to Fifteenth Item)	
	Ninth Item	Amendment to the Articles of Incorporation (Relaxing the upper limit for the number of characters in the reason section in shareholder proposals)
	Tenth Item	Amendment to the Articles of Incorporation (Formulation and disclosure of a corporate philosophy)
	Eleventh Item	Amendment to the Articles of Incorporation (Formulation and disclosure of the definition of corporate value)
	Twelfth Item	Amendment to the Articles of Incorporation (Enhancement of disclosure regarding the cost of capital)
	Thirteenth Item	Amendment to the Articles of Incorporation (Information disclosure regarding the capital policy)
	Fourteenth Item	Distribution of earned surplus (Special dividend)
	Fifteenth Item	Determination of compensation for granting stock acquisition rights as stock options to Members of the Board (excluding Outside Members of the Board, Audit and Supervisory Committee Members and non-executive Members of the Board)

The Board of Directors is against all shareholder proposals (Fourth Item to Fifteenth Item).

When convening this Ordinary General Meeting of Shareholders, the Company takes measures for providing information in electronic format and posts the matters subject to measures for electronic provision on the following websites. Please access the websites using the Internet addresses shown below to review the matters.



The Company's website:

https://group.ntt/en/ir/shares/shareholders_meeting/ (in English)



The website of Tokyo Stock Exchange, Inc. (TSE) (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show> (in English)

Enter the Company name or securities code (9432), and click "Search," and then click "Basic information" and select "Documents for public inspection/PR information."

If revisions to the Notice of Convocation and the matters subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Company's aforementioned website and the TSE website.

Among the matters subject to measures for electronic provision, in accordance with the provisions of laws and regulations and the Articles of Incorporation of the Company, the following matters are not provided in the paper-based documents delivered to shareholders who have made a request for delivery of such documents. The Audit and Supervisory Committee Members and the independent auditor have audited the documents that are subject to audits, including the following matters.

- Business Report (Outline of the Business of the NTT Group (Main Businesses, Main Locations, etc., Employment, Changes in Consolidated Assets and Consolidated Profit or Loss of the NTT Group, Changes in Non-consolidated Assets and Non-consolidated Income of NTT), Matters Regarding Corporate Officers (Overview of Limited Liability Agreements), Matters Regarding Independent Auditors, Content of Resolutions Concerning the Design of Systems to Ensure the Propriety of NTT's Business, Outline of Operations of the Systems to Ensure the Propriety of NTT's Business)
- Consolidated Financial Statements (Consolidated Statement of Changes in Equity, Notes to Consolidated Financial Statements)
- Non-consolidated Financial Statements (Non-consolidated Balance Sheet, Non-consolidated Statement of Income, Non-consolidated Statement of Changes in Shareholders' Equity and Other Net Assets, Notes to Non-consolidated Financial Statements)
- Auditor's Report (Auditor's Report on Non-consolidated Financial Statements)

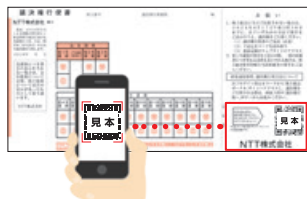
Exercising Your Voting Rights

A Voting via the Internet*

INTERNET DEADLINE
Wednesday, June 17, 2026 5:30 p.m. (JST)

QR code scanning method

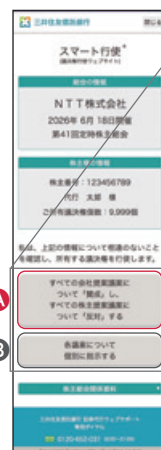
- 1 Scan the QR code on located on the bottom right of the voting rights exercise form.



- 2 You can easily exercise your voting rights by clicking "Exercise Voting Rights" from the top screen of the "Shareholders' Meeting Portal" without entering the "Voting Code / Shareholders' Meeting Portal Login ID" and "Password."



- 3 Once the "Smart Vote" top screen is displayed, please follow the guidance on the screen and enter your approval or disapproval.



Please select the **A** button if you are in favor of all the Company's proposals and opposed to all shareholder proposals.

Please select the **B** button to enter your approval or disapproval for each proposal individually.

The Board of Directors is against all shareholders' proposals (Fourth Item to Fifteenth Item).

Login ID and password method

- 1 Access the "Shareholders' Meeting Portal" (<https://www.soukai-portal.net/>) (in Japanese).
- 2 Please enter the "Voting Code / Shareholders' Meeting Portal Login ID" and "Password" given on the voting rights exercise form on the login screen.
- 3 Next, indicate your approval or disapproval of the resolutions by following the instructions on the screen.

*You may also exercise your voting rights from the "Voting Website" (<https://www.web54.net>) (in Japanese)

Caution

If you need to make a correction to the content of your vote after you have exercised your voting rights, please log in by entering your "Voting Code / Shareholders' Meeting Portal Login ID" and "Password" for the Voting Website above to make the correction.

Shareholders who have received the Notice of Convocation, etc. by email

- 1 Access the "Shareholders' Meeting Portal" (<https://www.soukai-portal.net/>) (in Japanese).
- 2 Please enter the "Voting Code / Shareholders' Meeting Portal Login ID" indicated at the bottom of the body of the email sent on Friday, May 29, 2026, and the "Password" that you set when registering your email address on the login screen.
* If you have forgotten your password, you can exercise your voting rights without entering the "Voting Code / Shareholders' Meeting Portal Login ID" and "Password" from the "KABUNUSHI PASSPORT" mobile application described on the next page.
- 3 Next, indicate your approval or disapproval of the resolutions by following the instructions on the screen.

For details on receiving the Notice of Convocation and other information by email, please refer to the Company's website (https://group.ntt.jp/ir/private_investor/convocation_notice/) (in Japanese).



* Institutional investors can utilize the electronic voting platform operated by ICJ, Inc.

B Voting via mail

MAIL DEADLINE
Wednesday, June 17, 2026 5:30 p.m. (JST)

Please indicate your approval or disapproval of the resolutions on the enclosed voting rights exercise form and return it to the Company by mail so that it arrives before the deadline.

How to fill out your voting rights exercise form

→ Please indicate whether you approve or disapprove of each proposal.

→ You can also exercise your voting rights via the Internet by scanning this QR code with a smartphone or other device.

When indicating approval of the Company's proposals/Board of Directors opinions

The opinion of the Board of Directors of the Company is shown on the right.

Important points

1. If approving the shareholder's proposal, circle 賛 [Approve].
2. If disapproving the shareholder's proposal, circle 否 [Disapprove].

The Board of Directors is against all shareholders' proposals (Fourth Item to Fifteenth Item).

第1号 議案	第2号 議案	第3号 議案
賛	賛	賛
否	否	否

第4号 議案	第5号 議案	第6号 議案	第7号 議案	第8号 議案	第9号 議案	第10号 議案	第11号 議案	第12号 議案	第13号 議案	第14号 議案	第15号 議案
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C Voting by attending the shareholders' meeting in person

SCHEDULED START
Thursday, June 18, 2026 10:00 a.m. (JST)

Please submit the voting rights exercise form to the reception desk at the meeting site.

Shareholders using the "KABUNUSHI PASSPORT" mobile application can exercise their voting rights without entering the "Voting Code / Shareholders' Meeting Portal Login ID" and "Password." Please refer to the Sumitomo Mitsui Trust Bank Limited's website (<https://www.smtb.jp/personal/procedure/agency/kabunushi-passport>) (in Japanese) for information on how to install the application and register user information.



If you have questions about the use of a PC, smartphone or mobile phone for exercising your vote via the Internet, please contact:

Sumitomo Mitsui Trust, Securities Agent Web Support Hotline
0120-652-031 (in Japanese) (Toll Free)
(9:00 to 21:00)

* QR code is a trademark of DENSO WAVE INCORPORATED.

- 1 Duplicate voting via mail or online shall be handled as follows:
 - ① In the case of duplicate voting online, the last vote placed shall be valid.
 - ② In the case of duplicate voting via mail, the votes that arrive later at the Company shall be valid.
 - ③ In the case of duplicate voting done via both online and mail, the vote received later shall be valid. If both votes are received on the same day, the votes placed online shall be valid.
- 2 If no approval or disapproval is expressed for the respective proposals, it will be treated as an approval vote for the Company's proposals and a disapproval vote for the shareholder's proposal.
- 3 If you wish to make a diverse exercise of your voting rights, please advise us in writing or by electromagnetic means three days prior to the Ordinary General Meeting of Shareholders, stating your reasons therefor.

END

Guidance on Internet Streaming, etc.



**Real-time Streaming over the Internet
on the Day of the General Meeting of
Shareholders**

Date and time of
streamed broadcast | **Thursday, June 18, 2026,
beginning at 10:00 a.m. (JST)**

You will be able to view the state of affairs on the day through a real-time stream over the Internet.

**For URL for streaming, please refer to the
Notice of Convocation scheduled to be
announced on May 29, 2026.**



**Reception of Questions over the
Internet Prior to the Meeting**

Deadline: | **5:30 p.m., Thursday, June 11,
2026 (JST)**

The Company will receive questions from shareholders regarding matters to be reported and matters to be resolved of the meeting in advance.

**For URL for receiving questions, please
refer to the Notice of Convocation
scheduled to be announced on May 29,
2026.**

* The Company plans to post the answers to the questions received on its website. Furthermore, the Company plans to introduce a portion of these questions at the meeting.

* Questions that are not related to matters to be reported or matters to be resolved at the meeting may not be able to be answered.

* Questions may also be received in writing.

Please send your question to the address below by mail so that it arrives before the deadline.

[Address] IR Office, NTT, Inc.

5-1, Otemachi 1-chome, Chiyoda-ku, Tokyo 100-8116

The Location

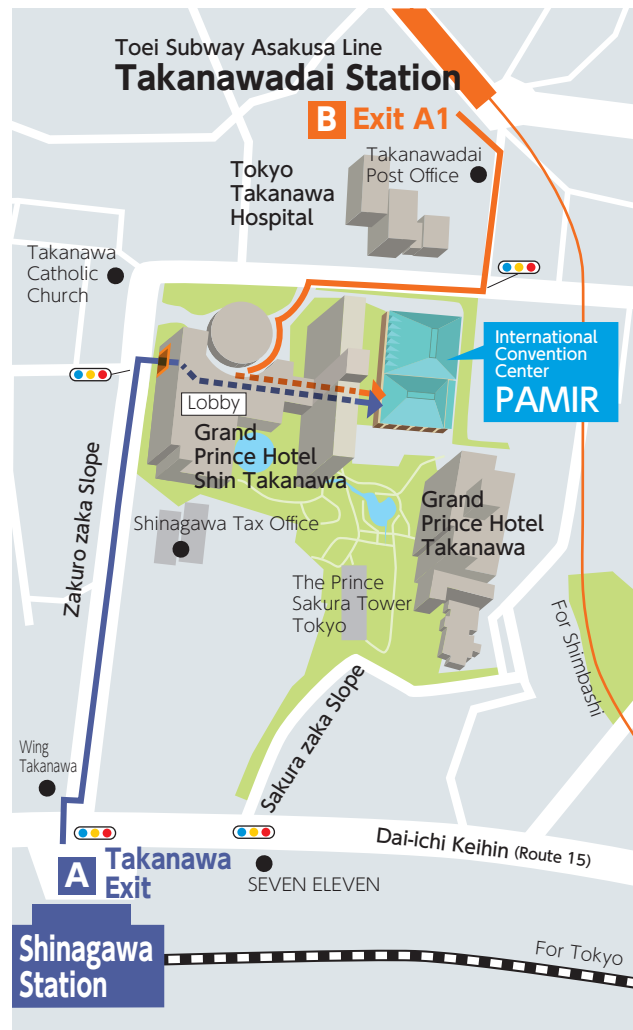
Venue

**International Convention Center PAMIR
Grand Prince Hotel Shin Takanawa**

13-1, Takanawa 3-chome, Minato-ku, Tokyo
Phone: 03-3442-1111

Transportation

- A** 8-minute walk from Shinagawa Station (Takanawa Exit) (JR and Keikyu Lines)
- B** 6-minute walk from Takanawadai Station (Toei Subway Asakusa Line)



Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Additional Booklet

NTT, Inc.

(Code No.: 9432)

THE 41ST ORDINARY GENERAL MEETING OF SHAREHOLDERS

INFORMATIONAL MATERIALS FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS

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Notice

This Additional Booklet is provided over the Internet.

If you wish to receive the booklet by mail from the next Ordinary General Meetings of Shareholders onward, please complete the following procedures to make a Request for Delivery of Paper-Based Documents.

Procedures to Make a Request for Delivery of Paper-Based Documents

(For shareholders who do not wish to receive it by mail, it is not necessary to complete any procedures.)

Please ask your securities company for delivery of paper-based documents. The procedures can also be completed with the Transfer Agent (Sumitomo Mitsui Trust Bank, Limited). The method to complete the procedures with the Transfer Agent is provided below.

Request by phone

Call the dedicated call center of the Transfer Agent (Sumitomo Mitsui Trust Bank, Limited) to conduct procedures.

 0120-533-600 (in Japanese) (9:00 to 17:00)
(Excluding Saturdays, Sundays, holidays,
and December 31 to January 3)

Request via the Internet (by chat bot)

Please access the chat bot on the website of the Transfer Agent (Sumitomo Mitsui Trust Bank, Limited) to make your request.

<https://group.ntt.jp/ir/is/22122.html> (in Japanese)



Reference Materials for the Ordinary General Meeting of Shareholders

Resolutions and matters for reference

[Company Proposals]

First Item

Election of Eleven (11) Members of the Board (excluding Audit and Supervisory Committee Members)

The term of office of all Members of the Board (excluding Audit and Supervisory Committee Members; the same shall apply hereinafter in this proposal) (11 persons) will expire at the conclusion of this Ordinary General Meeting of Shareholders.

Accordingly, the Company proposes the election of 11 Members of the Board.

The candidates for Members of the Board are as follows.

1	Jun Sawada	Male, 70 years old (July 30, 1955)	Reelection	Number of shares of the Company held: 1,212,100 shares
	Career summary, position, responsibilities and description of significant concurrent positions			
Years served as Member of the Board 12 years Number of Board of Directors Meetings attended (Percent) 11/11 (100%)	April 1978:	Joined Nippon Telegraph and Telephone Public Corporation (currently NTT, Inc.)		
	June 2008:	Senior Vice President Executive Manager of the Corporate Strategy Planning Department Member of the Board of NTT Communications Corporation (currently NTT DOCOMO BUSINESS, Inc.)		
	June 2011:	Executive Vice President Executive Manager of the Corporate Strategy Planning Department Member of the Board of NTT Communications Corporation (currently NTT DOCOMO BUSINESS, Inc.)		
	June 2012:	Senior Executive Vice President Executive Manager of the Corporate Strategy Planning Department Representative Member of the Board of NTT Communications Corporation (currently NTT DOCOMO BUSINESS, Inc.)		
	June 2013:	Senior Executive Vice President Representative Member of the Board of NTT Communications Corporation (currently NTT DOCOMO BUSINESS, Inc.)		
	June 2014:	Senior Executive Vice President Representative Member of the Board of the Company		
	June 2018:	President and Chief Executive Officer Representative Member of the Board of the Company		
	June 2020:	President and Chief Executive Officer Representative Member of the Board of the Company		
	June 2022:	Chairman and Representative Member of the Board of the Company		
	June 2024:	Chairman and Member of the Board of the Company		(current position)
	June 2025:	Director of Sumitomo Mitsui Financial Group, Inc.		(current position)
	June 2026:	Director of Japan Exchange Group, Inc.		(scheduled to assume office on June 19, 2026)
	June 2026:	Director, Member of the Board of NIPPON STEEL CORPORATION		(scheduled to assume office in late June 2026)

Reasons for reelection as a Member of the Board

Mr. Jun Sawada has been involved in the global business and corporate planning operations of the Group in Japan and overseas for many years. He has broad insight and a wealth of experience in global business and business management.

In recent years, Mr. Sawada has promoted the strengthening of governance as Chairman of the Board. He has also promoted the independent development of both the Company and the Japanese economy and the strengthening of economic relations with other countries through his energetic activities in the business world (received the award of Honorary Officer of the Most Excellent Order of the British Empire (OBE) in June 2024).

The Company has determined that his wealth of experience, deep insight, and high level of integrity will contribute to the further sustainable growth of the Group, and has therefore nominated him once again as a candidate for Member of the Board.

2

Akira ShimadaMale, 68 years old
(December 18, 1957)

Reelection

Number of shares of the Company held:
909,300 shares

**Years served as
Member of the Board**
14 years
**Number of Board of
Directors Meetings
attended (Percent)**
11/11 (100%)

Career summary, position, responsibilities and description of significant concurrent positions

April 1981: Joined Nippon Telegraph and Telephone Public Corporation (currently NTT, Inc.)
 June 2007: Vice President of Corporate Strategy Planning of the Company
 July 2007: General Manager of the Accounts and Finance Department of Nippon Telegraph and Telephone West Corporation (currently NTT WEST, Inc.)
 July 2009: General Manager of the General Affairs and Personnel Department of Nippon Telegraph and Telephone East Corporation (currently NTT EAST, Inc.)
 June 2011: Senior Vice President
 General Manager of the General Affairs and Personnel Department
 Member of the Board of Nippon Telegraph and Telephone East Corporation (currently NTT EAST, Inc.)
 June 2012: Senior Vice President
 Head of General Affairs
 Member of the Board of the Company
 June 2015: Executive Vice President
 Head of General Affairs
 Member of the Board of the Company
 June 2018: Senior Executive Vice President
 Representative Member of the Board of the Company
 June 2020: Senior Executive Vice President
 Representative Member of the Board of the Company
 June 2022: President and Chief Executive Officer
 Representative Member of the Board of the Company (current position)

Reasons for reelection as a Member of the Board

Mr. Akira Shimada has broad insight and a wealth of experience, having been involved in the Group's business strategy and business operations relating to human resources, finance, and legal affairs of the entire Group in Japan and overseas for many years.
 In recent years, Mr. Shimada has led the management of the Group, including by spearheading the reform of a new personnel system and the realignment of overseas business to expand global business, while formulating and implementing medium-term management strategy as a top executive.
 The Company has determined that his wealth of experience, deep insight, and high level of integrity will contribute to the further sustainable growth of the Group, and has therefore nominated him once again as a candidate for Member of the Board.

3

Riaki HoshinoMale, 60 years old
(March 11, 1966)

Reelection

Number of shares of the Company held:
484,100 shares

**Years served as
Member of the Board**
1 year
**Number of Board of
Directors Meetings
attended (Percent)**
6/6 (100%)

Career summary, position, responsibilities and description of significant concurrent positions

April 1990: Joined Nippon Telegraph and Telephone Corporation (currently NTT, Inc.)
 July 2005: Vice President of Corporate Business Strategy of the Company
 July 2007: General Manager in charge of R&D Center of Network Business Headquarters of Nippon Telegraph and Telephone East Corporation (currently NTT EAST, Inc.)
 July 2010: General Manager in charge of Plant Department of Network Business Headquarters of Nippon Telegraph and Telephone East Corporation (currently NTT EAST, Inc.)
 July 2014: General Manager of the Tokyominami Branch of Tokyo Division of Nippon Telegraph and Telephone East Corporation (currently NTT EAST, Inc.)
 June 2016: General Manager in charge of Corporate Strategy Planning Department of Nippon Telegraph and Telephone East Corporation (currently NTT EAST, Inc.)
 June 2018: Member of the Board
 Executive Manager of Strategic Network Management Department of Network Business Headquarters of Nippon Telegraph and Telephone East Corporation (currently NTT EAST, Inc.)
 June 2021: Member of the Board
 Executive Officer
 Senior Executive Manager of Network Business Headquarters of Nippon Telegraph and Telephone East Corporation (currently NTT EAST, Inc.)
 June 2022: Senior Executive Vice President, Representative Member of the Board of Nippon Telegraph and Telephone East Corporation (currently NTT EAST, Inc.)
 June 2025: Senior Executive Vice President
 Representative Member of the Board of the Company (current position)

Reasons for reelection as a Member of the Board

Mr. Riaki Hoshino has broad insight and a wealth of experience as a manager, having been engaged in facility strategy operations including network advancement for many years and having served as Representative Member of the Board and Senior Executive Vice President at a Group company.
 In recent years, Mr. Hoshino has been promoting initiatives toward the realization and social implementation of the IOWN concept, while also leading value creation through AI and research and development aimed at the future.
 The Company has determined that his wealth of experience, deep insight, and high level of integrity will contribute to the further sustainable growth of the Group, and has therefore nominated him once again as a candidate for Member of the Board.

4

Yutaka Sasaki

Male, 60 years old
(September 13, 1965)

New election

Number of shares of the Company held:
46,200 shares



Career summary, position, responsibilities and description of significant concurrent positions

April 1990: Joined NTT DATA Communications Systems Corporation (currently NTT DATA Group Corporation)

June 2016: Senior Vice President, Head of Business Solutions Sector of NTT DATA Corporation (currently NTT DATA Group Corporation)

June 2018: Senior Vice President, Head of Manufacturing IT Innovation Sector of NTT DATA Corporation (currently NTT DATA Group Corporation)

June 2020: Executive Vice President, Head of Manufacturing IT Innovation Sector, and Head of Business Solutions Sector of NTT DATA Corporation (currently NTT DATA Group Corporation)

June 2021: Director, Executive Vice President, and Head of Strategy Headquarters of NTT DATA Corporation (currently NTT DATA Group Corporation)

June 2022: Executive Vice President and Head of Corporate Headquarters of NTT DATA Corporation (currently NTT DATA Group Corporation)

June 2023: Representative Director and Senior Executive Vice President of NTT DATA Corporation (currently NTT DATA Group Corporation)

July 2023: Representative Director, President and CEO of NTT DATA Japan Corporation

June 2024: Representative Director, President and CEO of NTT DATA Group Corporation (scheduled to retire on June 12, 2026)

Reasons for election as a Member of the Board

Mr. Yutaka Sasaki has broad insight and a wealth of experience as a manager, having been engaged for many years in business expansion and corporate operations in the IT and consulting fields, and has also served as Representative Director and President of a Group company.

In recent years, Mr. Sasaki has been promoting the realignment of overseas businesses to expand global business, while also leading the formulation and implementation of the NTT DATA Group's medium-term management strategy.

The Company has determined that his wealth of experience, deep insight, and high level of integrity will contribute to the further sustainable growth of the Group, and has therefore nominated him as a new candidate for Member of the Board.

5

Sachiko Oonishi

Female, 59 years old
(December 17, 1966)
* The surname of Sachiko Oonishi is Iijima in the family register.

Reelection

Number of shares of the Company held:
121,400 shares



Career summary, position, responsibilities and description of significant concurrent positions

April 1989: Joined Nippon Telegraph and Telephone Corporation (currently NTT, Inc.)

July 2012: General Manager in charge of the New Business Development Headquarters of Nippon Telegraph and Telephone East Corporation (currently NTT EAST, Inc.)

July 2014: General Manager of Stadium Wi-Fi Promotion Office of NTT Broadband Platform, Inc.

July 2016: Vice President of Strategic Business Development of the Company

June 2020: Member of the Board,
Head of Third Business Solutions, Business Solution Division of NTT Communications Corporation (currently NTT DOCOMO BUSINESS, Inc.)

June 2021: Senior Vice President,
Head of Third Business Solutions, Business Solution Division of NTT Communications Corporation (currently NTT DOCOMO BUSINESS, Inc.)

June 2023: Executive Vice President,
Head of Research and Development Market Strategy Division of the Company

June 2024: Executive Member of the Board
Executive Vice President
Head of Research and Development Market Strategy Division of the Company (current position)

Reasons for reelection as a Member of the Board

Ms. Sachiko Oonishi has broad insight and a wealth of experience in the new business and marketing fields, having been involved in formulating and implementing strategies for new business creation for many years.

In recent years, Ms. Oonishi has been leading alliances with various partners and the creation of new businesses towards creating new value through fusion of research and development with a market focused strategy via co-creation at the global level to upgrade the customer experience (CX).

The Company has determined that her wealth of experience, deep insight, and high level of integrity will contribute to the further sustainable growth of the Group, and has therefore nominated her once again as a candidate for Member of the Board.

**Years served as
Member of the Board**
2 years
**Number of Board of
Directors Meetings
attended (Percent)**
11/11 (100%)

6

Patrizio MapelliMale, 71 years old
(March 17, 1955)

Reelection

Foreign national

Number of shares of the Company held:
0 shares

**Years served as
Member of the Board**
1 year

**Number of Board of
Directors Meetings
attended (Percent)**
6/6 (100%)

Career summary, position, responsibilities and description of significant concurrent positions

September 1982: Joined Olivetti

July 1995: Senior Partner of Ernst & Young

July 2000: Vice President of A. T. Kearney

October 2002: Senior Partner of Value Partners S.p.A.

October 2002: CEO of Value Team S.p.A. (currently NTT DATA Italia S.p.A.)

January 2013: CEO of NTT DATA EMEA LTD.

April 2018: Chairman of the Board of NTT DATA Italia S.p.A.

June 2020: Member of the Board of NTT DATA Corporation (currently NTT DATA Group Corporation)

September 2021: Director of the Board of NTT DATA Europe & Latam, S.L.U.

October 2022: Member of the Board of NTT DATA, Inc.

June 2025: Member of the Board of Nippon Telegraph and Telephone Corporation (currently NTT, Inc.) (current position)

Reasons for reelection as a Member of the Board

Mr. Patrizio Mapelli has accumulated a wealth of management experience and a track record over many years in IT consulting, system development and related business areas in overseas markets. His experience includes serving as CEO at Value Team S.p.A. and at NTT DATA EMEA LTD, and as a Member of the Board at NTT DATA Group Corporation and at NTT DATA, Inc.

In recent years, Mr. Mapelli has fulfilled his roles of promoting business activities to strengthen the global business and supervising business execution, among other responsibilities, at the Company and the Group companies.

The Company has determined that his wealth of experience, deep insight, and high level of integrity will contribute to the further sustainable growth of the Group, and has therefore nominated him once again as a candidate for Member of the Board.

Note: Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has entered into agreement with Mr. Patrizio Mapelli to limit liability for damages as provided for in Article 423, paragraph (1) of the Companies Act. Under the agreement, the maximum amount of liability for damages is the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act. In the event that the appointment of Mr. Patrizio Mapelli is approved, the Company intends to continue the said agreement with him.



Years served as outside Member of the Board
7 years
Number of Board of Directors Meetings attended (Percent)
11/11 (100%)

Career summary, position, responsibilities and description of significant concurrent positions

April 2000:	Professor of the Interfaculty Initiative in Information Studies and the Graduate School of Interdisciplinary Information Studies of the University of Tokyo	
January 2002:	Director of YRP Ubiquitous Networking Laboratory	(current position)
April 2009:	Director of Institute of Infrastructure Application of Ubiquitous Computing of the Interfaculty Initiative in Information Studies of the University of Tokyo	
October 2014:	President of Vitalizing Local Economy Organization by Open Data & Big Data (currently the Organization for Vitalization of Local Economy by Digital Transformation)	(current position)
April 2017:	Professor and Dean of Faculty of Information Networking for Innovation and Design of Toyo University	(retired on March 31, 2024)
April 2017:	Head of collaboration Hub for University and Business, Faculty of Information Networking for Innovation and Design of Toyo University	(current position)
June 2017:	Emeritus Professor of the University of Tokyo	(current position)
June 2019:	Member of the Board of Nippon Telegraph and Telephone Corporation (currently NTT, Inc.)	(current position)
August 2019:	President of Association for IoT Services Coordination	(current position)
June 2026:	Director of Digital Garage, Inc.	(scheduled to assume office on June 24, 2026)

Reasons for reelection as an outside Member of the Board and overview of expected roles

Mr. Ken Sakamura leads cutting-edge projects by researchers and engineers from around the world, including the launch of the TRON project. He also promotes the creation of new businesses through the utilization of big data by promoting the release of open data. In addition, Mr. Sakamura contributes to the development of academic research in a wide range of fields and its implementation in society by promoting collaboration between universities and businesses.

Mr. Sakamura has played an important role since assuming his position as Member of the Board in June 2019, making comments mainly on subjects such as research and development, the promotion of digital transformation (DX), and industry and technological trends regarding investment projects from an independent and objective standpoint. The Company expects that he will help strengthen the supervisory function for business execution and provide advice from his wide-ranging perspectives on management based on his wealth of experience, and high level of integrity and insight, and has therefore nominated him once again as a candidate for Member of the Board.

Matters regarding independence

Although the Company and its major subsidiaries have relationships involving transactions and donations with the University of Tokyo, where Mr. Ken Sakamura previously served as a professor, and Toyo University, where he currently serves as a head of hub, as shown in the table below, both cases fulfill the independence criteria stipulated by the Tokyo Stock Exchange, on which the Company is listed, and the Company's own independence standards for independent officers.*

Transaction counterparty	Content	Comparison basis	Comparative size
The University of Tokyo, where Mr. Ken Sakamura previously served as a professor	Total annual amount of transactions	Total annual operating revenues of the Company and its major subsidiaries	Less than 1%
		Total annual income of the university	Less than 1%
	Total annual amount of donations	Total annual income of the university	Less than 1%
Toyo University, where Mr. Ken Sakamura currently serves as a head of hub	Total annual amount of transactions	Total annual operating revenues of the Company and its major subsidiaries	Less than 1%
		Total annual income of the university	Less than 1%
	Total annual amount of donations	—	Less than ¥10 million annually

* Please refer to page 71 for details on the Company's independence standards for independent officers.

Notes: 1. Mr. Ken Sakamura is a candidate for outside Member of the Board.

Mr. Ken Sakamura has not previously been involved in the management of a company other than by way of becoming an outside member of the board or an outside audit & supervisory board member. However, as stated in the above reasons for reelection as an outside Member of the Board, the Company has determined that he is capable of adequately serving as an outside Member of the Board.

2. As stated in the above matters regarding independence, as Mr. Ken Sakamura fulfills the independence criteria stipulated by the Tokyo Stock Exchange, on which the Company is listed, and the Company's own independence standards for independent officers, and there is no concern that conflicts of interest with general shareholders would arise, the Company has designated him as an independent officer and filed the information related thereto with the aforementioned stock exchange. The Company plans to continue to designate Mr. Ken Sakamura as an independent officer should his election be approved.

3. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has entered into agreement with Mr. Ken Sakamura to limit liability for damages as provided for in Article 423, paragraph (1) of the Companies Act. Under the agreement, the maximum amount of liability for damages is the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act. In the event that the appointment of Mr. Ken Sakamura is approved, the Company intends to continue the said agreement with him.

8 Koichiro Watanabe

Male, 73 years old
(April 16, 1953)

Reelection

Outside

Independent

Number of shares of the Company held:
82,900 shares



Years served as outside Member of the Board

4 years

Number of Board of Directors Meetings attended (Percent)

11/11 (100%)

Career summary, position, responsibilities and description of significant concurrent positions

April 1976:	Joined The Dai-ichi Mutual Life Insurance Company (currently Daiichi Life Group, Inc.)
April 2010:	Representative Director President of The Dai-ichi Life Insurance Company, Limited (currently Daiichi Life Group, Inc.)
October 2016:	Representative Director President of Dai-ichi Life Holdings, Inc. (currently Daiichi Life Group, Inc.)
October 2016:	Representative Director President of The Dai-ichi Life Insurance Company, Limited (A new company that took over the domestic life insurance business)
April 2017:	Representative Director Chairman of the Board of Dai-ichi Life Holdings, Inc. (currently Daiichi Life Group, Inc.)
April 2017:	Representative Director Chairman of the Board of The Dai-ichi Life Insurance Company, Limited
June 2020:	Director Chairman of the Board of Dai-ichi Life Holdings, Inc. (currently Daiichi Life Group, Inc.) (retired on March 31, 2023)
June 2020:	Director Chairman of the Board of The Dai-ichi Life Insurance Company, Limited (retired on March 31, 2023)
June 2022:	Member of the Board of Nippon Telegraph and Telephone Corporation (currently NTT, Inc.) (current position)
April 2023:	Director of Dai-ichi Life Holdings, Inc. (currently Daiichi Life Group, Inc.) (retired on June 26, 2023)
April 2023:	Special Adviser of The Dai-ichi Life Insurance Company, Limited (current position)
June 2024:	Executive Director of Oriental Land Co., Ltd. (current position)

Reasons for reelection as an outside Member of the Board and overview of expected roles

Mr. Koichiro Watanabe was responsible for overall management as Representative Director, President of Dai-ichi Life Holdings, Inc. (currently Daiichi Life Group, Inc.) and its Group company. He also led reforms aimed at the growth of the Dai-ichi Life Group, including its reorganization (demutualization) and its listing on the First Section (at the time) of the Tokyo Stock Exchange.

Mr. Watanabe has played an important role since assuming his position as Member of the Board in June 2022, mainly advising on capital policy and marketing as well as risk management from an independent and objective standpoint. The Company expects that he will help strengthen the supervisory function for business execution and provide advice from his wide-ranging perspectives on management based on his wealth of experience, and high level of integrity and insight, and has therefore nominated him once again as a candidate for Member of the Board.

Matters regarding independence

Although the Company and its major subsidiaries have relationships involving transactions with The Dai-ichi Life Insurance Company Limited, where Mr. Koichiro Watanabe previously served as Director and Chairman of the Board, and Dai-ichi Life Holdings, Inc. (currently Daiichi Life Group, Inc.), where he previously served as Director, as shown in the table below, both cases fulfill the independence criteria stipulated by the Tokyo Stock Exchange, on which the Company is listed, and the Company's own independence standards for independent officers.*

Transaction counterparty	Content	Comparison basis	Comparative size
The Dai-ichi Life Insurance Company, Limited, where Mr. Koichiro Watanabe previously served as Director and Chairman of the Board	Total annual amount of transactions	Total annual operating revenues of the Company and its major subsidiaries	Less than 1%
		Annual net sales of the company	Less than 1%
Dai-ichi Life Holdings, Inc. (currently Daiichi Life Group, Inc.), where Mr. Koichiro Watanabe previously served as Director	Total annual amount of transactions	Total annual operating revenues of the Company and its major subsidiaries	Less than 1%
		Annual net sales of the company	Less than 1%

* Please refer to page 71 for details on the Company's independence standards for independent officers.

Notes: 1. Mr. Koichiro Watanabe is a candidate for outside Member of the Board.

2. As stated in the above matters regarding independence, as Mr. Koichiro Watanabe fulfills the independence criteria stipulated by the Tokyo Stock Exchange, on which the Company is listed, and the Company's own independence standards for independent officers, and there is no concern that conflicts of interest with general shareholders would arise, the Company has designated him as an independent officer and filed the information related thereto with the aforementioned stock exchange. The Company plans to designate Mr. Koichiro Watanabe as an independent officer should his election be approved.

3. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has entered into agreement with Mr. Koichiro Watanabe to limit liability for damages as provided for in Article 423, paragraph (1) of the Companies Act. Under the agreement, the maximum amount of liability for damages is the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act. In the event that the appointment of Mr. Koichiro Watanabe is approved, the Company intends to continue the said agreement with him.

Female, 58 years old
(May 6, 1968)
* The surname of Noriko Endo
is Tsujihiro in the family register.

Reelection

Outside

Independent

Number of shares of the Company held:

79,500 shares



**Years served as outside
Member of the Board**

4 years

**Number of Board of
Directors Meetings
attended (Percent)**

11/11 (100%)

Career summary, position, responsibilities and description of significant concurrent positions

June 1994: Joined DIAMOND, Inc.
March 2006: Deputy Editor of Diamond Weekly of DIAMOND, Inc. (retired on December 31, 2013)
April 2015: Project Professor of Keio University (retired on March 31, 2025)
June 2016: Member of the Board of Directors of NTT DOCOMO, INC. (retired on June 21, 2022)
July 2018: Director of AIN HOLDINGS INC. (current position)
June 2019: Director of Hankyu Hanshin Holdings, Inc. (current position)
June 2021: Director of Japan Elevator Service Holdings Co., Ltd. (current position)
June 2022: Member of the Board of Nippon Telegraph and Telephone Corporation (currently NTT, Inc.) (current position)
April 2024: Professor of Research Council of Waseda University (current position)

Reasons for reelection as an outside Member of the Board and overview of expected roles

Ms. Noriko Endo is well versed in management strategy and public policy (in the energy and economic security fields, etc.) through her work as a writer and editor of a financial magazine and research projects at universities. She also has knowledge and experience gained through her career as an outside director of corporations.

Ms. Endo has played an important role since assuming her position as Member of the Board in June 2022, mainly advising on Group management, strengthening governance, and public policy, etc. from an independent and objective standpoint. The Company expects that she will help strengthen the supervisory function for business execution and provide advice from her wide-ranging perspectives on management based on her wealth of experience, and high level of integrity and insight, and has therefore nominated her once again as a candidate for Member of the Board.

Matters regarding independence

Although the Company and its major subsidiaries have relationships involving transactions and donations with the DIAMOND, Inc., where Ms. Noriko Endo previously served, Keio University, where she previously served as a Project Professor, and Waseda University, where she currently serves as a Professor, as shown in the table below, the case fulfills the independence criteria stipulated by the Tokyo Stock Exchange, on which the Company is listed, and the Company's own independence standards for independent officers.*

Transaction counterparty	Content	Comparison basis	Comparative size
DIAMOND, Inc., where Ms. Noriko Endo previously served	Total annual amount of transactions	Total annual operating revenues of the Company and its major subsidiaries	Less than 1%
		Annual net sales of the company	Less than 1%
Keio University, where Ms. Noriko Endo previously served as Project Professor	Total annual amount of transactions	Total annual operating revenues of the Company and its major subsidiaries	Less than 1%
		Total annual income of the university	Less than 1%
	Total annual amount of donations	Total annual income of the university	Less than 1%
Waseda University, where Ms. Noriko Endo currently serves as a professor	Total annual amount of transactions	Total annual operating revenues of the Company and its major subsidiaries	Less than 1%
		Total annual income of the university	Less than 1%
	Total annual amount of donations	—	Less than ¥10 million annually

* Please refer to page 71 for details on the Company's independence standards for independent officers.

Notes: 1. Ms. Noriko Endo is a candidate for outside Member of the Board.

Ms. Noriko Endo has not previously been involved in the management of a company other than by way of becoming an outside member of the board or outside audit & supervisory board member. However, as stated in the above reasons for reelection as an outside Member of the Board, the Company determined that she is capable of adequately serving as an outside Member of the Board.

- As stated in the above matters regarding independence, as Ms. Noriko Endo fulfills the independence criteria stipulated by the Tokyo Stock Exchange, on which the Company is listed, and the Company's own independence standards for independent officers, and there is no concern that conflicts of interest with general shareholders would arise, the Company has designated her as an independent officer and filed the information related thereto with the aforementioned stock exchange. The Company plans to designate Ms. Noriko Endo as an independent officer should her election be approved.
- Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has entered into agreement with Ms. Noriko Endo to limit liability for damages as provided for in Article 423, paragraph (1) of the Companies Act. Under the agreement, the maximum amount of liability for damages is the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act. In the event that the appointment of Ms. Noriko Endo is approved, the Company intends to continue the said agreement with her.
- Ms. Noriko Endo has been a non-executive director (Outside Member of the Board of Directors) of the Company's subsidiary NTT DOCOMO, INC. in the past.

10

Natsuko TakeiFemale, 65 years old
(February 10, 1961)

Reelection

Outside

Independent

Number of shares of the Company held:

12,900 shares

**Years served as outside Member of the Board**

2 years

Number of Board of Directors Meetings attended (Percent)

11/11 (100%)

Career summary, position, responsibilities and description of significant concurrent positions

April 1983:	Joined Sony Corporation (currently Sony Group Corporation)
June 2013:	SVP, Corporate Executive Officer, Head of Legal Division of Sony Corporation (currently Sony Group Corporation)
August 2013:	SVP, Corporate Executive Officer, Head of Legal Division and Head of Compliance Division of Sony Corporation (currently Sony Group Corporation)
April 2019:	Senior Vice President, Senior General Manager of Legal, Compliance and Privacy Department of Sony Corporation (currently Sony Group Corporation)
April 2020:	Senior Vice President, Senior General Manager of Legal Department of Sony Corporation (currently Sony Group Corporation)
June 2021:	Executive Vice President, Senior General Manager of Legal Department of Sony Group Corporation (retired on March 31, 2023)
June 2023:	Member of the Board of Tokyo Metro Co., Ltd. (current position)
June 2023:	Director of TBS HOLDINGS, INC. (current position)
June 2024:	Member of the Board of Nippon Telegraph and Telephone Corporation (currently NTT, Inc.) (current position)

Reasons for reelection as an outside Member of the Board and overview of expected roles

Ms. Natsuko Takei led Sony Group Corporation (formerly Sony Corporation) for many years as the person responsible for legal affairs and compliance, providing legal support for acquisition and alliance projects in Japan and overseas, and the search for new business areas, as well as establishing systems to ensure proper Group management and foster a corporate culture that is the basis for sound business activities. Ms. Takei has played an important role since assuming her position as Member of the Board in June 2024, mainly advising on strengthening governance, risk management and compliance from an independent and objective standpoint. The Company expects that she will help strengthen the supervisory function for business execution and provide advice from her wide-ranging perspectives on management based on her wealth of experience, and high level of integrity and insight, and has therefore nominated her once again as a candidate for Member of the Board.

Matters regarding independence

Although the Company and its major subsidiaries have relationships involving transactions with Sony Group Corporation, where Ms. Natsuko Takei previously served as Executive Vice President, as shown in the table below, the case fulfills the independence criteria stipulated by the Tokyo Stock Exchange, on which the Company is listed, and the Company's own independence standards for independent officers.*

Transaction counterparty	Content	Comparison basis	Comparative size
Sony Group Corporation, where Ms. Natsuko Takei previously served as Executive Vice President	Total annual amount of transactions	Total annual operating revenues of the Company and its major subsidiaries	Less than 1%
		Annual net sales of the company	Less than 1%

* Please refer to page 71 for details on the Company's independence standards for independent officers.

Notes: 1. Ms. Natsuko Takei is a candidate for outside Member of the Board.

- As stated in the above matters regarding independence, as Ms. Natsuko Takei fulfills the independence criteria stipulated by the Tokyo Stock Exchange, on which the Company is listed, and the Company's own independence standards for independent officers, and there is no concern that conflicts of interest with general shareholders would arise, the Company has designated her as an independent officer and filed the information related thereto with the aforementioned stock exchange. The Company plans to designate Ms. Natsuko Takei as an independent officer should her election be approved.
- Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has entered into agreement with Ms. Natsuko Takei to limit liability for damages as provided for in Article 423, paragraph (1) of the Companies Act. Under the agreement, the maximum amount of liability for damages is the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act. In the event that the appointment of Ms. Natsuko Takei is approved, the Company intends to continue the said agreement with her.
- It was announced that at TBS HOLDINGS, INC., where Ms. Natsuko Takei serves as an Outside Director, a former Managing Director of the company submitted fraudulent reimbursement claims for entertainment expenses and received the claimed amounts. Ms. Natsuko Takei was not aware of this conduct beforehand; however, after the conduct was revealed, she has fulfilled her responsibilities by conducting a full investigation and root cause analysis of the conduct, as well as providing advice for preventing any recurrence.



Career summary, position, responsibilities and description of significant concurrent positions

April 1989:	Joined Mitsubishi Kasei Corporation (currently Mitsubishi Chemical Corporation)
April 2009:	General Manager of Commercialization Promotion Department of Mitsubishi Chemical Science and Technology Research Center, Inc. (currently Mitsubishi Chemical Corporation)
April 2010:	Deputy Secretary General of Global Compact Network Japan
April 2012:	Group Manager of KAITEKI Group, Corporate Strategy Office of Mitsubishi Chemical Holdings Corporation (currently Mitsubishi Chemical Group Corporation)
September 2014:	Administrative Deputy Chief of the Center for Personnel Interchanges between the Government and Private Entities of Cabinet Office Deputy Director General for Gender Equality Bureau of Cabinet Office Deputy Secretary General of the Promotion Office for Creating a Society in Which All Women Shine of Cabinet Secretariat
October 2016:	Group Manager, Functional Chemical Planning Office, Functional Chemical Division of Mitsubishi Chemical Corporation (currently Mitsubishi Chemical Corporation; company' name in Japanese changed with English unchanged)
April 2017:	Senior Associate Director, General Manager of Information Electronics and Display Planning Department of Mitsubishi Chemical Corporation
April 2018:	Executive Officer, General Manager of Information Electronics and Display Planning Department of Mitsubishi Chemical Corporation
April 2019:	Executive Officer, General Manager of Development Division, General Manager of Research Promotion Department of Mitsubishi Chemical Corporation
October 2020:	Executive Management Position, General Manager of Research Promotion Department of Mitsubishi Chemical Corporation (retired on March 31, 2021)
April 2021:	President of Mitsubishi Chemical Research Corporation (retired on March 31, 2025)
March 2026:	Director of Sumitomo Heavy Industries, Ltd. (current position)
June 2026:	Member of the Board of Niterra Co., Ltd. (scheduled to assume office on June 26, 2026)

Reasons for election as an outside Member of the Board and overview of expected roles

Ms. Miho Hanafusa has long been driving initiatives at the Mitsubishi Chemical Group in the formulation of research and development strategies and sustainability strategies, creation of new businesses, and promotion of human resource strategies related to those businesses, while also serving as President of Mitsubishi Chemical Research Corporation and leading overall management, thereby steering research and development and management strategy as a key executive for many years.

The Company believes that Ms. Hanafusa will advise mainly on strengthening Group operations and research and development as well as human resource strategy from an independent and objective standpoint as a Member of the Board. The Company expects that she will help strengthen the supervisory function for business execution and provide advice from her wide-ranging perspectives on management based on her wealth of experience, and high level of integrity and insight, and has therefore nominated her as a new candidate for Member of the Board.

Matters regarding independence

Although the Company and its major subsidiaries have relationships involving transactions with Mitsubishi Chemical Corporation, where Ms. Miho Hanafusa previously served as Executive Management Position, and with Mitsubishi Chemical Research Corporation, where she previously served as President, as shown in the table below, the case fulfills the independence criteria stipulated by the Tokyo Stock Exchange, on which the Company is listed, and the Company's own independence standards for independent officers.*

Transaction counterparty	Content	Comparison basis	Comparative size
Mitsubishi Chemical Corporation, where Ms. Miho Hanafusa previously served as Executive Management Position	Total annual amount of transactions	Total annual operating revenues of the Company and its major subsidiaries	Less than 1%
		Annual net sales of the company	Less than 1%
Mitsubishi Chemical Research Corporation, where Ms. Miho Hanafusa previously served as President	Total annual amount of transactions	Total annual operating revenues of the Company and its major subsidiaries	Less than 1%
		Annual net sales of the company	Less than 1%

* Please refer to page 71 for details on the Company's independence standards for independent officers.

Notes: 1. Ms. Miho Hanafusa is a candidate for outside Member of the Board.

2. As stated in the above matters regarding independence, as Ms. Miho Hanafusa fulfills the independence criteria stipulated by the Tokyo Stock Exchange, on which the Company is listed, and the Company's own independence standards for independent officers, and there is no concern that conflicts of interest with general shareholders would arise, the Company has designated her as an independent officer and filed the information related thereto with the aforementioned stock exchange. The Company plans to designate Ms. Miho Hanafusa as an independent officer should her election be approved.

3. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company plans to enter into agreement with Ms. Miho Hanafusa to limit liability for damages as provided for in Article 423, paragraph (1) of the Companies Act. Under the agreement, the maximum amount of liability for damages is the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act.

Second Item**Election of One (1) Member of the Board who is an Audit and Supervisory Committee Member**

Member of the Board who is an Audit and Supervisory Committee Member Mr. Keiichiro Yanagi will resign at the conclusion of this General Meeting of Shareholders. The Company is seeking approval for the election of one Audit and Supervisory Committee Member to replace him.

The candidate for Member of the Board who is an Audit and Supervisory Committee Member is as follows.

In addition, the Audit and Supervisory Committee supports this proposal.

Takashi Nakamura

Male, 62 years old,
(May 15, 1964)

New election

Number of shares of the Company held:
45,600 shares

**Career summary, position, responsibilities and description of significant concurrent positions**

April 1987:	Joined Nippon Telegraph and Telephone Corporation (currently NTT, Inc.)
October 2002:	General Manager in charge of Fourth Department of the Company
April 2005:	General Manager in charge of Finance Department of Nippon Telegraph and Telephone West Corporation (currently NTT WEST, Inc.)
July 2008:	General Manager in charge of Accounting Business Department of NTT BUSINESS ASSOCIE Corporation (currently NTT ExCPartner Corporation)
July 2011:	Vice President of Finance and Accounting of the Company
June 2016:	Senior Vice President, Head of Finance Department of NTT DATA Corporation (currently NTT DATA Group Corporation)
June 2021:	Executive Vice President in charge of supervising Finance Business of NTT FINANCE CORPORATION
July 2021:	Executive Vice President, Senior Executive Manager of Finance and Accounting Business Headquarters of NTT FINANCE CORPORATION
June 2022:	Senior Executive Vice President, Senior Executive Manager of Finance and Accounting Business Headquarters of NTT FINANCE CORPORATION (scheduled to retire on June 12, 2026)

Reasons for election as a Member of the Board who is an Audit and Supervisory Committee Member

Mr. Takashi Nakamura has abundant business experience and deep knowledge of group management, having long served as the person responsible for financial strategies centered on management control, finance, and internal controls at the Company and Group companies.

In recent years, Mr. Nakamura has been promoting stable business operations through the provision of high-quality and specialized accounting services, while also contributing to the strengthening of the financial soundness through the diversification of funding methods in Group financing.

The Company has determined that he is capable of appropriately supervising the execution of business operations and conducting audits from a neutral standpoint based on his wealth of experience, and high level of integrity and insight, and has therefore nominated him as a new candidate for Member of the Board who is an Audit and Supervisory Committee Member.

Note: Pursuant to Article 427, paragraph (1) of the Companies Act, the Company plans to enter into agreement with Mr. Takashi Nakamura to limit liability for damages as provided for in Article 423, paragraph (1) of the Companies Act. Under the agreement, the maximum amount of liability for damage is the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act.

Skills of Members of the Board (Including Candidates)

The fields considered especially necessary for realizing the NTT Group medium-term management strategy are defined as 1) Business Management, 2) Marketing/Global Business, 3) IT/AI/R&D, 4) Legal/Risk Management/Public Policy, 5) HR, and 6) Accounting/Finance. Individuals with experience and skills in each field are appointed as Members of the Board. As stated in the Medium-Term Management Strategy, sustainability is positioned as a core element of the strategy. Accordingly, sustainability is considered a vital skill that all Members of the Board should possess and demonstrate.

Notes: 1. NTT has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, whereby all of its Members of the Board constitute the insured. This insurance policy covers damages and litigation expenses incurred by insured persons as a result of claims for damages arising from acts (including omissions) performed in their capacity as officers of the Company. However, losses arising from criminal acts such as bribery or intentional illegal conduct by the insured are excluded from coverage in order to ensure that the appropriateness of the execution of duties by officers is not impaired. The respective candidates will constitute the insured under the insurance policy if they are elected and assume the office as Member of the Board. Moreover, when the policy is renewed, the Company plans to renew the policy with the terms above.
2. CEO: Chief Executive Officer, CTO: Chief Technology Officer, CCXO: Chief Customer Experience Officer, Co-CAIO: Co-Chief Artificial Intelligence Officer

Candidate No.		Name	Age	Gender	Current Position and Responsibilities			
Members of the Board (excluding Audit and Supervisory Committee Members)	First Item	1	Jun Sawada	70 years old	Male	Chairman and Member of the Board	Reelection	
		2	Akira Shimada	68 years old	Male	Representative Member of the Board President and CEO	Reelection	
		3	Riaki Hoshino	60 years old	Male	Senior Executive Vice President, Representative Member of the Board, In charge of technical strategy CTO	Reelection	
		4	Yutaka Sasaki	60 years old	Male	Representative Director, President and CEO of NTT DATA Group Corporation	New election	
		5	Sachiko Oonishi	59 years old	Female	Executive Member of the Board Executive Vice President Head of Research and Development Market Strategy CCXO Co-CAIO	Reelection	
		6	Patrizio Mapelli	71 years old	Male	Member of the Board	Reelection	Foreign national
		7	Ken Sakamura	74 years old	Male	Member of the Board	Reelection	Outside Independent
		8	Koichiro Watanabe	73 years old	Male	Member of the Board	Reelection	Outside Independent
		9	Noriko Endo	58 years old	Female	Member of the Board	Reelection	Outside Independent
		10	Natsuko Takei	65 years old	Female	Member of the Board	Reelection	Outside Independent
		11	Miho Hanafusa	61 years old	Female	—	New election	Outside Independent
Members of the Board who are Audit and Supervisory Committee Members	Second Item	—	Kanae Takahashi	62 years old	Female	Member of the Board (Full-time Audit and Supervisory Committee Member)	—	
		—	Kensuke Koshiyama	66 years old	Male	Member of the Board (Full-time Audit and Supervisory Committee Member)	—	Outside Independent
		Candidate	Takashi Nakamura	62 years old	Male	Senior Executive Vice President, Senior Executive Manager of Finance and Accounting Business Headquarters of NTT FINANCE CORPORATION	New election	
		—	Hideki Kanda	72 years old	Male	Member of the Board (Audit and Supervisory Committee Member)	—	Outside Independent
		—	Kaoru Kashima	68 years old	Female	Member of the Board (Audit and Supervisory Committee Member)	—	Outside Independent

3. Up to five fields in which particular expectations are placed on each Members of the Board are listed. The below table does not represent all knowledge and experience possessed by each Member of the Board.

Definition of Each Field

Business Management	: The skill to accurately identify opportunities and risks from a medium- to long-term perspective, contribute to resolving social issues toward the realization of a sustainable society, and exercise appropriate decision-making and supervisory functions to enhance corporate value.
Marketing/Global Business	: The skill to promote sustainable business growth through enhanced customer experience based on knowledge of marketing and business strategy, as well as the skill to expand business in global markets through knowledge of overseas business management and business environments.
IT/AI/R&D	: The skill to drive the creation of business models and the innovation of business processes based on knowledge of AI and promote the enhancement of corporate value by strengthening market competitiveness and governance. The skill to drive innovation through basic research and applied development toward the creation of new value centered on IOWN and the development of new technologies, products, and services.
Legal/Risk Management/Public Policy	: The skill to ensure thorough compliance with applicable laws and appropriately execute and supervise risk management, as well as the skill to promote business operations appropriately in light of domestic and international laws, regulations, and policies.
HR	: The skill to promote sustainable corporate growth by formulating and executing a talent strategy aligned with the management strategy. The skill to enhance employee experience in order to advance customer experience.
Accounting/Finance	: The skill to support sustainable corporate growth through knowledge of financing, capital management, cash flow optimization, and appropriate investment strategies. The skill to ensure financial soundness through knowledge and experience in financial reporting, cost management, and tax strategy.

Field					
Business Management	Marketing/Global Business	IT/AI/R&D	Legal/Risk Management/Public Policy	HR	Accounting/Finance
●	●	●		●	●
●	●		●	●	●
●	●	●	●		●
●	●	●		●	●
●	●	●			
●	●	●			
●	●	●			●
●		●	●		
●	●		●		
●		●		●	
		●	●	●	●
			●	●	●
●			●	●	●
			●	●	●
			●	●	●

Third Item

Determination of Amount and Other Details of Performance-Linked Stock Compensation, etc. to Members of the Board (excluding Outside Members of the Board and Audit and Supervisory Committee Members)

1. Reasons for Proposal and for Deeming This Compensation, etc. Reasonable

At the 36th Ordinary General Meeting of Shareholders held on June 24, 2021, the Company received approval for the introduction of a performance-linked stock compensation plan (hereinafter “Stock Compensation Plan”) for the Company’s Members of the Board (excluding outside Members of the Board). In addition, at the 40th Ordinary General Meeting of Shareholders held on June 19, 2025, in conjunction with the Company’s transition to a company with an Audit and Supervisory Committee, approval was obtained to newly set the amount of performance-linked stock compensation, etc. for the Company’s Members of the Board (excluding outside Members of the Board, Members of the Board who are Audit and Supervisory Committee Members, and those who are non-residents of Japan; the same shall apply hereinafter in this proposal) to be up to the amount calculated by multiplying ¥150 million by the number of years in the target period (fiscal years corresponding to the period of the Company’s medium-term management strategy), and this framework remains unchanged to date.

The Stock Compensation Plan is aimed at more clearly linking the compensation of Members of the Board with the Company’s corporate value in order to achieve the Company’s medium-term management strategy, further enhancing the motivation of Members of the Board to achieve financial targets under the strategy, and promoting ownership of the Company’s shares by Members of the Board to further align interests with shareholders.

At the Board of Directors meeting held on May 8, 2026, the Company resolved to partially revise the Company’s medium-term management strategy (hereinafter referred to as the “Revision”). This proposal is to align the content of the Stock Compensation Plan with the Revision by: (1) revising the target period of the Stock Compensation Plan (in conjunction with changing the medium-term management strategy to a plan up to FY2030, the Stock Compensation Plan will also cover up to FY2030 as the target period); and (2) revising the method for calculating the number of the Company’s shares, etc. to be delivered to Members of the Board (limited to the target period up to FY2030 after the revision of the Stock Compensation Plan: for the cumulative points corresponding to the two fiscal years from the fiscal year ended March 31, 2025 to the fiscal year ended March 31, 2026, the number of shares of the Company to be delivered, etc. will be determined by multiplying the performance-linked coefficient according to the degree of achievement of financial targets, etc. set forth in the medium-term management strategy before the Revision at the end of FY2027, which was the final fiscal year of the medium-term management strategy before the Revision. In addition, for the cumulative points corresponding to the five fiscal years from the fiscal year ending March 31, 2027 to the fiscal year ending March 31, 2031, the number of shares of the Company to be delivered, etc. will be determined by multiplying the performance-linked coefficient according to the degree of achievement of financial targets, etc. at the end of FY2030, which is the final fiscal year after the Revision).

Note that this proposal is established separately from the amount of compensation, etc. for Members of the Board (excluding Audit and Supervisory Committee Members) approved at the 40th Ordinary General Meeting of Shareholders held on June 19, 2025 (monetary compensation of up to ¥830 million per year (of which up to ¥200 million per year for outside Members of the Board) and up to ¥70 million per year as the amount contributed by the Company to Members of the Board for the Board Members Shareholding Association).

The Company prescribed at a meeting of the Board of Directors held on May 8, 2026, a new policy for determining the details of individual compensation, etc. of Members of the Board based on the premise that this proposal is approved with an overview provided on pages 75 - 77 of the Business Report. This proposal is judged to be appropriate with necessary and reasonable particulars to grant individual compensation, etc. as set forth in the said policy.

This proposal has been deliberated by the Compensation Committee.

If the First Item, “Election of Eleven (11) Members of the Board (excluding Audit and Supervisory Committee Members),” is approved and adopted as originally proposed, the number of Members of the Board eligible for the Stock Compensation Plan will be five.

2. Amount and Details of Compensation, etc. of the Stock Compensation Plan

(1) Overview of the Stock Compensation Plan

The Stock Compensation Plan is a stock compensation plan under which NTT's shares of common stock (hereinafter "NTT's Shares") are acquired by a trust established by the Company (hereinafter the "Trust") using the compensation for Members of the Board contributed by the Company as the source of funds, and NTT's Shares are delivered and/or the cash of an amount equivalent to the proceeds from cash conversion of NTT's Shares is paid (hereinafter "NTT's Shares, etc."; and such delivery and payment are hereinafter collectively referred to as the "Delivery, etc.") to the Members of the Board through the trust.

(Underlined section indicate major revision)

Before revision	After revision
Details of conditions for performance achievement Performance is to be evaluated using financial targets, etc. stated in the Company's medium-term management strategy, and it shall vary within a range of 0 to 150%, corresponding to the degree of financial targets achievement, etc. in the final year of the fiscal years of the relevant medium-term management strategy (for the target period after the revision of the Stock Compensation Plan, it shall be the degree of financial targets achievement such as EBITDA.).	Details of conditions for performance achievement - Performance is to be evaluated using financial targets, etc. stated in the Company's medium-term management strategy, and it shall vary within a range of 0 to 150%, corresponding to the degree of financial targets achievement, etc. in the final year of the fiscal years of the relevant medium-term management strategy (for the target period after the revision of the Stock Compensation Plan, it shall be the degree of financial targets achievement such as EBITDA.). <u>However, limited to the target period up to FY2030 after the revision of the Stock Compensation Plan, for the cumulative points for the two fiscal years from the fiscal year ended March 31, 2025 to the fiscal year ended March 31, 2026, the number of the Company's shares to be delivered, etc. will be determined by multiplying the performance-linked coefficient at the end of FY2027 (the final fiscal year under the medium-term management strategy before the Revision) according to the degree of financial targets achievement set forth in the medium-term management strategy before the Revision; for the cumulative points for the five fiscal years from the fiscal year ending March 31, 2027 to the fiscal year ending March 31, 2031, the number of the Company's shares to be delivered, etc. will be determined by multiplying the performance-linked coefficient at the end of FY2030 (the final fiscal year after the Revision) according to the degree of financial targets achievement.</u>

(2) Maximum amount of money to be contributed by the Company

In principle, the period to be the target of the Stock Compensation Plan shall be the fiscal years corresponding to the period of the Company's medium-term management strategy. For the target period, the Company shall contribute trust money, within a range of the amount calculated by multiplying ¥150 million by the number of years of the target period, and establish a trust for the period corresponding to the target period in which Members of the Board who satisfy the requirements for beneficiaries shall be beneficiaries for acquisition of NTT's Shares subject to the Delivery, etc. to Members of the Board. The Trust shall follow the instructions of the trust manager, and acquire NTT's Shares from the stock market in a lump purchase using the aforementioned trust money as the source of funds. Note that this acquisition will not result in any dilution of shares. The Company shall grant points to Members of the Board during the target period (as described in (3) below), and NTT's Shares, etc., corresponding to the number of points granted in a prescribed time that is determined beforehand, shall be provided for the Delivery, etc. from the Trust.

Note that there is currently an existing trust established to correspond to the four fiscal years from the fiscal year ended March 31, 2025 to the fiscal year ending March 31, 2028. However, in conjunction with the change of the medium-term management strategy to a plan up to FY2030, the target period after the revision of the Stock Compensation Plan will

become the seven fiscal years from the fiscal year ended March 31, 2025 to the fiscal year ending March 31, 2031. As a result, for the three fiscal years from the fiscal year ending March 31, 2029 to the fiscal year ending March 31, 2031, which constitute the newly established portion of the target period, the maximum amount in total shall be ¥450 million. Please note that the Trust may continue after the expiry of the Trust of the trust period by amending the trust agreement and making additional contributions to the trust instead of establishing a new Trust. In such an event, the number of years corresponding to the medium-term management strategy at that time shall become the new target period, and the trust period for the Trust will be extended for the same amount of time as the new target period. For each extended trust period, the Company plans to make additional contributions within a range of an amount calculated by multiplying ¥150 million by the number of years of the new target period. However, when such additional contributions are made, if there are NTT's Shares (excluding NTT's Shares equivalent to the points granted to Members of the Board for which the Delivery, etc. has not yet been completed) and cash remaining in the trust assets on the final day of the trust period prior to the extension (hereinafter "Residual Shares, etc."), the sum of the amount of Residual Shares, etc. equivalent to compensation earmarked for Members of the Board and the trust money to be additionally contributed by the Company shall be within the range of the amount calculated by multiplying ¥150 million by the number of years in the new target period. Such extension of the trust period shall not be limited to once only, and the trust period may be extended in the same manner again afterwards.

(3) Calculation method for and maximum number of NTT's Shares, etc. to be provided for the Delivery, etc. to Members of the Board

At a prescribed timing every year during the trust period, points, calculated by the formula set forth below in accordance with the position of the Member of the Board (hereinafter "Standard Points"), are granted to Members of the Board, and the number of the NTT's Shares to be provided for the Delivery, etc. is determined, based on the number of points calculated by multiplying the number of Standard Points accumulated during the trust period (hereinafter the "Number of Accumulated Points") at a prescribed timing directly after the final day of the final fiscal year of the target period by the performance-linked coefficient (such number of points hereinafter "Number of Share Delivery Points").

The performance-linked coefficient shall be evaluated by financial targets, etc. stated in the Company's medium-term management strategy, and for the target period up to fiscal year 2030 after the revision of the Stock Compensation Plan, this shall be determined within a range of 0 to 150% based on the degree of financial targets achievement such as EBITDA.

However, limited to the target period up to FY2030 after the revision of the Stock Compensation Plan, the number of share delivery points calculated for the said target period shall be determined as follows: for the cumulative points for the two fiscal years from the fiscal year ended March 31, 2025 to the fiscal year ended March 31, 2026, by multiplying the performance-linked coefficient at the end of FY2027 (the final fiscal year under the medium-term management strategy before the Revision) according to the degree of financial targets achievement set forth in the medium-term management strategy before the Revision; and for the cumulative points for the five fiscal years from the fiscal year ending March 31, 2027 to the fiscal year ending March 31, 2031, by multiplying the performance-linked coefficient at the end of FY2030 (the final fiscal year after the Revision) according to the degree of financial targets achievement.

(Formula for calculating Standard Points)

Standard stock compensation amount determined by the Member of the Board's position / Average of closing price of NTT's stock at the Tokyo Stock Exchange in the month preceding the starting month of the target period (decimal figures of the closing price are truncated)

Regarding the number of NTT's Shares, etc. that are provided for the Delivery, etc. to Members of the Board through the Trust, one NTT's Share per one point is delivered with decimal figures of the number of points truncated. However, if a stock split, consolidation of shares or any other such event occurs during the trust period with respect to NTT's Shares,

then the Company shall adjust the number of NTT's Shares to be granted per one point, depending on the ratio of such stock split or consolidation of shares, or otherwise, involving NTT's Shares.

If a Member of the Board resigns or dies during the trust period, the number of points accumulated up until that time will be deemed to be the Number of Share Delivery Points and the number of shares to be provided for the Delivery, etc. will be determined based on that.

The maximum number of points that can be granted to Members of the Board during a trust period of the Trust shall be calculated by multiplying 1,750,000 points by the number of years of the target period, and the maximum number of NTT's Shares to be acquired for the Trust to provide the Delivery, etc. to the Members of the Board and to be provided for the Delivery, etc. to the Members of the Board during the trust period shall be the number of shares corresponding to the aforementioned maximum number of points (hereinafter the "Maximum Number of Deliverable Shares").

Therefore, in connection with the revision of the Stock Compensation Plan, the Maximum Number of Deliverable Shares corresponding to the three fiscal years from the fiscal year ending March 31, 2029 to the fiscal year ending March 31, 2031, which constitute the newly established target period, will be 5,250,000 shares (assuming one share of NTT's Shares per one point). The maximum number of points and the Maximum Number of Deliverable Shares has been determined by taking into consideration the maximum amount of money to be contributed by the Company in (2) above, and with reference to the past stock prices, etc. Note that if the Trust is continued by the method described in (2) above, the maximum number of points that can be granted to Members of the Board during an extended trust period shall be calculated by multiplying 1,750,000 points by the number of years of the new target period. Moreover, the maximum number of NTT's Shares to be acquired for the Trust to provide the Delivery, etc. to Members of the Board and to be provided for the Delivery, etc. to Members of the Board during the trust period shall be the number of shares corresponding to the aforementioned maximum number of points.

(4) Conditions, timing and method for providing the Delivery, etc. of NTT's Shares, etc. to the Members of the Board

In the event that a Member of the Board ceases to be a Member of the Board or Executive Officer of the Company or forfeits all other positions designated by the Board of Directors of the Company, becomes a non-resident of Japan, dies during his/her term of office or satisfied other conditions for providing Delivery, etc. of NTT's Shares designated by the Board of Directors of the Company, NTT's Shares, etc. shall be provided for the Delivery, etc. to the Members of the Board after such satisfaction. However, in the event that a Member of the Board resigns due to personal reasons contrary to the Company's wishes (however, excluding unavoidable circumstances such as injuries or sickness) or in the event that a Member of the Board is dismissed due to behavior with grounds for dismissal of a Member of the Board, such Member of the Board shall be deemed to not satisfy the conditions for providing Delivery, etc. of NTT's Shares.

The Members of the Board who satisfy the requirements for beneficiaries shall receive, from the Trust, delivery of NTT's Shares corresponding to the determined ratio of the Number of Share Delivery Points (shares representing less than one unit shall be truncated) and payment of cash of an amount equivalent to the proceeds from cash conversion, conducted within the Trust, of NTT's Shares shall be paid to Members of the Board for a number of NTT's Shares corresponding to the remaining Number of Share Delivery Points.

In the event of the death of a Member of the Board during the trust period, the heirs of the Member of the Board will receive payment of cash of an amount equivalent to the proceeds from cash conversion, conducted within the Trust, of the number of NTT's Shares corresponding to all of the Number of Share Delivery Points calculated at the time of death.

(5) Clawback system, etc.

To provide for cases where a Member of the Board commits a materially wrongful act or contravention, or cases where a Member of the Board takes employment at another company in the same industry without the permission of the Company, the Company will establish a system that enables the Company to demand loss or forfeiture of beneficiary rights to receive the Delivery, etc. of NTT's Shares, etc., under the Stock Compensation Plan (malus) or the return of cash

of an amount equivalent to the delivered NTT's Shares, etc., (clawback) against the Member of the Board.

(6) Voting rights concerning NTT's Shares within the Trust

In order to ensure neutrality toward management, voting rights of NTT's Shares within the Trust shall not be exercised during the trust period.

(7) Dividends on NTT's Shares within the Trust

Dividends on NTT's Shares within the Trust shall be received by the Trust and applied to trust fees and trust expenses for the Trust. In the event that there is a remaining amount of dividends when the Trust is finally closed after dividends are applied to trust fees and trust expenses, that amount will be returned to the Company within the limit of the trust expense reserve after deducting from the trust money the fund for share acquisition, and for any amount in excess of the trust expense reserve, the Company plans to donate it to an organization that has no interest with the Company and Members of the Board.

(8) Other details of the Stock Compensation Plan

Other details concerning the Stock Compensation Plan shall be determined at a meeting of the Board of Directors each time of establishing the Trust, amending a trust agreement, or making an additional contribution to the Trust.

Reference

The Company uses the same trust for Executive Officers of the Company, and Members of the Board and Executive Officers of major subsidiaries that the Company designates as major subsidiaries as persons eligible for the Stock Compensation Plan. Furthermore, the compensation amount and number of shares for the Executive Officers of the Company, and Members of the Board and Executive Officers of subsidiaries that the Company designates as major subsidiaries is not subject to this item.

MEMO

[Shareholder Proposal (Fourth Item)]

The Fourth Item was proposed by one shareholder. The “Summary of the Proposal” and the “Reasons for the Proposal” are stated verbatim as proposed by the shareholder.

Fourth Item

Amendment to the Articles of Incorporation (Promotion of activities that contribute to solving social issues and advancing the public welfare)

Summary of the Proposal:

The content of the amendments is as follows:

<Comparison table of current and proposed Articles of Incorporation>

(Underlined sections indicate proposed amendments)

Current Articles of Incorporation	Proposed Amendments
Article 2. (Purpose)	Article 2. (Purpose)
1. (Omitted)	1. (No changes)
2.The Company shall engage in the following business activities:	2.The Company shall engage in the following business activities:
(1)-(4) (Omitted)	(1)-(4) (No changes)
(New Article)	<u>(5)promoting activities that contribute to solving social issues and advancing the public welfare.</u>
3. (Omitted)	3. (No changes)

Reasons for the Proposal:

The NTT Group is a company that has a broad influence on society based on its telecommunications business. Under the NTT Group Sustainability Charter, the Company has continuously promoted initiatives for realizing a sustainable society and respecting human rights, among others. In light of these achievements and the Company’s current corporate policies, clearly positioning the promotion of social contribution activities as a basic corporate policy in the Articles of Incorporation will complement existing efforts and contribute to enhancing credibility and corporate value over the medium to long term. The proposal does not constrain specific measures and does not impair the flexibility of management decisions. Recently, drug-related issues such as fentanyl and so-called zombie cigarettes have become international issues, and there are concerns that similar risks may materialize in Japan as well. I believe that the NTT Group has a significant role to play from the perspective of preventive education and raising awareness regarding such social issues. This proposal is made for the above reasons.

Opinion of the Board of Directors

The Board of Directors is against this proposal.

The details of this proposal concern matters that should be handled by the Board of Directors with agile, flexible, and rational decision making that is responsive to changes in the business environment, etc., of the respective time, and the Board of Directors does not consider it appropriate to prescribe them in the Articles of Incorporation, which set out fundamental matters of a company.

The Company regards solving social issues and realizing a sustainable society through its business activities as important management issues. Based on the NTT Group Sustainability Charter and medium-term management strategy, the Company has already been continuously working to fulfill its social responsibilities through various initiatives.

The Company will continue to actively work to solve social issues through its business activities and strive to create sustainable value.

[Shareholder Proposals (Fifth Item to Eighth Item)]

The Fifth Item to Eighth Item were proposed by one shareholder. The “Summary of the Proposal” and the “Reasons for the Proposal” are stated verbatim as proposed by the shareholder.

Fifth Item

Stock Consolidation

Summary of the Proposal:

1. Consolidation ratio

The Company shall implement a 3-for-1 stock consolidation of common stock.

2. Effective date of the stock consolidation

October 1, 2026

3. Total number of shares authorized to be issued as of the effective date

51,607,674,200 shares

Reasons for the Proposal:

The Company's efforts to promote the participation of individual investors through measures such as lowering the investment unit and to actively expand the shareholder base are commendable. On the other hand, the current situation in which the number of shareholders is extremely large relative to the Company's market capitalization and business scale leaves room for review from the perspectives of capital efficiency and governance over the medium to long term.

An increase in the number of shareholders pushes up costs related to the operation of the General Meeting of Shareholders, the dispatch of convocation notices, the counting of voting rights exercised, and responses to inquiries, etc., and could become a factor causing continuous cost increases, ultimately potentially affecting the interests of shareholders as a whole. In addition, when the shareholder composition is excessively dispersed, ensuring the efficiency and quality of constructive dialogue with shareholders becomes relatively difficult, which may affect the enhancement of corporate value over the medium to long term.

In light of this situation, the proposal is made to position stock consolidation as one effective option for optimizing the investment unit and shareholder composition. Note that this proposal does not mechanically require its implementation, but rather encourages comprehensive consideration as part of the capital policy.

Opinion of the Board of Directors

The Board of Directors is against this proposal.

The Board of Directors has determined that the details of this proposal would disadvantage certain shareholders who would lose their voting rights and other advantages as a result of stock consolidation, and therefore considers this proposal inappropriate from the perspective of the common interests of shareholders.

The Company has realized more efficient dialogue and information provision to shareholders through Q&A at online company briefings for individual investors and information dissemination as needed utilizing means such as social networking services.

Furthermore, to address the rise in administrative costs associated with the increase in the number of shareholders, the Company is striving to balance efficiency and improved convenience. In addition to reducing mailing costs by consolidating the mailing of notices of convocation and dividend-related documents, digitalization initiatives are being promoted, such as sending notices of convocation and other documents via email, streaming the Ordinary General Meeting of Shareholders online, and enabling the exercise of voting rights via the Internet.

Sixth Item

Amendment to the Articles of Incorporation (Disclosure regarding status of compliance with laws and regulations)

Summary of the Proposal:

To prescribe in the Articles of Incorporation a provision that states, “The Company shall be required to disclose the status of compliance with laws and regulations of each NTT Group company annually in the Business Report and the Annual Securities Report.”

Reasons for the Proposal:

The Company is a corporate group responsible for social infrastructure, and it is required to have an appropriate understanding of the status of compliance with laws and regulations of the entire Group, which consists of numerous Group companies, and disclose this information to shareholders in an easy-to-understand manner.

In recent years, there have been cases among peer companies in the same industry where compliance issues arose at some group companies. Such a situation could lead to a decline in the credibility of the entire group and damage to corporate value, and could have a significant impact on the interests of shareholders.

Currently, however, the status of compliance of the entire Group is not sufficiently disclosed. For example, the employment rate of persons with disabilities presented at the previous Ordinary General Meeting of Shareholders covered only major companies, making it impossible to ascertain whether each Group company had achieved the statutory employment rate. Such a situation leaves room for improvement from the perspective of the sufficiency of information disclosure, which is a prerequisite for appropriate evaluation and oversight by shareholders.

Note that this proposal does not seek any increase in new burdens but aims to make the content of disclosure more visible, and is considered to contribute to the medium- to long-term enhancement of the Company's corporate value.

Opinion of the Board of Directors

The Board of Directors is against this proposal.

The details of the proposal concern matters that should be handled by the Board of Directors with agile, flexible and rational decision making in response to changes in the business environment, etc., of the respective time, and the Board of Directors does not consider it appropriate to prescribe them in the Articles of Incorporation, which set out fundamental matters of a company.

In order that the Company should not only observe laws and regulations, but also conduct business in a highly ethical manner, it strives to maintain and improve awareness of corporate ethics and compliance. For this reason, the Company has established rules regarding corporate ethics and various regulations, and has also established internal control systems to ensure their effectiveness.

The Company provides appropriate and highly transparent disclosure regarding these initiatives and the status of its legal and regulatory compliance in its statutory disclosures such as the Business Report and the Annual Securities Report.

Going forward, the Company will meet shareholders' expectations through dissemination of information regarding the status of its legal and regulatory compliance through various media, and by rigorously implementing compliance management, as it works to further increase corporate value.

Seventh Item

Amendment to the Articles of Incorporation (Equal treatment of company proposals and shareholder proposals when exercising voting rights via the Internet)

Summary of the Proposal:

To prescribe in the Articles of Incorporation a provision that states, "Company proposals and shareholder proposals shall be treated equally when voting rights are exercised via the Internet."

Reasons for the Proposal:

Regarding the manner of exercising voting rights, it is important that shareholders' intentions are appropriately and neutrally reflected, and ensuring the fairness and transparency of the procedures is a fundamental element of corporate governance.

However, in the voting via the Internet at the Ordinary General Meeting of Shareholders held in June 2025, the system was such that selecting "Approve" resulted in approval of company proposals and disapproval of shareholder proposals, creating a situation that could be perceived as unequal treatment of shareholder proposals and company proposals. Such treatment may lead to voting results unintended by shareholders and leaves room for improvement.

This proposal aims to ensure the neutrality and fairness of voting rights exercise procedures by stipulating in the Articles of Incorporation that company proposals and shareholder proposals shall be treated equally when voting rights are exercised via the Internet, thereby establishing an environment in which shareholders' intentions are reflected more accurately, and is considered to contribute to the medium- to long-term enhancement of the Company's corporate value.

Opinion of the Board of Directors

The Board of Directors is against this proposal.

The details of the proposal represent matters that should be handled by the Board of Directors with flexible and rational decision making from the perspective of the common interests of shareholders, and the Board of Directors does not consider it appropriate to prescribe them in the Articles of Incorporation, which set out fundamental matters of a company.

The Company recognizes that the issue raised here was due to the specification of the default setting when "Approve of all company proposals" was selected on the screen for exercising voting rights via the Internet for the 40th Ordinary General Meeting of Shareholders held in June 2025. The Company has conducted reviews for the 41st General Meeting of Shareholders and made improvements to provide clearer wording and specifications for shareholders.

Furthermore, to ensure fair and smooth operations in exercising voting rights via the Internet, efforts have been made to enhance shareholder convenience by offering a variety of methods for exercising voting rights.

Going forward, the Company will strive to make further improvements to enhance shareholder convenience while maintaining the fair and smooth operation of the General Meetings of Shareholders.

Eighth Item

Amendment to the Articles of Incorporation (Disclosure of questions in advance of the Ordinary General Meeting of Shareholders)

Summary of the Proposal:

To prescribe in the Articles of Incorporation a provision that states, "The Company shall disclose on its website the original question and the Company's response to any advance questions submitted by shareholders prior to the Ordinary General Meeting of Shareholders, except in cases where disclosure is deemed inappropriate under laws and regulations or for reasonable grounds."

Reasons for the Proposal:

The Ordinary General Meeting of Shareholders is an important forum for dialogue between shareholders and management, and ensuring its transparency and accountability is extremely important from the perspective of corporate governance.

Although the Company indicates at the General Meeting of Shareholders that it will respond to questions from shareholders in advance, in practice, the Company does not provide responses to individual questions but instead abstracts the questions and provides general responses. For example, 21 questions were summarized as "Regarding various business operations" and answered with "We received opinions regarding various business operations and will implement these operations appropriately with reference to those opinions," which in substance does not constitute a response.

When only the responses are published and the original text of the questions is not disclosed, shareholders cannot obtain appropriate answers to their questions, and there is a risk that the effectiveness of accountability will decline as a result.

The purpose of this proposal is to improve the quality of dialogue with regard to questions in advance of the General Meeting of Shareholders, and is considered to contribute to the medium- to long-term enhancement of the Company's corporate value.

Opinion of the Board of Directors

The Board of Directors is against this proposal.

The details of the proposal represent matters that should be handled by the Board of Directors with flexible and rational decision making from the perspective of the common interests of shareholders, and the Board of Directors does not consider it appropriate to prescribe them in the Articles of Incorporation, which set out fundamental matters of a company.

The Company receives questions in advance from shareholders regarding matters to be reported and matters to be resolved in relation to the General Meeting of Shareholders, and it will organize and clearly communicate its views on each question in a manner that is easy for shareholders to understand.

The Company considers constructive dialogue with shareholders important, and will continue to strive to enhance information disclosure through its website going forward.

[Shareholder Proposals (Ninth Item to Fifteenth Item)]

The Ninth Item to the Fifteenth Item were proposed by one shareholder. The “Summary of the Proposal” and the “Reasons for the Proposal” are stated verbatim as proposed by the shareholder.

Ninth Item

Amendment to the Articles of Incorporation (Relaxing the upper limit for the number of characters in the reason section in shareholder proposals)

Summary of the Proposal:

The content of the amendments is as follows:

<Comparison table of current and proposed Articles of Incorporation>

(Underlined sections indicate proposed amendments)

Current Articles of Incorporation	Proposed Amendments
Article 11. (Share Handling Regulations) Administrative work related to the Company's shares and stock acquisition rights, and the fees therefor, as well as matters relating to the exercise of rights by Shareholders, shall, other than as prescribed by laws or regulations or by these Articles of Incorporation, be in accordance with the Share Handling Regulations determined by the Board of Directors or by a Member of the Board delegated by a resolution of the Board of Directors.	Article 11. (Share Handling Regulations) Administrative work related to the Company's shares and stock acquisition rights, and the fees therefor, as well as matters relating to the exercise of rights by Shareholders, shall, other than as prescribed by laws or regulations or by these Articles of Incorporation, be in accordance with the Share Handling Regulations determined by the Board of Directors or by a Member of the Board delegated by a resolution of the Board of Directors. <u>However, if the Share Handling Regulations specify the text length of the “Reasons for the Proposal” for shareholder proposals in accordance with Article 93, paragraph (1) of the Ordinance for Enforcement of the Companies Act, the total number of characters shall be set to 540 Japanese language characters or more for each proposal. If the specified number of characters is less than 540, it shall be deemed to be 540 characters.</u>

Reasons for the Proposal:

This will contribute to the enhancement of corporate value by enabling shareholders to sufficiently understand shareholder proposals and make appropriate judgments.

The “Opinion of the Board of Directors” regarding the last fiscal year's Seventeenth Item consisted of 540 Japanese language characters, and thereby the Board of Directors itself has proven that the 400-Japanese character limit is inappropriate.

The assertion that “it is not appropriate to prescribe in the Articles of Incorporation” is incorrect. This is because the authority to determine the upper limit on the number of characters fundamentally resides with the General Meeting of Shareholders, and the content of such determination should be stated in the Articles of Incorporation. It is precisely for this reason that the current structure authorizes the Board of Directors to determine such matters under Article 11 of the Articles of Incorporation, and the Board of Directors, having been entrusted with such authority, determines the upper limit on the number of characters.

With respect to the last fiscal year's Eleventh Item (Relaxing the upper limit for the number of characters), numerous major institutional investors, including Daiwa Asset Management, Nissay Asset Management, Amova Asset Management, FIL Investments (Japan), and Amundi Japan, also voted in favor. Nomura Asset Management, in its proxy voting standards, states that “companies are expected to provide general shareholders with a thorough and easy-to-understand explanation,” and this proposal is in line with that expectation.

Opinion of the Board of Directors

The Board of Directors is against this proposal.

The details of the proposal represent matters that should be handled by the Board of Directors with flexible and rational decision making from the perspective of the common interests of the shareholders, and the Board of Directors does not consider it appropriate to prescribe them in the Articles of Incorporation, which set out fundamental matters of a company.

The Company considers it important to prevent excessive lengthening of the Reference Materials for the Ordinary General Meeting of Shareholders, which could reduce the convenience for shareholders, and ensure the smooth operation of the Ordinary General Meeting of Shareholders. Therefore, we consider the restriction limiting the “Reasons for the Proposal” in shareholder proposals to 400 Japanese language characters for each proposal to be a reasonable measure.

Moreover, although the “Opinion of the Board of Directors” section is created by the Members of the Board, who are elected by the shareholders and have a duty of due care, and although it does not have a particular limit on the number of characters to allow the Members of the Board to provide necessary supplemental explanations regarding the many and diverse shareholder proposals and correct and easily understood responses to shareholders regarding the Company's stance, policies, and other matters, the Members of the Board take care to ensure the optimal volume, including the overall structure and balance of the document.

Going forward, to ensure the fair and smooth operation of the Ordinary General Meeting of Shareholders, the Board of Directors will strive to provide clear and thorough explanations to shareholders.

Tenth Item

Amendment to the Articles of Incorporation (Formulation and disclosure of a corporate philosophy)

Summary of the Proposal:

The content of the amendments is as follows:

<Comparison table of current and proposed Articles of Incorporation>

(Underlined sections indicate proposed amendments)

Current Articles of Incorporation	Proposed Amendments
(New Article)	Article 2. (Corporate Philosophy) <u>The Company shall formulate a corporate philosophy at a meeting of the Board of Directors and include it in the Reference Materials for the Ordinary General Meeting of Shareholders. The corporate philosophy shall include the following text.</u> •<u>The Company's mission as a corporation is to efficiently create as much added value as possible and enhance corporate value by conducting business appropriately.</u> •<u>"Conducting business appropriately" presumes complying with laws, regulations and rules, but it also means addressing social issues such as environmental problems in an appropriate manner.</u> •<u>The mission of the Company, as a corporation, toward society as a whole is to "efficiently create as much added value as possible, given that it possesses finite social resources (human resources and capital)." By efficiently creating as much added value as possible, the Company contributes to making society as a whole more prosperous, and by increasing tax revenues, it can contribute to resolving issues such as disparity. These are precisely the most important matters that the Company should address in order to solve social issues.</u> •<u>The efficiency of added value creation is measured by labor productivity and capital productivity. In order to judge that added-value productivity is efficient, it is necessary at the very least that return on equity (ROE) exceeds the cost of capital as the minimum condition. The Company believes that the cost of capital does not merely represent the required rate of return from shareholders, but also indicates the degree of effective use of capital demanded by society. Conversely, if ROE falls below the cost of capital, it does not merely mean that the expectations of shareholders are not being met, but also that finite social resources (human resources and capital) are not being utilized with even minimum efficiency, and that the expectations of society as a whole are not being met.</u>

<Practical measures to be taken if the proposal is approved>

If the proposal is approved, the article numbers in the Articles of Incorporation shall be renumbered in an appropriate manner.

If the proposal is approved, the Board of Directors shall promptly formulate a corporate philosophy in accordance with the Articles of Incorporation.

Reasons for the Proposal:

By establishing an appropriate corporate philosophy, shareholders will be able to entrust the management of the Company to the Board of Directors with further confidence.

Since the goal is to "enhance corporate value" by "efficiently creating as much added value as possible," the interests of the corporation's activities align with those of society as a whole and its shareholders without conflict.

It is lawful to include a corporate philosophy in the Articles of Incorporation.

Some have indicated that including a corporate philosophy in the Articles of Incorporation is inappropriate because it is difficult to determine compliance with it. However, this proposal does not require that the corporate philosophy be included in the Articles of Incorporation. Under this proposal, it is possible to clearly determine whether the Board of Directors has formulated a corporate philosophy, and whether that philosophy contains clearly defined specific content and is included in the Reference Materials for the Ordinary General Meeting of Shareholders. It is thus appropriate as a matter to be included in the Articles of Incorporation.

For the rebuttal to the Board of Directors' assertion that "the Articles of Incorporation set out fundamental matters of a company," please refer to the "Reasons for the Proposal" of the Eleventh Item.

The Board of Directors is against this proposal.

The details of the proposal concern matters that should be handled by the Board of Directors with agile, flexible and rational decision making in response to changes in the business environment, etc., of the respective time, and the Board of Directors does not consider it appropriate to prescribe them in the Articles of Incorporation, which set out fundamental matters of a company.

The Company has already been engaged in business operations with the basic approach of aiming to be a group that "achieves new value creation and global sustainability" in the medium-term management strategy. Additionally, NTT will use the "NTT Group's Core" and "NTT Group's Values," which were announced last fiscal year as statements of the shared vision and values of the Group as guiding principles, and foster a greater sense of unity as it advances in its business operations under the responsibility of the Board of Directors.

Eleventh Item

Amendment to the Articles of Incorporation (Formulation and disclosure of the definition of corporate value)

Summary of the Proposal:

The content of the amendments is as follows:

<Comparison table of current and proposed Articles of Incorporation>

(Underlined sections indicate proposed amendments)

Current Articles of Incorporation	Proposed Amendments
(New Article)	Article 3. (Definition of Corporate Value) <u>The Company shall formulate the definition of corporate value at a meeting of the Board of Directors and include it in the Reference Materials for the Ordinary General Meeting of Shareholders.</u> <u>The definition of corporate value shall include the following text.</u> •<u>Corporate value is a relatively new concept with a wide variety of definitions. Stakeholders (interested parties) surrounding a company are diverse, and what they demand from the company, and thus the definition of corporate value, differs depending on their position.</u> •<u>Corporate value toward society as a whole is defined as the total sum of added value produced in excess of the productivity demanded by society (including the discounted present value of future production), plus external economic effects and minus external diseconomies.</u> •<u>Corporate value toward investors and shareholders is defined as the sum of the discounted present value of future cash flows and the surplus financial assets currently held.</u> •<u>In order to enhance corporate value toward investors and shareholders, it is most important to accumulate decisions that generate positive net present value (NPV) and to maintain the level of financial soundness indicators deemed appropriate from the perspective of capital policy. Here, present value (PV) represents the discounted present value of future cash flows, and NPV is the amount obtained by subtracting the initial investment required to generate such cash flows from the PV.</u> •<u>Maintaining the level of financial soundness indicators considered appropriate from the perspective of capital policy will enable the calculation of an appropriate return on equity (ROE). It also avoids holding excessive finite social resources (human resources and capital), which leads to an effective mechanism functioning for optimal allocation of resources.</u>

<Practical measures to be taken if the proposal is approved>

If the proposal is approved, the article numbers in the Articles of Incorporation shall be renumbered in an appropriate manner.

If the proposal is approved, the Board of Directors shall promptly formulate the definition of corporate value in accordance with the Articles of Incorporation.

Reasons for the Proposal:

The Board of Directors has set the enhancement of corporate value as an important management goal, but has not clarified a definition of corporate value. If the corporate value envisioned by the Board of Directors does not align with the corporate value envisioned by investors and shareholders, there is no guarantee that the management expected by investors and shareholders will be realized.

By sharing the corporate value envisioned by investors and shareholders with the Board of Directors, the probability of realizing the enhancement of corporate value and sustainable growth increases, enabling shareholders to entrust management with confidence.

Article 330 of the Companies Act provides that "the relationship between a corporation and its officers or financial auditors is governed by the provisions on mandate." However, the decision-making body of the corporation that determines the specific content, matters to be reported, etc. of such mandate is the General Meeting of Shareholders, and the content of such determination should be stated in the Articles of Incorporation. For this reason, provided that they do not violate any provisions of the Companies Act, a company may freely determine matters to be stated in the Articles of Incorporation (Article 29 of the Companies Act). The assertion that "the Articles of Incorporation set out fundamental matters of a company" does not necessarily align with the intent of the Companies Act.

The Board of Directors is against this proposal.

The details of the proposal concern matters that should be handled by the Board of Directors with agile, flexible and rational decision making in response to changes in the business environment, etc., of the respective time, and the Board of Directors does not consider it appropriate to prescribe them in the Articles of Incorporation, which set out fundamental matters of a company.

The Company has already established in its medium-term management strategy both financial indicators and non-financial indicators, and promoted and disclosed specific initiatives aimed at achieving them, such as business strategies and capital policy.

Going forward, under the responsibility of the Board of Directors, the Company will continue to set appropriate indicators and review its business strategies in light of changes in the business environment, while ensuring sound and sustainable business operations through effective governance.

Twelfth Item

Amendment to the Articles of Incorporation (Enhancement of disclosure regarding the cost of capital)

Summary of the Proposal:

The content of the amendments is as follows:

<Comparison table of current and proposed Articles of Incorporation>

(Underlined sections indicate proposed amendments)

Current Articles of Incorporation	Proposed Amendments
(New Article)	<u>Article 4. (Cost of Capital)</u> <u>The Company shall formulate its approach to the cost of capital at a meeting of the Board of Directors and include a summary thereof, together with the level of the cost of capital envisioned by the Board of Directors, in the Reference Materials for the Ordinary General Meeting of Shareholders.</u> <u>At the discretion of the Board of Directors, the summary of its approach to the cost of capital and the level of the cost of capital envisioned by the Board of Directors may be omitted from the Reference Materials for the Ordinary General Meeting of Shareholders. In such cases, a summary of the reasons for not disclosing such information shall be disclosed in the Reference Materials for the Ordinary General Meeting of Shareholders.</u> <u>When the Board of Directors formulates its approach to the cost of capital and determines the level of the cost of capital, it shall endeavor to conduct interviews with major institutional investors regarding the approach to the cost of capital and the specific calculation method and level of the cost of capital. Institutional investors are financial experts and possess a high level of expertise regarding the cost of capital as well. In addition, institutional investors are in a position to demand a cost of capital from listed companies. Therefore, a responsible institutional investor should not merely passively listen to the approach to the cost of capital presented by a listed company, but should proactively disseminate information itself and lead constructive discussions. The Board of Directors shall learn from their advanced expertise and endeavor to engage in constructive discussions.</u>

<Practical measures to be taken if the proposal is approved>

If the proposal is approved, the article numbers in the Articles of Incorporation shall be renumbered in an appropriate manner.

If this proposal is approved, the Board of Directors shall promptly formulate its approach to the cost of capital in accordance with the Articles of Incorporation.

Reasons for the Proposal:

The Board of Directors has identified the enhancement of corporate value as an important management goal. When considering corporate value, it cannot be calculated unless the cost of capital is determined. However, the Reference Materials for the Ordinary General Meeting of Shareholders contain no statement whatsoever of the Board of Directors' approach to the cost of capital.

If the cost of capital envisioned by the Board of Directors does not align with the cost of capital envisioned by investors and shareholders, there is no guarantee that the management expected by investors and shareholders will be realized.

By sharing the cost of capital envisioned by investors and shareholders with the Board of Directors, the probability of realizing the enhancement of corporate value and sustainable growth increases, enabling shareholders to entrust management with confidence.

The Board of Directors is against this proposal.

The details of the proposal concern matters that should be handled by the Board of Directors with agile, flexible and rational decision making in response to changes in the business environment, etc., of the respective time, and the Board of Directors does not consider it appropriate to prescribe them in the Articles of Incorporation, which set out fundamental matters of a company.

When implementing investments, the Company makes implementation decisions using hurdle rates such as ROIC and the cost of capital in pursuit of appropriate returns. It also strives to improve capital efficiency through processes such as post-investment reviews and implementing corrective measures when necessary.

Furthermore, the Company is committed to sharing its approach to the cost of capital through its Corporate Governance Report and dialogue with investors and shareholders.

The Company will strive to further enhance corporate value to meet the expectations of stakeholders.

Thirteenth Item

Amendment to the Articles of Incorporation (Information disclosure regarding the capital policy)

Summary of the Proposal:

The content of the amendments is as follows:

<Comparison table of current and proposed Articles of Incorporation>

(Underlined sections indicate proposed amendments)

Current Articles of Incorporation	Proposed Amendments
(New Article)	<u>Article 5 (Information Disclosure Regarding Capital Policy)</u> <u>The Board of Directors shall determine the target financial soundness indicators and the level of financial soundness indicators deemed appropriate from the perspective of capital policy, and include them in the Reference Materials for the Ordinary General Meeting of Shareholders. The level of financial soundness indicators deemed appropriate from the perspective of capital policy may be set within a certain range deemed appropriate by the Board of Directors.</u> <u>The Company shall endeavor to determine the level of financial soundness indicators deemed appropriate from the perspective of capital policy by comprehensively considering, in addition to financial soundness indicators such as the amount of shareholders' equity and the shareholders' equity ratio, capital efficiency indicators such as earnings per share (EPS), return on invested capital (ROIC), and return on equity (ROE), and shall include a summary of the content so considered in the Reference Materials for the Ordinary General Meeting of Shareholders.</u> <u>At the discretion of the Board of Directors, the level of financial soundness indicators deemed appropriate from the perspective of capital policy and the summary of the content so considered may be omitted from the Reference Materials for the Ordinary General Meeting of Shareholders. In such cases, a summary of the reasons for not disclosing such information shall be disclosed in the Reference Materials for the Ordinary General Meeting of Shareholders.</u>

<Practical measures to be taken if the proposal is approved>

If the proposal is approved, the article numbers in the Articles of Incorporation shall be renumbered in an appropriate manner.

If this proposal is approved, the Board of Directors shall promptly determine the target financial soundness indicators and the level of financial soundness indicators deemed appropriate from the perspective of capital policy in accordance with the Articles of Incorporation.

Reasons for the Proposal:

The Board of Directors and investors/shareholders will be able to share a basic understanding of shareholder return policy. For example, if the actual value of financial soundness indicators exceeds the level deemed appropriate, increasing shareholder returns and restricting retained earnings will be the correct capital policy. It can also be understood that ROE is held down due to excess capital.

For the rebuttal to the Board of Directors' assertion that "the Articles of Incorporation set out fundamental matters of a company," please refer to the "Reasons for the Proposal" of the Eleventh Item.

(Request to institutional investors)

Last fiscal year, many "boilerplate comments" were given on a series of shareholder proposals (amendment to the Articles of Incorporation), saying that the contribution to corporate value and shareholder interests was unclear.

Wouldn't amending the Articles of Incorporation lead to management that is truly conscious of shareholders? If specific comments could be provided on the specific details of the inappropriate proposal and on whether it truly imposes excessive constraints on management, more constructive discussions would be possible. Wouldn't that precisely constitute responsible institutional investor behavior?

Opinion of
the Board of
Directors**The Board of Directors is against this proposal.**

The details of the proposal concern matters that should be handled by the Board of Directors with agile, flexible and rational decision making in response to changes in the business environment, etc., of the respective time, and the Board of Directors does not consider it appropriate to prescribe them in the Articles of Incorporation, which set out fundamental matters of a company.

In its capital policy, the Company emphasizes the balance between enhancement of shareholder returns on one hand, and securing investment capital for sustainable growth as well as maintaining financial soundness on the other.

In the partial revision of the medium-term management strategy announced in May 2026, in its basic stance on financial policy, the Company set medium-term financial targets with "debt-to-EBITDA ratio (excluding the financial business)" as a financial soundness indicator and "ROIC (excluding the financial business)" as an indicator for measuring capital efficiency. The Company's basic policy for shareholder returns is to provide steady dividend increases, while treasury stock repurchases are conducted in a flexible and timely manner to improve capital efficiency.

Our stance regarding capital policy is also described in the informational materials for the 41st Ordinary General Meeting of Shareholders, and we are providing appropriate information disclosure to all our stakeholders, including shareholders.

Fourteenth Item

Distribution of earned surplus (Special dividend)

Summary of the Proposal:

As distribution of earned surplus with September 30, 2026 as the record date (interim dividend for the fiscal year ending March 31, 2027), a special dividend of ¥10.00 per share of common stock will be paid separately from the ordinary dividend.

Type of asset to be distributed:

Cash

Matters relating to allotment of dividends to shareholder and total carrying amount:

¥10.00 per share of common stock

The total amount of the dividends will be calculated by multiplying the amount of dividend per share of common stock by the number of shares eligible for dividends as of September 30, 2026.

Date on which the dividend becomes effective:

The earlier of December 31, 2026 or the effective date of the interim dividend for the fiscal year ending March 31, 2027.

Reasons for the Proposal:

The Company's earnings are extremely stable, and there is little need to maintain a high level of financial security. The total amount of the dividends in this proposal is less than one-tenth of the amount of shareholders' equity, so the impact on the Company's financial standing will be limited. The implementation of the special dividend in this proposal will contribute to the common interests of shareholders.

(What makes this proposal different from a typical proposal to increase dividends)

Because a special dividend is added to the ordinary dividend when the interim dividend is paid, the administrative burden would be small.

A typical proposal to increase dividends with a record date of the end of March could result in inconsistent stock price formation because the dividend amount would be determined after the ex-dividend date. For example, suppose that the stock price was ¥150 at the end of the fiscal year and became ¥145 after ex-dividend date assuming a ¥5 dividend. If a dividend of ¥50 is subsequently resolved at the General Meeting of Shareholders, the theoretical stock price becomes ¥100, forcing shareholders who purchased at ¥145 after the ex-dividend date to suffer an unreasonable stock price decline.

Under this proposal, because the ex-dividend date for the interim dividend occurs after the interim dividend (special dividend) is determined at the General Meeting of Shareholders, the problem of inconsistent stock price formation would not arise.

Opinion of the Board of Directors

The Board of Directors is against this proposal.

The Company positions the return of profits to shareholders, together with the sustainable enhancement of corporate value, as one of its key management priorities. The Company's basic policy for shareholder returns is to provide steady dividend increases, while treasury stock repurchases will be conducted in a flexible and timely manner.

The Company intends to use retained earnings for investments aimed at capturing growth opportunities and for capital policies focused on capital efficiency, while maintaining a sound financial position.

Based on this approach, the annual dividend per share for FY2025 will be ¥5.3, an increase of ¥0.1 from the previous fiscal year. The Company also plans to increase the dividend for FY2026, marking the 16th consecutive fiscal year of dividend increases. It will also continue to conduct treasury stock repurchases in a flexible and timely manner.

In line with the medium-term management strategy, the Company aims to enhance its cash-generation ability through proactive investment expansion in growth (Value-added) Areas and improve the NTT Group's performance. By doing so, the Company intends to return profits to the shareholders over the medium to long term. The Board of Directors believes that a temporary dividend increase through a special dividend, as stated in this proposal, does not align with the Company's approach to shareholder returns.

Fifteenth Item

Determination of compensation for granting stock acquisition rights as stock options to Members of the Board (excluding Outside Members of the Board, Audit and Supervisory Committee Members, and non-executive Members of the Board)

Summary of the Proposal:

The purpose of this proposal is to obtain approval for granting stock options to the Company's Members of the Board (excluding outside Members of the Board, Audit and Supervisory Committee Members, and non-executive Members of the Board) in order to share with shareholders the benefits and risks associated with stock price fluctuations, and to enhance the motivation of the Company's Members of the Board to improve business performance, thereby promoting the sound management and enhancement of the corporate value of the Company. Additionally, approval is requested for the specific details of the stock acquisition rights to be delivered as stock options.

(1) Amount of the compensation, etc. related to stock options

This proposal is separate from the compensation for Members of the Board that has been approved by the General Meetings of Shareholders to date.

Approval is requested for the amount of stock option compensation, etc., for the Company's Members of the Board (excluding outside Members of the Board, Audit and Supervisory Committee Members, and non-executive Members of the Board) at up to ¥1,000 million annually (excluding the salary for their service as employees) and for the details thereof.

The number of stock options to be granted to each Members of the Board shall be determined by the Board of Directors.

(2) Details of the compensation, etc. (details of stock acquisition rights to be issued as stock option compensation in one year)

1) Number of stock acquisition rights

- The maximum number of stock acquisition rights to be issued within one year from the date of the General Meeting of Shareholders for each fiscal year shall be 50,000.

2) Class and number of shares subject to stock acquisition rights:

- The maximum number of shares subject to stock acquisition rights to be issued within one year from the date of the General Meeting of Shareholders for each fiscal year shall be 5,000,000 shares. The class of shares subject to stock acquisition rights shall be common stock, and the number of shares subject to each stock acquisition right shall be 100 shares.
- If the Company deems it appropriate to change the number of shares due to a stock consolidation or similar transaction involving common stock, the Company shall make such adjustments as it deems necessary.

3) Amount to be paid in exchange for stock acquisition rights:

- No cash payment shall be required in exchange for stock acquisition rights.

4) Value of assets contributed at exercise of stock acquisition rights:

- The value of the assets to be contributed at the exercise of each stock acquisition right shall be the amount obtained by multiplying the payment price per share of common stock that may be delivered upon the exercise of the stock acquisition rights (hereinafter "the Exercise Price") by the number of shares to be granted.
- The Exercise Price shall be ¥100.
- If the Company deems it appropriate to change the Exercise Price due to a stock consolidation or similar transaction involving common stock, the Company shall make such adjustments as it deems necessary.
- If the Company deems it appropriate to change the Exercise Price due to a dividend payment on common stock, the Company shall make adjustments as it deems necessary.

5) Period during which stock acquisition rights may be exercised:

- The period shall be determined by the Board of Directors within the span from the date two years after the date of the resolution of granting stock acquisition rights to the date five years after the date of such resolution.

6) Restrictions on acquiring stock acquisition rights by transfer:

- Acquisition of stock acquisition rights by transfer shall require the approval of the Board of Directors.

7) Conditions for exercising stock acquisition rights:

- Holders of stock acquisition rights must be Members of the Board (excluding outside Members of the Board, Audit and Supervisory Committee Members, and non-executive Members of the Board) of the Company at the time of exercising stock acquisition rights. However, this restriction does not apply if the Board of Directors determines that there is a valid reason.
- Holders of stock acquisition rights may not exercise such rights subsequently if any of the following circumstances arise.
 - If the person becomes an officer, employee, or consultant of a company that is in competition with the Company (excluding the Company's affiliated companies). However, this shall not apply if prior approval is obtained from the Board of Directors of the Company.
 - If the person is found to have committed an act of breach of trust toward the Company, such as violating laws and regulations, the Company's internal rules and regulations, or the like.
 - If the person violates the terms and conditions of the stock acquisition rights allotment agreement concluded between the Company and the person receiving the stock acquisition rights.
- Other conditions regarding the exercise of stock acquisition rights shall be governed by the terms and conditions of the stock acquisition rights allotment agreement concluded between the Company and the holder of stock acquisition rights.
- Other conditions regarding the exercise of stock acquisition rights shall be determined by resolution of the Board of Directors.

8) Matters concerning acquiring stock acquisition rights:

- If a merger agreement in which the Company becomes the disappearing company, a split agreement or split plan in which the Company becomes the split company, or a stock exchange agreement or stock transfer plan in which the Company becomes a wholly-owned subsidiary is approved by the General Meeting of Shareholders (or by a resolution of the Board of Directors if approval by the General Meeting of Shareholders is not required), the Company may, as of the date separately determined by the Board of Directors, acquire all stock acquisition rights without contribution.
- If the exercise of stock acquisition rights becomes impossible before the stock acquisition rights holder exercises such rights, the Company may acquire the stock acquisition rights without contribution as of the date separately determined by the Board of Directors of the Company.

9) Other matters concerning the offering of stock acquisition rights:

- Other details, etc. of stock acquisition rights shall be determined by the Board of Directors at the meeting at which the matters concerning the offering of stock acquisition rights are decided.

Reasons for the Proposal:

According to the 2025 Reference Materials for the Ordinary General Meeting of Shareholders, total compensation for Members of the Board is only ¥455 million (of which compensation for stock acquisition is ¥28 million and performance-linked stock compensation is ¥46 million), which is too low for a large company such as NTT. This proposal was made in order to improve these circumstances and enhance the "sensitivity to shareholder interests and motivation to raise the stock price" of Members of the Board.

This proposal also includes a provision that appropriately reduces the exercise price in the event a dividend is paid.

Because such dividend adjustments are not made for general stock options, a reverse incentive (an incentive in the opposite direction of what is originally desired) occurs with respect to dividends. In other words, the greater the dividend increase, the larger the stock price decline due to the ex-dividend effect, resulting in a mechanism that reduces gains from stock options. This creates motivation for Members of the Board to limit the extent of dividend increases.

This proposal is a dividend-neutral scheme, and the problem of such reverse incentives does not arise.

Opinion of
the Board of
Directors**The Board of Directors is against this proposal.**

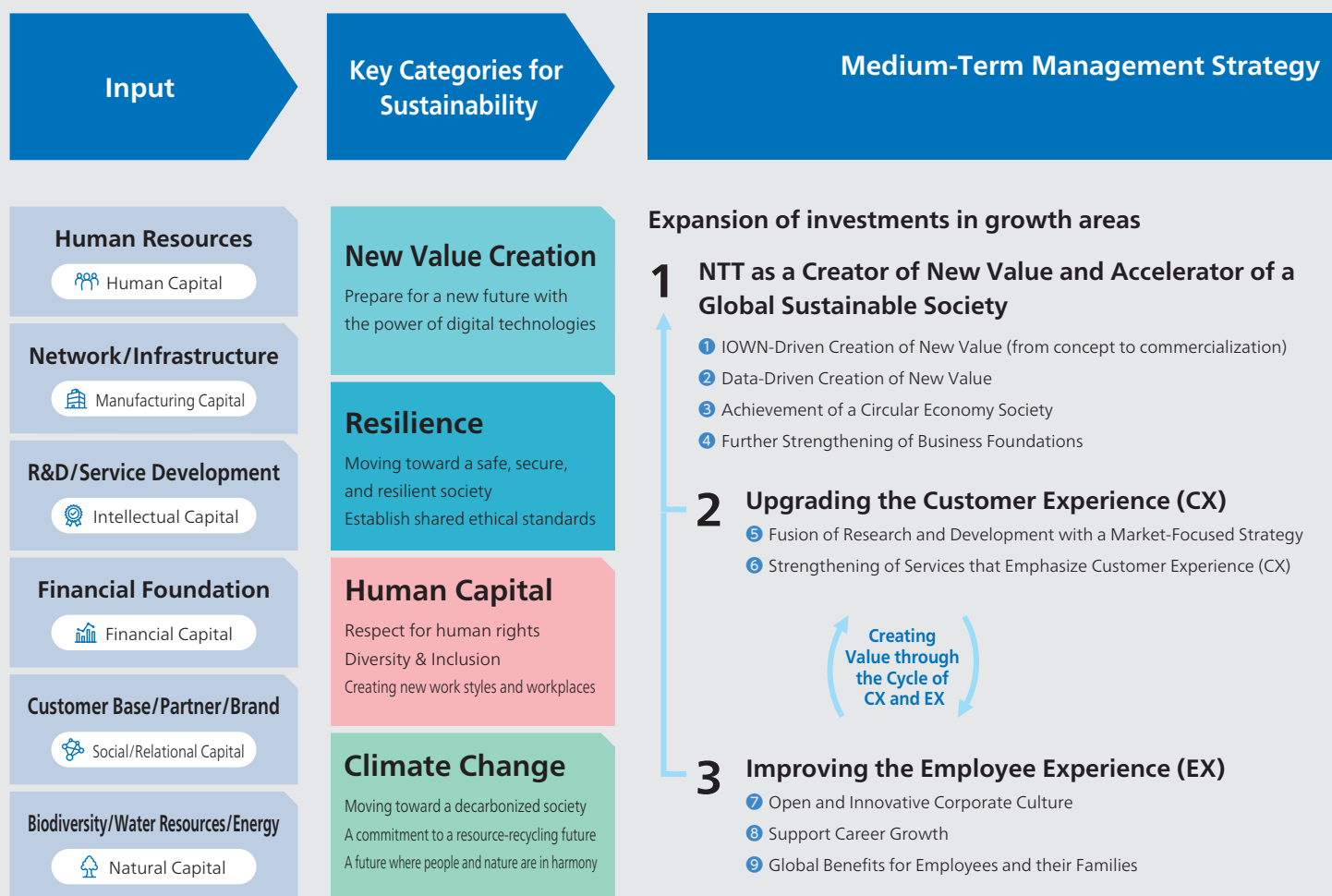
The current compensation system for the Company's Members of the Board (excluding Audit and Supervisory Committee Members and outside Members of the Board) consists of three components: monthly salary (base compensation), bonuses (short-term incentives), and stock compensation comprising compensation for stock acquisition through the Board Members Shareholding Association and performance-linked stock compensation (medium- to long-term incentives). This system is designed to reflect not only the Company's performance for the fiscal year in question but also the corporate value over the medium to long term. Through these measures, the Company aims to clarify the responsibilities of Members of the Board for financial results and strengthen the incentive function to further enhance corporate value.

Moreover, the Company has voluntarily established the Compensation Committee, comprised of five Members of the Board (including three independent outside Members of the Board), as a preliminary deliberative body of the Board of Directors regarding matters related to determination of compensation, etc. of Members of the Board, and the Compensation Committee has also expressed opposition to this shareholder proposal.

END

Business Report (For the Fiscal Year ended March 31, 2026)

Value Creation Process of NTT Group



* CX : Customer Experience, EX : Employee Experience

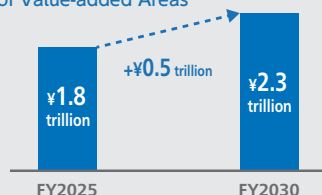
New value creation & Sustainability 2030 powered by AIOWN

Key Points Regarding Partial Revision of Medium-Term Management Strategy

Value-added Areas: Accelerate Profit Growth Centered on AI

- ① Expand Domestic Corporate Businesses by maximizing provided to customers
- ② Accelerate growth of overseas business centered on AI and data centers
- ③ Further expand personal business centered on financial business

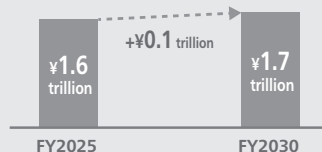
EBITDA of Value-added Areas



Connectivity Areas: Transition to AI-native Infrastructure

- ④ Transition to AI-native next-generation infrastructure
- ⑤ Seek to achieve AI-native next-generation infrastructure
- ⑥ Maintain cash-generation ability by stabilizing earnings of the telecommunication business

EBITDA of Connectivity Areas



Strategic Upfront Investment for Sustained Growth

- ⑦ Achieve early-stage commercialization of new business domains

For details on the partial revision of medium-term management strategy, please see the following URL.

<https://group.ntt/en/ir/mgt/managementstrategy/> (in English)



Outcome

Short-Term Value: Economic Value

Expansion of Cash-Generation Ability

- EBITDA: ¥4 trillion (FY2030)

Improvement of Capital Efficiency

- ROIC (excluding financial business) 5.5% (FY2030)

Medium- to Long-Term Value: Social Value

Creation of New Social Value

- Enhancement of creation of new experiences and impressions for customers
- Creation of new social value through IOWN commercialization and use of AI/robots
- Acceleration of resource recycling and regional revitalization among industries

Resilience of Social Infrastructure

- Maintaining lifelines that support social and economic activities and ensure the safety of people's lives

Improvement of Employee Engagement

- Improvement of labor productivity and creativity

Mitigation of Climate Change

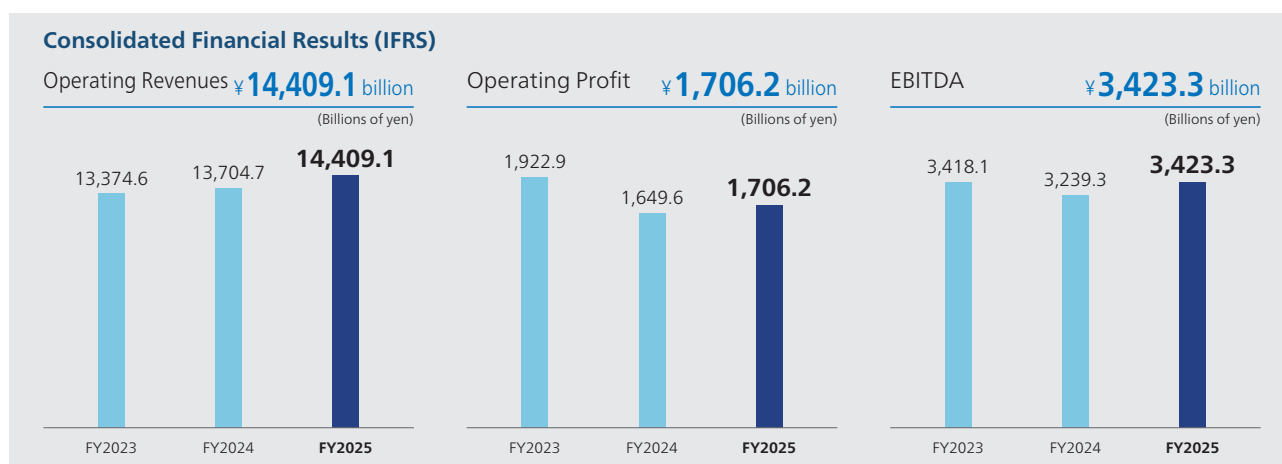
- Achievement of net zero by 2040

Enhancement of Shareholder Returns

- Setting steady increase of dividends as a basic policy
- Flexible treasury stock repurchases

I Outline of the Business of the NTT Group

1. Business Progress and Results



(1) Business Environment

In the information and telecommunications market and its related markets, the spread of generative AI is driving the advancement of services and solutions, and demand for the networks and data centers that support them is also growing. In addition, the digital shift in social and economic activities is further advancing DX, which improves the convenience of daily life and business productivity. Furthermore, technologies such as digital twin and quantum computing are advancing rapidly, and efforts to move from demonstration phase to social implementation are expanding. Meanwhile, responses to the increase in data distribution and power consumption, as well as preparedness against cyberattacks, special fraud, and disasters are required, making the role of the information and communications business increasingly important.

(2) Business Status

In this business environment, the NTT Group is transforming from a business structure centered on telecommunications services to a diversified business structure focused on expanding the digital domain, data centers, and AI centered on strengthening global operations, and including the expansion and advancement of the financial business starting with payments and banking. In light of these efforts, in May 2025 we established “NTT Group’s Core & Values,” and in July 2025 we changed our corporate name from Nippon Telegraph and Telephone Corporation to NTT, Inc. while renewing our corporate identity (CI).

We also reorganized our group formation and completed the conversion of NTT DATA Group into a wholly owned subsidiary in September 2025. This has enabled faster decision-making in the corporate and global domains and established a unified Group-wide structure to promote investment in growth areas such as data centers and AI.

As a result, consolidated operating revenues for the fiscal year ended March 31, 2026 were 14,409.1 billion yen (an increase of 5.1% from the previous fiscal year), consolidated operating profit was 1,706.2 billion yen (an increase of 3.4% from the previous fiscal year), EBITDA was 3,423.3 billion yen (an increase of 5.7% from the previous fiscal year). and consolidated profit attributable to NTT was 1,037.0 billion yen (an increase of 3.7% from the previous fiscal year).

(4) Status by Segment

Main Businesses



Integrated ICT Business



The principal services in the Integrated ICT Business are consumer telecommunications services (mobile phone services, optical broadband services, etc.), smart life services (financial services, content and lifestyle services, etc.), enterprise services (telecommunications services for enterprise customers, solutions services, system development services, etc.), and related services

Global Solutions Business



The principal services in the Global Solutions Business are consulting services, IT solutions services, system and software development services, maintenance and support services, data center services, and related services.

Regional Communications Business

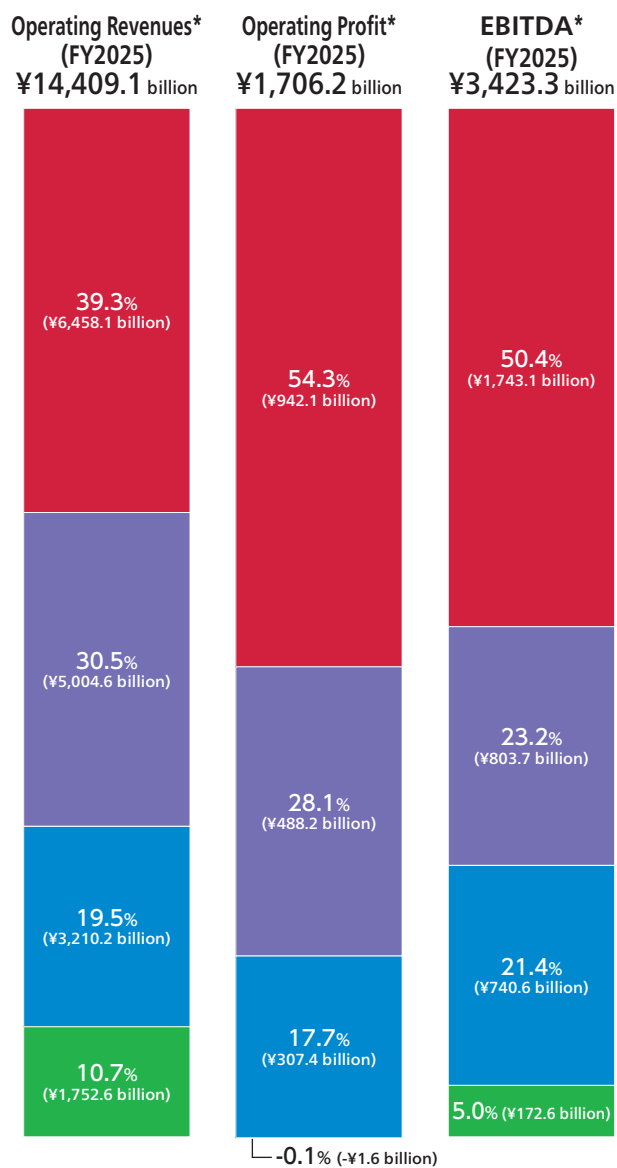


The principal services in the Regional Communications Business are optical services, enterprise services, fixed-line services, and related services.

Others (Real Estate, Energy and Others)



Others include the real estate business, energy business and others.

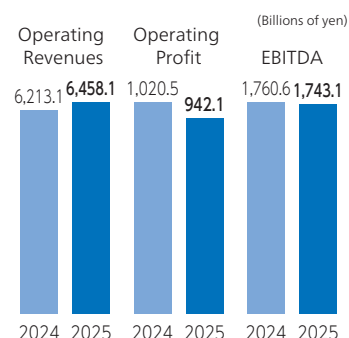


* Percentage of simple sum of each segment (including intersegment transactions)

Integrated ICT Business

Overview

In the consumer telecommunications services, we worked to maintain and expand our customer base and improve network quality, while accelerating initiatives aimed at future growth. In the smart life services, we expanded our operations against the backdrop of the growing use of payment services in the financial sector, as well as the growth in marketing solutions and the entertainment sector. In the enterprise services, we sought to grow our customer base by developing services combining network and security functions and strengthening partnerships.



Details of Main Initiatives

- In June 2025, NTT DOCOMO launched the selectable billing plans docomo MAX and docomo Poikatsu MAX, according to customers' lifestyles and DOCOMO's unique value, and exceeded 3 million subscriptions in March 2026.
- NTT DOCOMO worked to further improve communication quality of its mobile network by constructing 5G base stations and actively introducing the latest equipment and functions. As a result, download throughput of 100 Mbps or higher has been achieved at 96% of measurement points in major urban centers*, expanding the area where customers can enjoy comfortable service.

*NTT DOCOMO's survey at measurement points set by the company in densely populated urban areas during peak hours using LTE/5G terminals (as of March 2026).

- In October 2025, NTT DOCOMO made SBI Sumishin Net Bank, Ltd. a consolidated subsidiary and launched the new service brand "d NEOBANK". Furthermore, in March 2026, the company announced the transition to the "NTT DOCOMO Financial Group, Inc." structure and the transfer of financial business operated by NTT DOCOMO, such as "d CARD" and "d Pay," to this group (scheduled to take place in July 2026). Through these efforts, we are promoting further business growth in the financial domain and strengthening the governance structure.



* The corporate name is planned to be changed to "DOCOMO SMTB Net Bank, Ltd." on August 3, 2026.

- In April 2025, Japan National Stadium Entertainment, Inc. (JNSE), in which NTT DOCOMO participates, began operation of MUFG Stadium (National Stadium). Furthermore, at IG Arena, which opened in Aichi Prefecture, NTT DOCOMO has



MUFG Stadium (National Stadium)



IG Arena

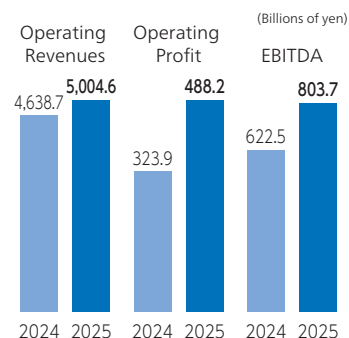
- implemented the development of communication environments using Wi-Fi 7 and 5G millimeter wave (28 GHz band) as well as IOWN. Through these initiatives, the company will pursue the sophistication of entertainment experiences that fuse virtual and real elements and expand the venue business.
- NTT DOCOMO BUSINESS offers NaaS (Network as a Service) docomo business RINK®, which integrates diverse security and network functions. In October 2025, the service was selected for the first Japan-based company as Winner in the APAC region of U.S.-based Gartner®'s Eye on Innovation Awards, which recognize CSPs (Communication Service Providers) worldwide.
- Toward the social implementation of AI that combines digital domains centered on a Large-scale Language Model (hereinafter "LLM") with non-LLM physical domains, NTT DOCOMO BUSINESS, together with Mujin, Inc., a company deploying robotic control technologies, is developing cloud services for safely and automatically controlling robots.

Global Solutions Business

■ Overview

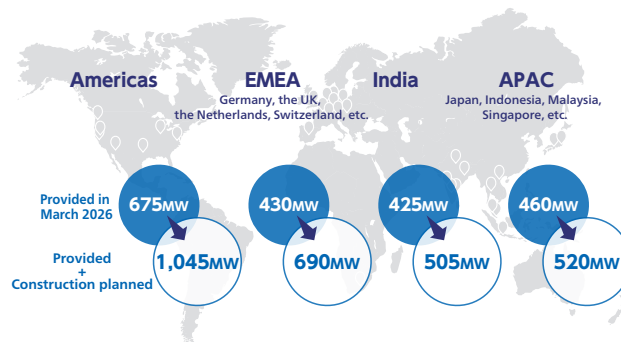
In the Japan segment, we capitalized on the demand for digitalization by securing large-scale projects in the public and social infrastructure sector, financial sector, and enterprise sector.

In the overseas segment, we strengthened our ability to provide services by offering full-stack solutions and expanding the data center business, while also improving profitability through the sales deployment of large-scale projects and growth in the cloud and security sectors.



■ Details of Main Initiatives

- In the AI domain, we are promoting the provision of solutions while collaborating with various partners to address our customers' diverse needs and system environments. In addition to utilizing "tsuzumi," a lightweight LLM with the characteristic of superior Japanese-language performance developed by the Company, we are broadly expanding collaborations with partners, such as starting the provision of "ChatGPT Enterprise" as OpenAI's first authorized distributor in Japan in May 2025 and advancing the development of industry-specific AI agents through a global partnership with Google Cloud launched in August 2025. Based on these efforts, we provide high value-added AI solutions by combining multiple LLMs based on their use and the characteristics of the business.
- Against the backdrop of securing large-scale projects in the overseas segment of the Global Solutions business, the data center business across the entire NTT Group also grew significantly. At approximately 2,000 MW^{*1}, the Group boasts the largest total power receiving capacity in Japan^{*2} and the third largest in the world^{*3}. We have plans in place to expand to a capacity of over 2,700 MW, which we aim to expand to 3,000 MW by FY2030.



^{*1} The megawatt (MW) figures indicate the power capacity of data centers owned by the Integrated ICT Segment and the Regional Communications Segment (including joint ventures with third parties).

^{*2} Calculated from the 2024 domestic market MW figures and rankings published by Structure Research, using the NTT Group's MW data.

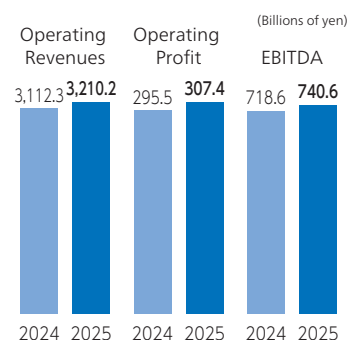
^{*3} Recalculated from the Structure Research August 2025 Report, excluding operators in the People's Republic of China.

- In July 2025, NTT DC REIT, a real estate investment trust managed by NTT DC REIT Manager Pte. Ltd. was listed on the Singapore Exchange. By utilizing this REIT, among other measures, we have shortened the investment recovery cycle for data centers, and generated investment funds and maintained financial soundness while securing continued investment and further growth in the data center business.
- In July 2025, we commenced operation of the submarine communications cable MIST connecting Singapore, Malaysia, and India. Furthermore, in January 2026, NTT Limited Japan Corporation, Sumitomo Corporation, and JA Mitsui Leasing, Ltd. established a new company, Intra-Asia Marine Networks Co., Ltd., and announced the construction plan of the submarine cable I-AM Cable connecting Japan, Malaysia, and Singapore at a total project cost of 150 billion yen.
- In December 2025, NTT DATA Group established NTT DATA AIVista, Inc. in Silicon Valley, U.S., with the aim of accelerating the social implementation of cutting-edge AI technology and creating AI-native businesses.

Regional Communications Business

■ Overview

In the regional communications business, we strengthened initiatives toward business structure reform amid the continued decline of legacy business revenue. Such efforts have included further expanding the service area of the FLET's Hikari Cross high-speed Internet service and enhancing whole-building bulk sales in collaboration with condominium developers, and launching FLET'S Hikari Cross Biz, a highly reliable service for corporate customers, to improve service quality and bolster our lineup, in addition to reforming telecommunications operations that harness DX and AI.



■ Details of Main Initiatives

- NTT EAST and NTT WEST launched FLET'S Hikari Cross Biz, a highly reliable service for corporate customers (with a maximum communication speed of approximately 10 Gbps). In addition to securing bandwidth and service quality guarantees, we established a maintenance system that includes on-site troubleshooting within 24 hours, ensuring stable and reliable communications, while also providing a communication environment suited for corporate operations—such as cloud usage and multi-site connectivity—to strengthen our enterprise services and expand our customer base.
- In September 2025, NTT EAST and NTT WEST announced the gradual migration of telephone subscriber services using metal facilities to alternative services using optical fiber lines or mobile lines, as maintaining the current service level is expected to become difficult by around 2035 due to declining usage and aging facilities. To ensure stable provision of telephone subscriber services, the line use rate was revised effective April 1, 2026.

Strategic Initiatives for Sustained Growth

Domestic and International Deployment of IOWN APN

- In May 2025, using the IOWN APN^{*1}, we showed Cho Kabuki^{*2} titled “CHO-KABUKI Powered by IOWN ‘Hanakurabe Senbonzakura Expo 2025 ver.’” We connected the Osaka-Kansai Expo venue with Taiwan and successfully transmitted in real time and bidirectionally the movements of CHO-KABUKI performed at the Expo venue and the traditional Taiwanese performing art Guan Jiang Shou performed in Taiwan between the two venues.

^{*1} Abbreviation for All-Photonics Network. By implementing optical-based technologies in everything from terminals to networks, extremely low power consumption, high speed and large capacity, and low-latency transmission can be realized.

^{*2} A new sensory stage art that fuses traditional kabuki performing art with the Company’s cutting-edge technology to bring together kabuki actors and a virtual singer.



- In September 2025, by connecting the filming site with the remote production center, we realized remote and efficient video production for terrestrial live broadcasts of large-scale sporting events. Overseas, in October 2025, we began providing services for the financial industry in Hong Kong to connect data centers via IOWN APN, and we are also working to expand connectivity going forward.

Partnerships for Practical Application of Photonic-Electronic Convergence Devices

- At the NTT Pavilion at the Osaka-Kansai Expo, we utilized IOWN Photonic Computing to analyze the facial expressions of visitors inside the pavilion from outside the venue and reflected them in the movement of the curtain covering the pavilion. This IOWN Photonic Computing utilizes resource allocation technology that allows for only the necessary functions to be efficiently used in the amounts required and the high-capacity and low-power-consumption photonic-electronic convergence device^{*1} (PEC) PEC-2^{*2} to achieve power consumption reduced to one-eighth of the conventional level.

^{*1} A device that integrates electronic and photonic devices into a single system to improve data transfer speed and energy efficiency.

^{*2} A photonic-electronic convergence device that optically connects short haul between computer boards.

- Aiming for commercial launch of PEC-2 during FY2026, we have established a collaborative system with supply chain partners including Broadcom Inc. and Accton Technology Corporation. In addition, NTT Innovative Devices Corporation is strengthening its production system through process automation and expanding production lines in response to demand.

Photonics-Driven Urban Development Powered by IOWN, Starting in Hibiya

- In December 2025, we announced the start of construction of NTT Hibiya Tower in the Central Zone of the Uchisaiwaicho 1-Chome District Development Project, HIBIYA CROSSPARK. The tower will feature mixed-use facilities including offices, retail, hotels, halls, and industrial support facilities, and will serve as a new Group hub (scheduled for completion in late October 2031). By implementing IOWN, we aim to position this as the starting point for Photonics-Driven Urban Development, which will deliver unprecedented new value and achieve overwhelming ultra-low power consumption, with plans to expand the initiative across Japan and the world.



Further Evolution of NTT's LLM "tsuzumi"

- In October 2025, we began providing "tsuzumi 2," the evolved version of NTT's LLM "tsuzumi," which offers the world's top Japanese-language performance among models of comparable size. By focusing on enhancing specialized knowledge in specific industries, we can efficiently develop customized AI tailored to each client. Furthermore, its lightweight design allows it to operate on a single GPU^{*1}, enabling low-cost and highly secure operation in an on-premises^{*2} environment.

^{*1}: Graphics Processing Unit

^{*2}: An environment confined to in-house servers

Toward Achieving Social Implementation of Autonomous Driving

- In December 2025, we established NTT Mobility, Inc. with the aim of establishing safer, more secure, and sustainable autonomous driving systems and realizing an autonomous driving society. Furthermore, we will utilize the NTT Group's communication network services to develop solutions that address Level 4 autonomous driving and related services.
- In pursuit of advancing autonomous driving, we are developing a Mobility AI Platform with Toyota Motor Corporation aimed at realizing a society with zero traffic accidents.

Sustainability Initiatives

Initiatives Toward Achieving Net Zero in FY2040

- Toward achieving net zero in FY2040, the NTT Group has set interim targets of 950,000 tons*¹ for Scope 1 & 2 and 17 million tons*² for Scope 1, 2, & 3 for greenhouse gas emissions in FY2030, and will promote decarbonization across the entire supply chain in addition to its own decarbonization. Note that Scope 1 & 2 emissions for FY2025 were 2.041 million tons (preliminary figure).

*1 For Scope 1 & 2, FY2013 has been set as the reference year in line with the Japanese government's global warming countermeasures plan.

*2 For Scope 1, 2, & 3, FY2018 has been set as the reference year, in line with the start of calculations using the current scope of aggregation, which includes overseas Group companies.

Introduction of Stock-Granting System for Group Employees

- In November 2025, the Company introduced a stock-granting system for Group employees for managerial employees who meet certain requirements of the NTT Group. By increasing target employees' awareness of their participation in management and further enhancing their motivation and engagement to contribute to improving business performance, the Company aims to enhance its medium- to long-term corporate value.

Strengthening Response to Large-Scale Disasters, etc.

- In October 2025, eight companies consisting of the Company, NTT EAST, NTT WEST, NTT DOCOMO, NTT DOCOMO BUSINESS, KDDI Corporation, SoftBank Corp. and Rakuten Mobile, Inc. began the implementation of area allocation for evacuation shelter support and the standardization of an information dissemination system in the event of a large-scale disaster. In the past, support locations were duplicated, which caused regional disparities, so going forward, we aim to deliver communication services and other support promptly to all areas affected by disasters. At the same time, in order to provide information that is easier to understand, we have standardized evacuation shelter support information from each telecommunications carrier and display it in a common format.
- In March 2026, five companies – NTT DOCOMO, KDDI Corporation, Okinawa Cellular Telephone Company, SoftBank Corp., and Rakuten Mobile, Inc. – announced that they would launch JAPAN Roaming™* on April 1, 2026, with the aim of providing alternative means of communication in emergencies.

*A service that enables customers to temporarily connect to another carrier's network (4G LTE) as an alternative means and use part of the communication services, even if the contracted carrier's communication service becomes unavailable due to a large-scale disaster or major outage



Policy on Decisions Regarding Distribution of Earned Surplus, etc.

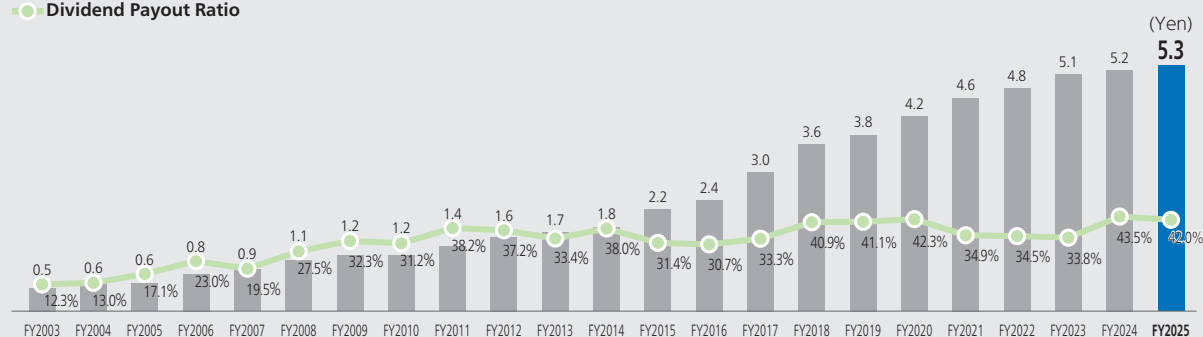
- The Company positions the return of profits to shareholders, together with the enhancement of corporate value over the medium to long term, as one of its key management priorities. The Company's basic policy for dividends is to provide steady dividend increases, while treasury stock repurchases will be conducted in a flexible and timely manner to improve capital efficiency. The year-end dividend for FY2025 was decided to be 2.65 yen per share at the Board of Directors meeting on May 8, 2026.

	Annual dividend	Interim dividend	Year-end dividend
FY2024	¥5.2 (+ ¥0.1)	¥2.6	¥2.6
FY2025	¥5.3 (+ ¥0.1)	¥2.65	¥2.65

* Figures in parentheses indicate year-on-year changes.

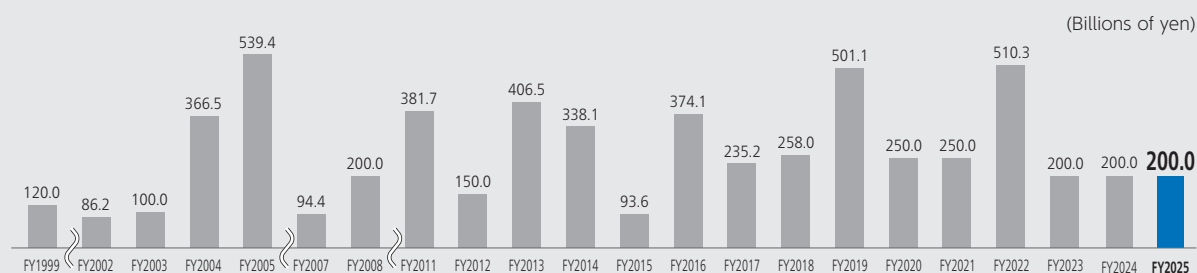
Trends of Dividends and Treasury Stock Repurchase Amounts

- Annual Dividend per Share of Common Stock
- Dividend Payout Ratio



- Notes: 1. The annual dividend per share takes into account stock splits conducted in the past.
 2. Beginning in the fiscal year ended March 31, 2019, NTT has applied IFRS, with the dividend payout ratio of the fiscal year ended March 31, 2018 also being recalculated under IFRS.

■ Amount of Treasury Stock Repurchases



(3) Status of Research & Development, etc.

We advanced initiatives to realize our AI strategy, achieve the social implementation of IOWN, and to roll out technologies and resolve issues in a range of industries.

Innovations in Computing with Photonics Technology (Toward IOWN 3.0)

- Advances in AI have caused an explosive increase in computer computation volume, making it essential to combine multiple GPUs to operate as a single large-scale computing resource. However, when data transmission between GPUs is performed electrically, constraints on transmission capacity and distance create limitations for configurations that span multiple racks. In IOWN 3.0, which we aim to realize in 2028, we have developed the extremely compact photonic-electronic convergence device PEC-3 using our proprietary technology of compound semiconductor thin-film (membrane) for optoelectronics, which optically and directly connects semiconductor packages such as CPUs and GPUs for data transmission. This makes it possible to build a large-scale computing platform that integrates numerous GPUs across multiple racks. We plan to begin providing commercial samples of PEC-3 in 2028.

Research and Development Toward Practical Application of Optical Quantum Computers

- Quantum computers are expected to be used for complex tasks that require enormous time to compute with conventional computers. Under the IOWN concept, we have pursued research and development of optical communication technologies such as optical amplification and optical multiplexing technologies, and we aim to apply these technologies to the practical application of an optical quantum computer. In November 2025, we signed a collaboration agreement with OptQC Corp. to pursue the development of scalable and highly reliable optical quantum computers with the goal of achieving a Japan-leading 10,000 qubits by 2027 and a world-leading 1 million qubits by 2030.

Research and Development Aimed at Expanding the Space Business

- The space market is currently attracting attention as a global growth industry, and the NTT Group is also engaged in initiatives in the communications and observation domains. In November 2025, we announced the world's first demonstration of a method to detect early signs of road cave-ins by using the reflected components of radio waves from synthetic aperture radar (SAR) satellites. This enables efficient risk assessment of potential road cave-in risks without on-site work, and we are developing wide-area infrastructure monitoring technology. In addition, against the backdrop of increasing data volumes handled in outer space, a shift from radio-wave communication to next-generation optical communication is expected, and we are working on the advancement of inter-satellite optical communication terminals. This will enable the construction of space infrastructure equipped with high-speed and large-capacity computing platforms based on IOWN technology. We will also take on the challenge of research and development with future lunar business in mind, and under the space business brand NTT C89 we aim for early business growth on the scale of 100 billion yen.

Development of Hydrogen Piping Technology Toward Realizing a Hydrogen Society

- We are developing proprietary piping technology to safely and efficiently transport hydrogen toward realizing a decarbonized society. While hydrogen is expected as a next-generation energy source, it has the property of degrading metals when transported via pipelines or cylinders, making the establishment of safe transportation technology an important issue. We have developed a special dual-layer structure pipe in an aim to realize a transportation method that achieves both enhanced safety and cost reduction by using technology to install these pipes while effectively utilizing existing underground spaces such as utility tunnels. In July 2025, we began joint research and demonstration of safety measures with the Tokyo Metropolitan Government Bureau of Port and Harbor and related Group companies, with the aim of commercializing these measures in the future.

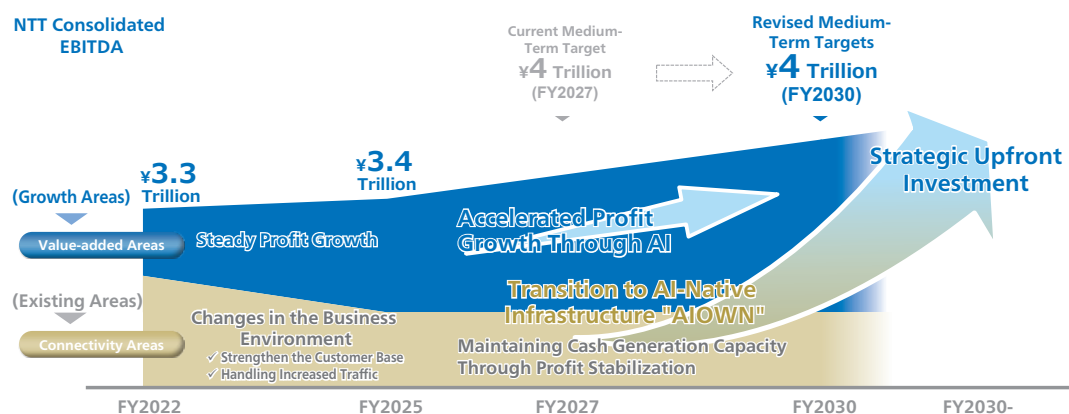
2. Issues to be Addressed

(1) Changes in the business environment

Amid progress in the digitalization of social and economic activities, DX has continued to advance, supported by increasingly sophisticated AI and robotics. On the other hand, negative aspects of digitalization have become apparent, such as increases in electricity consumption and proliferation of false and incorrect information from AI use, and misuse of AI. In addition, the business environment is changing dramatically due to the growing importance of economic security, mounting sophistication of cyberattacks, growing complexity of special fraud schemes, and the intensification of natural disasters on a global scale. Amid these circumstances, communication traffic has escalated significantly with respect to telecommunication services due to increasing data communication volume associated with the spread of generative AI, in addition to a post-COVID recovery of human movement along with higher levels of video streaming. Furthermore, telecommunication volume continues to rise on both fixed and mobile networks due to increasing cloud access and growing needs for multi-site connectivity, with investment burden for network expansion and quality maintenance also further escalating. Looking at the market, on the other hand, the net increase in optical lines has slowed amid a leveling off of telework demand and increasing competition, with companies also up against intensifying competition to attract customers in mobile communications. The NTT Group is operating in an increasingly severe business environment given other factors such as an expanding competitive arena encompassing entire economic spheres including finance and entertainment, along with rising network investment coupled with intensifying market competition.

(2) Business Development Based on the NTT Group's Medium-Term Management Strategy

Given these changes in business environment, the NTT Group has partially revised its medium-term management strategy in seeking to balance medium- to long-term growth with a stable financial foundation. We will change previous growth areas to "Value-added Areas" as we seek significantly higher profits centered on AI amid expectations of further business expansion, while we will change existing areas to "connectivity areas" and proceed with the transition to AI-native infrastructure, aiming to achieve EBITDA of ¥4 trillion in FY2030. Furthermore, to achieve greater capital efficiency while maintaining financial soundness, we aim to achieve ROIC (excluding the financial business) of 5.5% and reduce debt-to-EBITDA ratio (excluding the financial business) to approximately 3.5 times.



Achieving EBITDA of ¥4 Trillion in FY2030 Through the Creation of New Value, and Becoming NTT as an Accelerator of a Global Sustainable Society

In Value-added Areas, for the domestic enterprise services, we will seek to expand our customer base by shifting to business models from the perspective of value provided to customers and promoting the provision of high-value-added integration services in light of the rapid advancements in AI. In the overseas business, we will accelerate growth through full-stack services that leverage AI and data centers as growth drivers. Concretely speaking, in the IT service business, we will press ahead with the creation of AI-native businesses and the expansion of capabilities through M&A, while in the data center business, we will persist with growth investments while leveraging third-party capital to address robust demand. In the personal business primarily involving finance, we seek to expand our financial customer base with payments and banking services as a starting point centered on the NTT DOCOMO Financial Group, Inc. scheduled to start operations in July 2026. We also aim to achieve more extensive revenue opportunities by encouraging use of investment, lending, and insurance services.

In connectivity areas, we will proceed with the transition to an AI-native next-generation infrastructure that optimizes resources such as GPUs, networks, and electric power “AIOWN,” against a backdrop of upgrading telecommunications and increased traffic accompanying developments in AI. In the consumer telecommunications business, we strive to maintain and improve our revenue base by maintaining the number of subscriptions and increasing ARPU by strengthening customer contact points and developing more sophisticated services using AI. In the Regional Communications Business, we aim to stabilize our revenue base through operational transformation and expansion of the optical services, enterprise services, and new business areas, in light of the decline of traditional services.

In pursuit of future growth, we aim to scale the IOWN APN nationwide while expanding the ecosystem for photonic-electronic convergence devices through collaboration with a diverse range of partners, accelerating the social implementation of IOWN. We will maintain strategic investments in fields such as mobility, space, and optical quantum computers to support sustainable growth beyond 2030.

We also work to further strengthen our business foundation. We are working on initiatives to promote green solutions that combine green energy with ICT and to create circular economy businesses that encourage waste reuse. Additionally, we will contribute to industrial promotion and regional revitalization in seeking to enhance the efficiency and added value of primary industries through the use of IOWN, 5G/IoT, and AI/robotics. Furthermore, we will build networks and systems capable of withstanding increasingly severe disasters based on past incidents and knowledge regarding natural disasters and telecommunication failures. We will implement world-standard cybersecurity measures against ransomware and other such cyberattacks in striving to provide safe and secure services.

Upgrading the Customer Experience (CX)

We will treat all stakeholders as customers and partners and promote customer experience first initiatives at all customer contact points. Specifically, centered on the Research and Development Market Strategy Division, which integrates the functions of R&D promotion, marketing, and alliance, we will further incorporate a market perspective into R&D, advance value creation with a view from R&D to social implementation and delivery, and expand the value we provide through co-creation with diverse partners. Additionally, by conducting experiential surveys up to the point of application, contract, and inquiry, we will work on improving customer contact points. By utilizing AI, we will accelerate improvements in customer support and communication quality, further enhancing CX. Going forward, we will continue to monitor CX indicators and realize an enhanced experiential value that keeps us chosen by customers through a cycle of analysis and improvement.

Improving the Employee Experience (EX)

As the transformation of the business portfolio progresses, maximizing the performance of personnel and organizations is essential to more effectively execute strategies.

Employee engagement surveys have revealed issues such as "strategy penetration," "opportunities for dialogue," and "career anxiety," highlighting the need for each employee to be in a state where they connect the business strategy with their own work and can proactively take on challenges. To address these issues, the NTT Group positions EX as a management foundation and promotes support for autonomous career development, the cultivation of a corporate culture that respects diversity, and the realization of flexible and productive workstyles. In particular, efforts are being deepened into organizational transformation, such as establishing career autonomy and improving the quality of dialogue.

Additionally, in advanced areas such as AI, we will accelerate the development of human resources and the transformation of the human resource portfolio to not only provide value to customers but also to promote the transformation of our own business processes and workstyles as a whole.

3. Capital Investment

The NTT Group made a total of ¥2,326.0 billion of capital investments (an increase of 11.4% from the previous fiscal year), focused on responding to customer demands for various services such as 5G, “FLET’S Hikari (including the Hikari Collaboration Model)” and data centers among others.

Category	Capital Investment (Billions of yen)
Integrated ICT Business	857.5
Global Solutions Business	635.8
Regional Communications Business	526.6
Others (Real Estate, Energy and Others)	306.1

4. External Financing

The NTT Group procured long-term financing in the amount of ¥5,797.4 billion through issuance of bonds and long-term borrowings for capital investment and other purposes.

Category	Amount (Billions of yen)
Corporate bonds	3,501.1
Long-term borrowings	2,296.3
Total	5,797.4

Note: Financing for banking business is not included.

The Company procured funds for investment and lending for NTT EAST and NTT WEST in the amount of ¥2,826.9 billion through long-term borrowings from NTT FINANCE CORPORATION as funds for refinancing long-term borrowings.

5. Main Lenders and Outstanding Borrowings

Lender	Outstanding Borrowings (Billions of yen)
MUFG Bank, Ltd.	1,095.0
Sumitomo Mitsui Banking Corporation	685.8
Mizuho Bank, Ltd.	522.2
The Norinchukin Bank	295.6
Sumitomo Mitsui Trust Bank, Limited	198.1

Note: Financing for banking business is not included.

6. Material Subsidiaries

Segment	Company	NTT's Equity Ownership Percentage (%)	Location	Main Business Activities
Integrated ICT Business	NTT DOCOMO, INC.	100.00	Chiyoda-ku, Tokyo	Provision of mobile communication services and smart life area services
	NTT DOCOMO BUSINESS, Inc.	0 (100.00)	Chiyoda-ku, Tokyo	ICT services and solutions business, international communications services
	NTT DOCOMO SOLUTIONS, Inc.	33.40 (100.00)	Minato-ku, Tokyo	Development, production, operation, and maintenance of information communication systems and software
	DOCOMO Finance, Inc.	0 (66.00)	Minato-ku, Tokyo	Loan business, credit guarantee business, and mortgage banking business
	SBI Sumishin Net Bank, Ltd.	0 (55.37)	Minato-ku, Tokyo	Digital banking business, mortgage loan business, BaaS (Banking as a Service) business

Segment	Company	NTT's Equity Ownership Percentage (%)	Location	Main Business Activities
Global Solutions Business	NTT DATA Group Corporation	100.00	Koto-ku, Tokyo	Formulation and promotion of strategies (including innovation, marketing, and strategic investments), business management, study and development of technology and ensuring governance for the entire NTT Data Group
	NTT DATA Japan Corporation	0 (100.00)	Koto-ku, Tokyo	Consulting, integrated IT solutions, system and software development, and maintenance and support
	NTT DATA, Inc.	45.00 (100.00)	Koto-ku, Tokyo	Governance and strategy formulation, and promotion of measures in the global business of the NTT DATA Group
	Dimension Data Holdings	0 (100.00)	U.K.	IT system building and maintenance support for corporations
	NTT America	0 (100.00)	U.S.	Provision of ICT services in North America
	NTT EUROPE	0 (100.00)	U.K.	Provision of ICT services in Europe
	NTT Global Data Centers EMEA	0 (100.00)	Luxembourg	Provision of data center-related services in Europe
	NTT Global Data Centers Americas	0 (100.00)	U.S.	Provision of data center-related services in North America
	NTT Global Networks	0 (100.00)	U.S.	Provision of network services
	NTT Managed Services Americas Intermediate Holdings	0 (100.00)	U.S.	Provision of managed services in North America
	NTT DATA Americas	0 (100.00)	U.S.	Consulting, system design and development in North America
	NTT DATA Services	0 (100.00)	U.S.	Consulting, system design and development in North America
	NTT DATA Europe & Latam	0 (100.00)	Spain	Consulting, system design and development
Regional Communications Business	NTT EAST, Inc.	100.00	Shinjuku-ku, Tokyo	Provision of intra-prefectural communications services in the eastern part of Japan
	NTT WEST, Inc.	100.00	Miyakojima-ku, Osaka-shi, Osaka	Provision of intra-prefectural communications services in the western part of Japan

Segment	Company	NTT's Equity Ownership Percentage (%)	Location	Main Business Activities
Others (Real Estate, Energy and Others)	NTT Urban Solutions, Inc.	100.00	Chiyoda-ku, Tokyo	Contact point for urban solutions business, and integrated management of urban solutions-related information
	NTT URBAN DEVELOPMENT CORPORATION	0 (100.00)	Chiyoda-ku, Tokyo	Real estate acquisition, development, leasing, and management
	NTT FACILITIES, INC.	0 (100.00)	Minato-ku, Tokyo	Design, management, and maintenance related to buildings and equipment
	NTT Anode Energy Corporation	100.00	Minato-ku, Tokyo	Provision of smart energy solutions, and design, management and maintenance related to electric power facilities
	Green Power Investment Corporation	0 (99.99)	Minato-ku, Tokyo	General power generation businesses, including wind, solar and other clean energy power generation, etc.
	NTT FINANCE CORPORATION	100.00	Minato-ku, Tokyo	Provision of billing and collection of charges for communications and other services, and credit card transaction settlement services

- Notes: 1. The equity ownership percentages are calculated exclusive of the treasury stock each company owns. The figures in parentheses represent the equity ownership percentages, including indirect holdings through NTT's subsidiaries.
2. On July 1, 2025, Nippon Telegraph and Telephone East Corporation, Nippon Telegraph and Telephone West Corporation, NTT Communications Corporation, NTT COMWARE CORPORATION, and NTT URBAN DEVELOPMENT CORPORATION changed their corporate names to NTT EAST, Inc., NTT WEST, Inc., NTT DOCOMO BUSINESS, Inc., NTT DOCOMO SOLUTIONS, Inc., and NTT URBAN DEVELOPMENT CORPORATION (in Japanese, with no change to the company's name in English), respectively. On April 1, 2025, ORIX Credit Corporation changed its corporate name to DOCOMO Finance, Inc.
3. The status of specific wholly owned subsidiary as of March 31, 2026 is as follows:

Name	Address	Total Book Value of Shares of Specific Wholly Owned Subsidiary at the Company	Total Assets of NTT
NTT DOCOMO, INC.	11-1, Nagata-cho 2-chome, Chiyoda-ku, Tokyo	¥4,714,458 million	¥14,892,367 million

II Matters Regarding Shares

1. Total number of shares authorized to be issued by NTT

154,823,022,500 shares

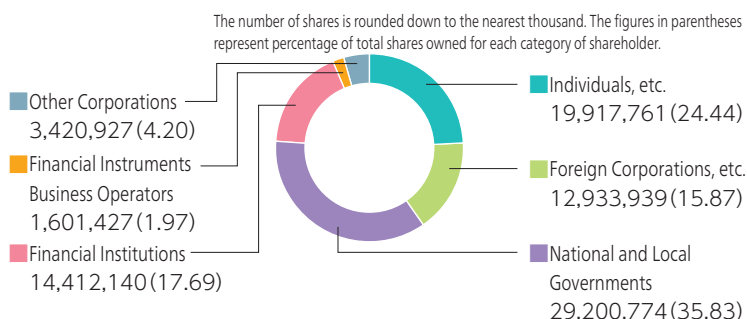
2. Total number of shares issued and outstanding

90,550,316,400 shares

3. Number of shareholders as of the end of the fiscal year ended March 31, 2026

3,156,147 shareholders

Breakdown of Shares by Shareholder



Notes: 1. The percentages represent the ratio of shareholders' shares to the total number of issued shares excluding treasury stock.

Treasury stock does not include shares of the Company held by the officer compensation BIP (Board Incentive Plan) trust and the stock-granting ESOP trust.

2. Other Corporations above includes 1,437 thousand shares in the name of Japan Securities Depository Center.

4. Principal Shareholders

Shareholders	Number of Shares Held (thousands)	Equity Ownership (%)
The Minister of Finance	29,199,362	35.83
The Master Trust Bank of Japan, Ltd. (Trust Account)	8,080,729	9.92
Custody Bank of Japan, Ltd. (Trust Account)	3,380,903	4.15
Toyota Motor Corporation	2,019,385	2.48
State Street Bank and Trust Company 505001	876,103	1.08
NTT Employee Share-Holding Association	642,648	0.79
Nippon Life Insurance Company	584,126	0.72
The Master Trust Bank of Japan, Ltd. (Trust Account 4)	483,164	0.59
Moxley & Co. LLC	435,334	0.53
JP MORGAN CHASE BANK 385781	402,559	0.49

Notes: 1. Number of Shares Held is rounded down to the nearest thousand.

2. NTT's holdings of treasury stock (9,063,346 thousand shares) are not included in the above table.

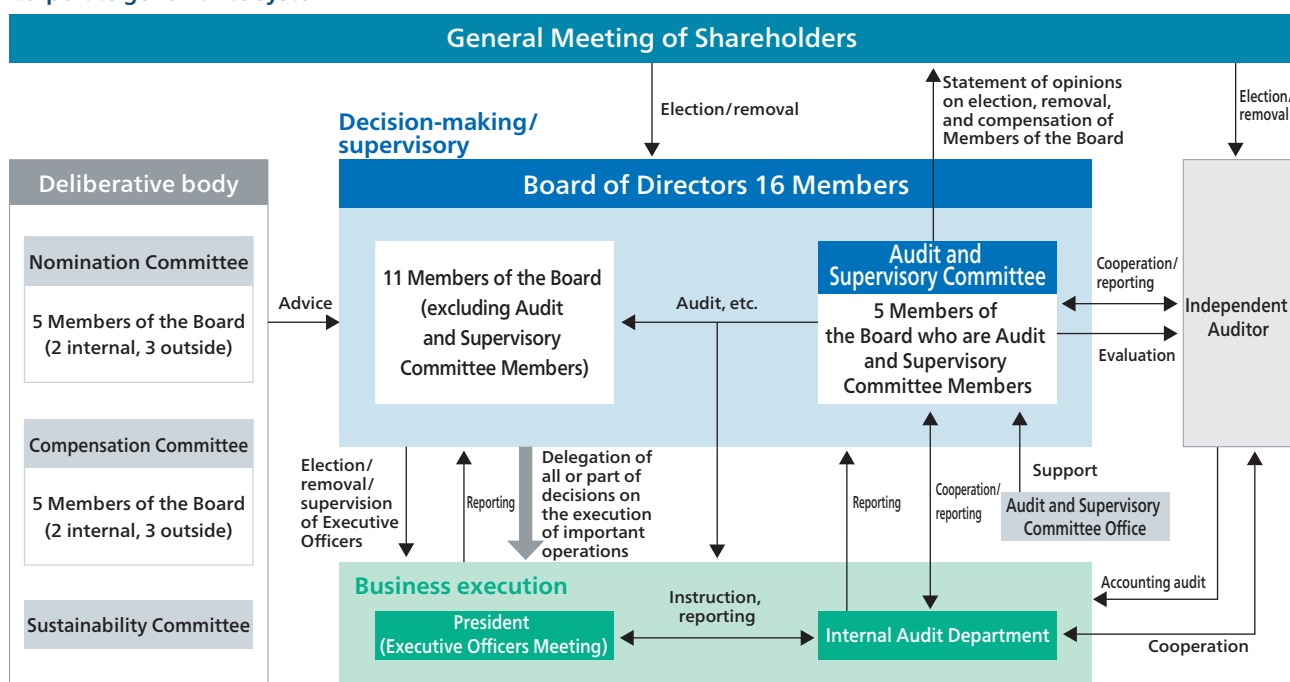
3. Equity ownership percentages do not include treasury stock. Furthermore, treasury stock does not include 31,612 thousand shares of the Company held by the officer compensation BIP trust and 31,733 shares of the Company held by the stock-granting ESOP trust.

III Matters Regarding Corporate Governance

1. Fundamental Policy

The Company believes that, in order to maximize corporate value while meeting the expectations of various stakeholders, including shareholders and other investors, as well as customers, business partners, and employees, it is important to strengthen its corporate governance system in accordance with the intent of each principle of the Tokyo Stock Exchange's Corporate Governance Code so that corporate governance functions effectively. Accordingly, the Company operates under on the fundamental policies of ensuring sound management, realizing appropriate decision-making and business execution, clarifying accountability, and ensuring thorough compliance.

Corporate governance system



As of March 31, 2026

2. Overview of Corporate Governance System

Based on its judgment that an audit and supervisory framework led by the Audit and Supervisory Committee, which includes independent outside Members of the Board, is effective as a management supervisory function, the Company transitioned to a company with an Audit and Supervisory Committee in June 2025. This move aims to further enhance discussions on management policies and strategies, to further strengthen the monitoring function of the Board of Directors, and to evolve into the governance model that is more easily understood by overseas investors and other stakeholders as a global company. In addition, by appointing independent outside Members of the Board, the Company has strengthened its function of appropriately supervising business execution. Furthermore, by introducing an executive officer system, the Company has established a system that clearly separates the Board of Directors' decision-making and supervisory functions from the executive officers' business execution functions, thereby enhancing management agility. Additionally, the Company has voluntarily established a Nomination Committee and a Compensation Committee, each consisting of five Members of the Board, including three independent outside Members of the Board, to further enhance the objectivity and transparency of decisions regarding nominations and compensation, and has determined that the

governance functions under the structure of a company with an Audit and Supervisory Committee are effective. The Company recognizes that determining the appropriate corporate governance framework for the Company, taking into account developments in society and other factors, is an important management issue that requires continuous consideration.

3. Board of Directors

The Board of Directors consists of 16 Members of the Board, including eight independent outside Members of the Board, representing 50% of the Board. With the enactment of the Act Partially Amending the Act on Nippon Telegraph and Telephone Corporation, Etc. in April 2024, restrictions on non-Japanese foreign officers were partially relaxed, and based on this we have appointed a non-Japanese foreign Member of the Board with a view to strengthening the global business. By regularly holding meetings of the Board of Directors and meetings to exchange ideas and opinions, the Board of Directors makes decisions on matters stipulated by laws and regulations and on important matters related to company management and Group management in addition to discussions on Group management strategies. Moreover, through periodic reports from Members of the Board and Executive Officers on the status of business execution, the Board supervises their execution of duties.

Each independent outside Member of the Board (excluding Audit and Supervisory Committee Member) possesses extensive experience and strong integrity and insight. The Company expects them to contribute to strengthening the supervisory function over business execution and to provide advice from a broad managerial perspective.

Evaluation of the Effectiveness of the Board of Directors

As a pure holding company, the Company's Board of Directors is responsible for monitoring the specific business operations of Group companies based on Group's medium- to long-term business strategy.

The Company's Board of Directors makes decisions on important matters related to Group management following deliberations by the Executive Officers Meeting, which is composed of Executive Officers and others, as well as various committees chaired by the President or Senior Executive Vice Presidents and attended by the relevant Executive Officers, and monitors the status of the execution of duties by Members of the Board and Executive Officers.

At Board meetings, based on the responsibilities of individual Members of the Board, current issues in Group management, initiatives to address them, and initiatives for business expansion, such as investments and alliances, are reported and discussed. In the fiscal year under review, active discussions were held, focusing on the business direction of the NTT Group and future priority initiatives. In addition to providing independent outside Members of the Board with advance explanations of matters to be submitted to the Board mainly at opinion-exchange meetings, Representative Members of the Board explain current issues and the status of considerations and clarify execution priorities and the objectives of initiatives, thereby creating an environment in which the Board can fully exercise its supervisory function.

To promote a deeper understanding of the Company's business among independent outside Members of the Board (excluding Audit and Supervisory Committee Members), opinion exchanges were held between independent outside Members of the Board (excluding Audit and Supervisory Committee Members) and Representative Members of the Board regarding management strategies. In addition, explanations were provided on cutting-edge research results and development exhibitions and introductions were given to lectures utilizing the latest ICT technologies. Additionally, opinions were exchanged between the independent outside Members of the Board (excluding Audit and Supervisory Committee Members) and the Company's Members of the Board who are Audit and Supervisory Committee Members regarding issues in NTT Group management.

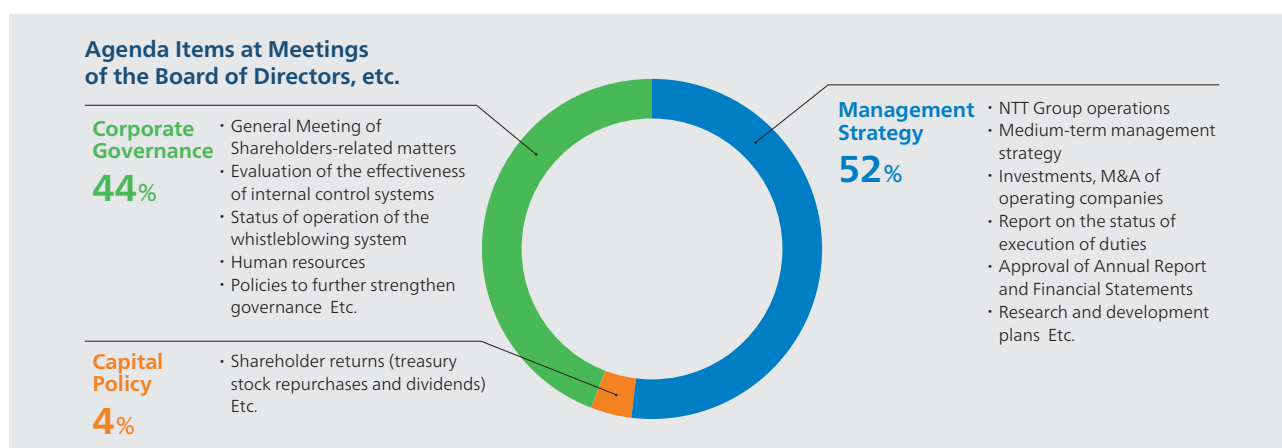
At these meetings, independent outside Members of the Board (excluding Audit and Supervisory Committee Members) and Members of the Board who are Audit and Supervisory Board Members evaluated that adequate information is provided and active discussions are conducted regarding the Board, thereby ensuring its effectiveness.

The Company conducts an annual evaluation of Board effectiveness with the aim of strengthening management

governance through the continuous improvement of Board effectiveness. During the fiscal year under review, the Company engaged a third-party organization to conduct a questionnaire survey of all Members of the Board and carried out an evaluation of Board effectiveness.

Questions covered the roles and responsibilities of the Board, its composition, operation, and satisfaction levels. Based on the results compiled by the third-party organization, a majority of responses to all questions were positive, confirming that the Board is sufficiently fulfilling its expected roles and responsibilities.

Furthermore, through the holding of opinion-exchange meetings to enhance strategic discussions, and the expansion of discussions on important matters, including the direction of the NTT Group's business and future priority initiatives, positive opinions were obtained from all officers. Accordingly, the Company evaluates that Board effectiveness is ensured.



4. Audit and Supervisory Committee

The Audit and Supervisory Committee consists of a total of five members: two Members of the Board who are Audit and Supervisory Committee Members and three outside Members of the Board who are Audit and Supervisory Committee Members (including two women, one in each category). During the fiscal year under review, amid business activities to accelerate value creation in growth areas such as AI and IOWN social implementation under the medium-term management strategy, and in accordance with the audit plan, the Audit and Supervisory Committee conducted focused audits on the progress of the medium-term management strategy; initiatives to enhance corporate governance, including at subsidiaries; the thorough implementation of compliance; further strengthening of the business foundation; initiatives related to information security; and responses to sustainability-related issues, in addition to audits required by laws and regulations. Furthermore, the Audit and Supervisory Committee strived to conduct audits in response to events and changes that occurred during the period and to conduct effective audits based on dialogues between management and investors.

During the fiscal year under review, the Audit and Supervisory Board held seven meetings before the transition to a company with an Audit and Supervisory Committee and the Audit and Supervisory Committee held 16 meetings after the transition (the description thereafter includes activities before the transition). Members of the Board who are Audit and Supervisory Committee Members attended meetings of the Board of Directors and other important meetings, held 49 opinion-exchange meetings with Representative Members of the Board and independent outside Members of the Board (excluding Audit and Supervisory Committee Members), conducted interviews with organizational heads, discussed management issues and responses, and audited the execution of duties by Members of the Board (excluding Audit and Supervisory Committee Members) and others. In addition, Audit and Supervisory Committee Members worked closely together with the independent auditor through consultations regarding audit status and key audit matters, and continuously reviewed audit methods and results. Audit and Supervisory Committee Members also received

explanations of audit plans and reports on the status of internal control systems from the Internal Audit Department, shared information on governance in global operations and in growth areas, and maintained close coordination with the Internal Audit Department. With respect to Group companies, Audit and Supervisory Committee Members conducted 77 opinion exchanges with the Representative Members of the Board and management, as well as on-site inspections of business units, to understand the actual status of the execution of duties by Members of the Board and others and made recommendations as necessary. Furthermore, they unified their recognition of material risks with Audit and Supervisory Board Members of Group companies and conducted audits through those Audit and Supervisory Board Members. They shared examples of initiatives at each company and held group discussions on audit activities to further enhance those activities. Through these activities, from a position independent of business execution, Audit and Supervisory Committee Members contributed to the sound and sustainable growth and development of the Company and Group companies, as well as to the strengthening the corporate governance system and enhancing compliance awareness.

Moreover, the effectiveness of the Audit and Supervisory Board before the transition to a company with an Audit and Supervisory Committee and the Audit and Supervisory Committee after the transition has continued to be evaluated since FY2018, primarily for the purpose of reviewing audit activities, reflecting the results in the audit plan for the following fiscal year, and improving audit quality. In evaluating effectiveness for the fiscal year under review, in addition to questionnaires and interviews with all Members of the Board who are Audit and Supervisory Committee Members, interviews were conducted with two individuals, an outside Member of the Board (excluding Audit and Supervisory Committee Member) and head of the Internal Audit Department, as such collaboration is extremely important. To ensure anonymity and incorporate an objective perspective, a third-party organization was engaged to conduct the questionnaires and interviews and to analyze the aggregated results. The primary items of evaluation were the audit plan; proposals to executive management and audits of business execution; the Group audit framework; responses to fraud; collaboration among the “three audits”; and the operation of the Audit and Supervisory Committee. In conducting the evaluation, the Audit and Supervisory Committee considered not only changes over time but also the status of improvement regarding issues identified for further enhancing effectiveness, as well as the audit status, including key audit items. Based on its discussions and verifications, the Audit and Supervisory Committee evaluated that the effectiveness of the Audit and Supervisory Committee has been ensured, taking into account the appropriate transition and succession from the Audit and Supervisory Board and the operating status during the period.

Each fiscal year, audit plans are formulated taking into account changes in the internal and external environmental and the status of the Group’s business operations, and, as necessary, audits are conducted in response to events and changes arising during the fiscal year, thereby monitoring more closely the initiatives of Members of the Board (excluding Audit and Supervisory Committee Members) and Executive Officers and proactively making recommendations. In addition, by continuing to strengthen collaboration with the above independent outside Member of the Board, the Internal Audit Department, and the auditors of Group companies, they will further enhance the Group audit framework and the effectiveness of the Company’s Audit and Supervisory Committee.

5.Nomination Committee and Compensation Committee

With the objective of further strengthening independence, objectivity and accountability in decisions regarding the nomination and compensation of officers, the Company has voluntarily established a Nomination Committee and a Compensation Committee as preliminary deliberative bodies of the Board, each consisting of five Members of the Board, a majority of whom (three) are independent outside Members of the Board, thereby enhancing governance effectiveness. As of the end of the fiscal under review, the members of each committee were Mr. Akira Shimada (Representative Member of the Board, President), Mr. Takashi Hiroi (Representative Member of the Board, Senior Executive Vice President), Mr. Ken Sakamura (outside Member of the Board), Ms. Yukako Uchinaga (outside Member of the Board), and Mr. Koichiro Watanabe (outside Member of the Board), with Mr. Akira Shimada serving as chair of each committee. Resolutions of each committee are adopted by a majority vote of members present, with a majority of members in attendance.

In the fiscal year under review, the Nomination Committee met six times and the Compensation Committee met twice, engaging in active discussions on subjects such as the nomination of officers, succession planning, and revising the officer compensation plan.

6. Sustainability Committee

Recognizing the response to sustainability-related issues as an important management challenge, the Company has voluntarily established a Sustainability Committee, chaired by Representative Member of the Board and President, as a preliminary deliberative body of the Board of Directors to strengthen the supervisory function of Members of the Board regarding sustainability initiatives. The committee discusses the basic strategy related to sustainability, the implementation status of activities, and information disclosure of the NTT Group, and promotes these initiatives.

7. Nomination of Officers

The composition of the Company's Board of Directors is determined based on the management nomination policy set forth in the NTT Group Personnel Policy, and individuals with the skills necessary to address the NTT Group's challenges are broadly nominated from both inside and outside the Group. Outside Members of the Board are nominated with the expectation that they will provide opinions from a broad management perspective and as experts. In addition, both internal and outside Members of the Board are nominated with due consideration to the promotion of diversity.

NTT Group Personnel Policy

Basic Policy

The NTT Group aims to support a global sustainable society through the creation of new value and to contribute to resolving societal issues and realizing of safe, secure, and prosperous society. Individuals who share these values are broadly nominated from both inside and outside the Group for top management positions across the NTT Group.

Nomination Policy for Candidates for Members of the Board (excluding Audit and Supervisory Committee Members)

Candidates for Members of the Board (excluding Audit and Supervisory Committee Members) are nominated from individuals who possess broad perspectives and experience, demonstrate strong management capability and leadership, and have business acumen and motivation, thereby contributing to the overall development of the NTT Group and enhancing its corporate value.

In addition, from the perspective of strengthening the supervisory function over business execution, multiple independent outside Member of the Board are nominated, in principle, from among individuals who are not likely to have conflicts of interest with general shareholders.

Nomination Policy for Candidates for Members of the Board who are Audit and Supervisory Committee Members

Candidates nominated as Members of the Board who are Audit and Supervisory Committee Members are nominated from individuals who are expected to conduct audits and supervision based on specialized experience and insight.

From the perspective of ensuring fair audits of the execution of duties by Members of the Board (excluding Audit and Supervisory Committee Members), outside Members of the Board who are Audit and Supervisory Committee Members are nominated from individuals who are not likely to have conflicts of interest with general shareholders. In accordance with the Companies Act, the Company ensures that a majority of Audit and Supervisory Committee Members are outside Members of the Board who are Audit and Supervisory Committee Members.

Candidates for Members of the Board are deliberated by the Nomination Committee, which consists of five Members of the Board, including three independent outside Members, followed by a resolution by the Board of Directors and submission to the General Meeting of Shareholders. Candidates for Members of the Board who are Audit and Supervisory Committee Members, proposed by Members of the Board (excluding Audit and Supervisory Committee Members) are deliberated upon and approved by the Audit and Supervisory Committee prior to a resolution by the Board of Directors, in accordance with the relevant nomination policy.

Succession Planning

With respect to successor candidates for the CEO and other positions, the Company recognizes the importance of securing candidates who can respond to technological innovation, market trends, and rapid changes in the business environment. Candidate diversity is ensured through broad job experience and appointments to key positions, and candidates are developed so that individuals with strong integrity and insight who are suited to the times can be appointed. Appointments are determined by the Board of Directors following deliberation by the Nomination Committee, a preliminary deliberative body consisting of five Members of the Board, including three independent outside Members of the Board.

Future management candidates are selected regardless of age, gender, or field of expertise and are trained through NTT University, a program for cultivating management talent, with a focus on diverse individuals motivated to lead transformation.

Independence of Outside Members of the Board

From the perspective of strengthening the supervisory function over business execution and ensuring appropriate audits of the execution of duties by Members of the Board (excluding Audit and Supervisory Committee Members), the Company has a policy of appointing individuals who do not present a risk of conflicts of interest with general shareholders as outside Members of the Board. In addition to the independence criteria established by the Tokyo Stock Exchange, Inc., the Company designates outside Members of the Board who satisfy the following requirements as independent officers (independent outside Members of the Board).

Independence Standards for Independent Officers

In order to meet the independence standards, a person may not fall under any of the categories below in the last three fiscal years:

- (1) A person who executes business at a business partner that exceeds the Company's thresholds^{*1}
 - (2) A person who executes business at a lender that exceeds the Company's thresholds^{*2}
 - (3) A person who provides professional services, such as a consultant, accounting professional, or legal professional, and who has directly received monetary or other property benefits of 10 million yen or more per year, excluding officer compensation, from the Company or its major subsidiaries^{*3} in any of the last three fiscal years
 - (4) A person who executes business at an organization that has received donations exceeding the Company's thresholds^{*4}
- Even if any of items (1) through (4) above applies, if the Company determines that the person is substantively independent, the reasons will be explained and disclosed at the time of designation as an independent officer.

^{*1} "A business partner that exceeds the Company's thresholds" is defined as a company whose aggregate transactions with the Company and its major subsidiaries^{*3} in any of the last three fiscal years amounts to 2% or more of the total annual operating revenues of the Company and its major subsidiaries for the relevant fiscal year.

^{*2} "A lender that exceeds the Company's thresholds" is defined as a lender from which the total amount borrowed on a consolidated basis in any of the last three fiscal years is equal to or greater than 2% of the Company's consolidated total assets for the relevant fiscal year.

^{*3} The major subsidiaries are NTT DOCOMO, NTT EAST, NTT WEST, NTT DOCOMO BUSINESS, and NTT DATA Group.

^{*4} "An organization that has received donations exceeding the Company's thresholds" is defined as an organization for which the aggregate amount of donations received from the Company and its major subsidiaries^{*3} in any of the last three fiscal years exceeds 10 million yen per year or 2% of the organization's total annual income for the relevant fiscal year.

8. Training for Members of the Board

The Company provides officers of NTT Group companies with a variety of training opportunities covering global economic and social issues, compliance, and risk management, and promotes the development of candidates suitable for top management who are capable of responding to a rapidly changing management environment by enabling them to gain new professional experience. In addition, the Company provides independent outside officers with opportunities to further deepen their understanding of NTT Group businesses, including opportunities to enhance their knowledge of business trends at Group companies and the latest R&D results at the Company's research facilities.

9. Strategic Shareholdings

The Company does not hold shares for the purpose of creating stable shareholders, and has no plans to hold such shares in the future.

The Company's business policy is to promote open innovation and collaboration with partners in a variety of industries with the aim of enhancing corporate value over the medium to long term. Based on this policy, the Company verifies the appropriateness of holding individual shares at Investment Strategy Committee meetings and other forums by comprehensively considering factors including their contribution to the Company's medium- to long-term business performance, the progress of business collaborations, future issues related to such collaborations, performance trends and future management strategies of the investee, and whether the benefits of holding such shares are commensurate with the capital cost and associated risks, and determines whether to continue holding or to sell such shares. In addition, with respect to strategic shareholdings held by NTT Group companies, reviews are conducted annually regarding the appropriateness of holding individual shares, and efforts are made to sell such shares as appropriate.

With respect to the exercise of voting rights of strategic shareholdings, the Company appropriately exercises its voting rights as a shareholder after reviewing whether the relevant initiatives contribute to the sustainable growth of the investee companies and to the enhancement of corporate value of both the Company and the investee companies over the medium to long term.

10. Capital Policy

The Company's basic policy with regard to dividends is to implement steady dividend increases, and the Company will also implement flexible treasury stock repurchases to improve capital efficiency.

IV Matters Regarding Corporate Officers

1. Status of Members of the Board

Name		Gender	Position and Responsibilities	Number of Shares of the Company Held
Jun Sawada		Male	Chairman and Member of the Board	1,212,100 shares
Akira Shimada		Male	Representative Member of the Board President and Chief Executive Officer (CEO)	909,300 shares
Takashi Hiroi		Male	Representative Member of the Board Senior Executive Vice President In charge of business strategy Chief Financial Officer (CFO)	443,800 shares
Riaki Hoshino		Male	Representative Member of the Board Senior Executive Vice President In charge of technical strategy Chief Technology Officer (CTO)	484,100 shares
Sachiko Oonishi		Female	Executive Member of the Board Executive Vice President Head of Research and Development Market Strategy Chief Customer Experience Officer (CCXO) Co-Chief Artificial Intelligence Officer (Co-CAIO)	121,400 shares
Patrizio Mapelli	Foreign national	Male	Member of the Board	0 shares
Ken Sakamura	Outside Independent	Male	Member of the Board	74,000 shares
Yukako Uchinaga	Outside Independent	Female	Member of the Board	67,800 shares
Koichiro Watanabe	Outside Independent	Male	Member of the Board	82,900 shares
Noriko Endo	Outside Independent	Female	Member of the Board	79,500 shares
Natsuko Takei	Outside Independent	Female	Member of the Board	12,900 shares
Keiichiro Yanagi		Male	Member of the Board (Full-time Audit and Supervisory Committee Member)	27,600 shares
Kanae Takahashi		Female	Member of the Board (Full-time Audit and Supervisory Committee Member)	239,700 shares
Kensuke Koshiyama	Outside Independent	Male	Member of the Board (Full-time Audit and Supervisory Committee Member)	0 shares
Hideki Kanda	Outside Independent	Male	Member of the Board (Audit and Supervisory Committee Member)	0 shares
Kaoru Kashima	Outside Independent	Female	Member of the Board (Audit and Supervisory Committee Member)	0 shares

Notes: 1. Ten of the 16 Members of the Board (excluding Audit and Supervisory Committee Members) and Members of the Board who are Audit and Supervisory Committee Members are male and six are female.
2. Mr. Ken Sakamura, Ms. Yukako Uchinaga, Mr. Koichiro Watanabe, Ms. Noriko Endo and Ms. Natsuko Takei are outside Members of the Board (excluding Audit and Supervisory Committee Members) as defined in Article 2, item (xv) of the Companies Act. In addition, pursuant to the listing rules of the Tokyo Stock Exchange, the Company has designated them as independent officers and notified the Tokyo Stock Exchange accordingly.
3. Mr. Kensuke Koshiyama, Mr. Hideki Kanda and Ms. Kaoru Kashima are outside Members of the Board who are Audit and Supervisory Committee Members as defined in Article 2, item (xv) of the Companies Act. In addition, pursuant to the listing rules of the Tokyo Stock Exchange, the Company has designated them as independent officers and notified the Tokyo Stock Exchange accordingly.
4. Mr. Takashi Hiroi has previously served as Members of the Board, separately from the term of office stated above.
5. Each Member of the Board who is an Audit and Supervisory Committee Member has previously served as an Audit and Supervisory Board Member prior to the transition to a company with an Audit and Supervisory Committee, separately from the term of office stated above.

Term of Office	Attendance Rate			Description of Principal Concurrent Positions
	Board of Directors Meetings	Audit and Supervisory Board Meetings	Audit and Supervisory Committee Meetings	
12 years	11/11(100%)	—	—	Director of Sumitomo Mitsui Financial Group, Inc.
14 years	11/11(100%)	—	—	
4 years	11/11(100%)	—	—	
1 year	6/6(100%)	—	—	
2 years	11/11(100%)	—	—	
1 year	6/6(100%)	—	—	
7 years	11/11(100%)	—	—	
4 years	11/11(100%)	—	—	President and CEO of Globalization Research Institute Co., Ltd. External Director of SINTOKOGIO, LTD.
4 years	11/11(100%)	—	—	Special Adviser of The Dai-ichi Life Insurance Company, Limited External Executive Director of Oriental Land Co., Ltd.
4 years	11/11(100%)	—	—	Outside Director of AIN HOLDINGS INC. Outside Director of Hankyu Hanshin Holdings, Inc. External Director of Japan Elevator Service Holdings Co., Ltd. Professor of Research Council of Waseda University
2 years	11/11(100%)	—	—	External Member of the Board of Tokyo Metro Co., Ltd. Outside Director of TBS HOLDINGS, INC.
1 years	11/11(100%)	7/7(100%)	16/16(100%)	
1 year	11/11(100%)	7/7(100%)	16/16(100%)	Company Auditor of NTT DATA, Inc. (Retired on June 11, 2025)
1 year	11/11(100%)	7/7(100%)	16/16(100%)	
1 year	11/11(100%)	7/7(100%)	16/16(100%)	External Director of Sumitomo Mitsui Trust Bank, Limited
1 year	11/11(100%)	7/7(100%)	16/16(100%)	Certified Public Accountant Audit & Supervisory Board Member of Kirin Holdings Company, Limited External Director of Sumitomo Mitsui Trust Group, Inc.

6. Audit and Supervisory Board Member Mr. Keiichiro Yanagi is a certified member of the Securities Analysts Association of Japan, Mr. Kensuke Koshiyama has professional experience at the Board of Audit of Japan, and Ms. Kaoru Kashima is a certified public accountant. Accordingly, each possesses considerable knowledge of finance and accounting.
7. The Company appoints Mr. Keiichiro Yanagi, Ms. Kanae Takahashi and Mr. Kensuke Koshiyama as full-time Audit and Supervisory Committee Members to actively work on developing an environment for auditing, etc., and gather information internally, and additionally to continuously monitor the status of establishment and operation of the internal control systems.
8. There is no special relationship between the Company and the organizations at which outside Members of the Board hold concurrent positions.
9. Even when outside Members of the Board were unavoidably absent, advance explanation were provided and their opinions were obtained.
10. The attendance rate of the Board of Directors Meetings shown for Members of the Board Mr. Riaki Hoshino and Mr. Patrizio Mapelli reflects the period following their assumption of office on June 19, 2025.
11. Based on a resolution at the 40th Ordinary General Meeting of Shareholders held on June 19, 2025, the Company transitioned to a company with an Audit and Supervisory Committee. In accordance with this change, the attendance rates of the Audit and Supervisory Board Meetings and the Audit and Supervisory Committee Meetings reflect the Audit and Supervisory Board meetings held up until the Audit and Supervisory Board Members stepped down from that position and the Audit and Supervisory Committee meetings held after the Members of the Board who are Audit and Supervisory Committee Members were appointed in the fiscal year under review.

2. Directors and Officers Liability Insurance Policy

The Company has entered into a directors and officers liability insurance policy with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act, which covers damages and litigation expenses incurred by insured persons as a result of claims for damages arising from acts (including omissions) performed in their capacity as officers of the Company. However, losses incurred by the insured arising from criminal acts such as bribery or intentional illegal conduct are excluded from coverage in order to ensure the appropriateness of the execution of duties by officers is not impaired.

The insured parties under this policy consist of the Members of the Board, Audit and Supervisory Board Members, and Executive Officers of NTT and its subsidiaries, including NTT DOCOMO, NTT DOCOMO BUSINESS, NTT DOCOMO SOLUTIONS, NTT EAST, NTT WEST, NTT Urban Solutions, NTT URBAN DEVELOPMENT CORPORATION, NTT FACILITIES, INC., NTT Anode Energy, NTT Integration Corporation, NTT sonority, Inc., NTT Green & Food, Inc., NTT AI-CIX Inc., and certain subsidiaries of the aforementioned companies.

3. Policies Concerning Compensation, etc. for Members of the Board and Audit and Supervisory Board Members and the Total Amount Thereof

The Company has established a Compensation Committee, a majority of whose members are independent outside Members of the Board, to ensure objectivity and transparency in determining the policy, composition, and levels of compensation for Members of the Board (excluding Audit and Supervisory Committee Members), and compensation matters are decided by the Board of Directors after deliberation by the committee. Moreover, decisions on the composition ratios, calculation methods, and individual amounts of compensation for each Member of the Board are delegated from the Board of Directors to the Compensation Committee. The reason for this delegation is that the Compensation Committee is composed of Representative Members of the Board and outside Members of the Board, and is therefore considered able to make appropriate judgements from an outside perspective while also taking a comprehensive view of the Company's overall performance.

Compensation for individual Members of the Board (excluding outside Members of the Board and Members of the Board who are Audit and Supervisory Committee Members) consists of monthly salary, a bonus (short-term incentive), Company stock purchases through Board Members' Shareholding Association, and performance-linked stock compensation (medium- to long-term incentive).

Monthly salary is fixed compensation paid each month based on the scope of roles and responsibilities for each position, and bonuses are paid each June taking into account performance during the fiscal year under review. The financial targets of the medium-term management strategy have been selected as performance indicators for bonuses. This is because greater clarification of the link between compensation for Members of the Board and the Company's corporate value increases the motivation to achieve the financial targets in the medium-term management strategy. In addition, bonuses are calculated by converting, for each indicator, the year-on-year improvement level or degree of achievement against the plan for each financial target into a payment rate with a predetermined method, calculating a weighted average based on the weight of each indicator, and multiplying the result by the bonus standard amount for each position. (Please refer to "Bonus Performance Indicators" on page 76)

In addition, in order to reflect medium- to long-term performance, Members of the Board purchase the Company's shares through the Board Members' Shareholding Association using compensation for share acquisition paid monthly, and all shares purchased are to be held throughout their term of office.

Performance-linked stock compensation uses a trust established by the Company and points are granted each June based on roles. In June of the fiscal year following the conclusion of the medium-term management strategy, a performance-linked coefficient is determined based on the achievement of performance indicators. The number of shares to be granted is then calculated by multiplying the cumulative number of points by this coefficient. The granted shares are delivered to the Member of the Board upon retirement. The performance-linked coefficient is evaluated based on financial targets set out in the Company's medium-term management strategy, with EBITDA used as the performance evaluation indicator as it is a key indicator of the current medium-term management strategy.

The compensation ratio of monthly salary, short-term incentive, and medium- to long-term incentive is determined in accordance with responsibilities. Specifically, assuming standard performance, the compensation ratio for the Representative Member of the Board and President, and the Representative Member of the Board and Senior Executive Vice President, is approximately 40:35:25 for monthly salary, short-term incentive, and medium- to long-term incentive. For other Members of the Board (excluding Audit and Supervisory Committee Members and outside Member of the Board) of the ratio is approximately 50:30:20. When appointing non-Japanese officers, compensation levels and composition may be determined individually, taking into consideration factors such as responsibilities and market levels. In order to ensure a high level of independence, compensation for outside Members of the Board (excluding Audit and Supervisory Committee Members) consists only of fixed monthly salary, and is not linked to performance.

Note that an overview of the policy for determining the details of individual compensation, etc. for Members of the Board is as provided above, and when determining the details of the individual compensation, etc., the Compensation Committee considers matters from various angles, including consistency with the Determination Policy, and the Board of Directors respects its judgment. The details of individual compensation, etc. for Members of the Board for the fiscal year under review are judged to be in line with the Determination Policy.

Compensation for Members of the Board who are Audit and Supervisory Committee Members is determined through consultation among such Members of the Board and consists only of fixed monthly salary, for the same reasons as those cited above with respect to outside Members of the Board (excluding Audit and Supervisory Committee Members). The Compensation Committee which was delegated by the Board of Directors to determine the details of individual compensation, etc. of Members of the Board for the fiscal year under review comprises Mr. Akira Shimada (Representative Member of the Board and President), Mr. Takashi Hiroi (Representative Member of the Board and Senior Executive Vice President), Mr. Ken Sakamura (outside Member of the Board), Ms. Yukako Uchinaga (outside Member of the Board), and Mr. Koichiro Watanabe (outside Member of the Board).

Bonus Performance Indicators

Financial targets and other measures set forth in the medium-term management strategy are used as performance indicators, and performance is evaluated based on the level of year-on-year improvement or the degree of achievement against the plan.

Category	Performance Indicators	Evaluation Weighting	Evaluation Method	FY2024 Results	FY2025 Results
Financial Indicators	EBITDA	25%	Year on year improvement	¥3,239.3 billion	¥3,423.3 billion
	EPS (earnings per share)	10%		¥12.0	¥12.6

Category	Performance Indicators	Evaluation Weighting	Evaluation Method	FY2025 Targets	FY2025 Results
Financial Indicators	EBITDA	25%	Achievement level of plan	¥3,390.0 billion	¥3,423.3 billion
	Operating profit	10%		¥1,770.0 billion	¥1,706.2 billion
	Overseas operating profit margin	10%		12.9%	11.7%
	ROIC (return on invested capital) in existing areas	5%		5.0%	4.3%
Sustainability Indicators	Greenhouse gas emissions	5%	Achievement level of plan	2.069 million tons or less	2.041 million
	Percentage of female employees among newly appointed managers	2.5%		30%	28%
	Employee engagement rate	2.5%		57%	64%
	Customer engagement	NPI		70.5%	71.9%
		NPS		(31.3)	(29.5)

Notes: 1. The scope of aggregation for overseas operating profit margin is on a consolidated basis for NTT DATA Group. Calculation excludes temporary expenses, such as M&A-related depreciation costs of intangible fixed assets.
2. Existing areas refer to NTT DOCOMO's consumer telecommunications services, NTT EAST and NTT WEST.
3. GHG emissions figures are preliminary and are calculated in accordance with GHG protocol Scope 1 & 2.
4. The scope of aggregation for the percentage of female employees among newly appointed managers is for NTT, NTT DOCOMO*, NTT EAST, NTT WEST, and NTT DATA Group*.
*Figures for NTT DOCOMO include NTT DOCOMO BUSINESS. NTT DATA Group also includes figures for NTT DATA and NTT DATA, Inc.

5. The employee engagement rate is the percentage of respondents who provide positive answers to the four indicators set as the NTT Group KPIs for measuring engagement. The scope of aggregation for the employee engagement rate includes NTT, NTT DOCOMO*, NTT EAST, NTT WEST, NTT DATA Group, NTT Urban Solutions, NTT Anode Energy, and their designated subsidiaries**.

*Figures for NTT DOCOMO include NTT DOCOMO BUSINESS.

**In addition to designated subsidiaries, the employee engagement survey is being expanded sequentially, and from fiscal year 2024, has also been conducted at overseas NTT group companies.

6. Customer engagement NPI (Next Purchase Intention) measures customers' intention to continue using services, and NPS® (Net Promoter Score®)* measures the degree to which customers recommend services to others. Customer engagement targets small- and medium-sized enterprise services and consumer services, which are the focus areas of NTT EAST, NTT WEST, and NTT DOCOMO**. (In FY2026 the scope is planned to be expanded to include services for large corporate customers.)

*Net Promoter Score and NPS are registered trademarks of Bain & Company, Inc., Fred Reichheld, and Satmetrix Systems, Inc. (currently NICE Systems, Inc.).

**Figures for NTT DOCOMO include NTT DOCOMO BUSINESS.

Reference | Review of Bonus Performance Indicators in FY2026

Based on the partial revision of the medium-term management strategy announced on May 8, 2026, the Company has reviewed bonus performance indicators in FY2026. For details, please refer to the timely disclosure document "Notice Regarding Partial Revision of the Medium-Term Management Strategy" announced by the Company on the same day.

Total Compensation, etc. for the Fiscal Year Ended March 31, 2026

Position	Number of Persons	Fixed	Short-Term	Medium- to Long-Term		Total Compensation (millions of yen)
		Base Salary (millions of yen)	Bonuses (millions of yen)	Compensation for stock acquisition (millions of yen)	Performance-linked stock compensation (millions of yen)	
Members of the Board (excluding Audit and Supervisory Committee Members)	12	356	213	39	59	667
Members of the Board (Audit and Supervisory Committee Members)	5	137	—	—	—	137
Audit and Supervisory Board Members	5	43	—	—	—	43
Total (Of which outside Officers)	22 (11)	536 (180)	213 (—)	39 (—)	59 (—)	847 (180)

Notes: 1. The amounts above include one Member of the Board and five Audit and Supervisory Board Members (including three outside Audit and Supervisory Board Members) who retired upon the conclusion of the 40th Ordinary General Meeting of Shareholders held on June 19, 2025. Note that on June 19, 2025, the Company transitioned from a company with an Audit and Supervisory Board to a company with an Audit and Supervisory Committee. The amount of compensation for Audit and Supervisory Board Members is the amount paid to the five Audit and Supervisory Board Members who stepped down upon the conclusion of the 40th Ordinary General Meeting of Shareholders held on June 19, 2025, for the period they were in office. For these five persons, after stepping down as Audit and Supervisory Board Members upon the conclusion of the same General Meeting of Shareholders, they newly assumed office as Members of the Board (Audit and Supervisory Committee Members); therefore, the amount and number of persons paid are included in the Audit and Supervisory Board Members for the period they served as such and in the Members of the Board (Audit and Supervisory Committee Members) for the period they served as such.

2. At the 40th Ordinary General Meeting of Shareholders held on June 19, 2025, it was resolved that compensation for Members of the Board (excluding Audit and Supervisory Committee Members) would be comprised of three components: (1) monetary compensation of up to 830 million yen per year (of which up to 200 million yen per year for outside Members of the Board); (2) amounts paid to Members of the Board (excluding outside Members of the Board and Members of the Board who are Audit and Supervisory Committee Members) as funds to acquire the Company's shares through the Board Members' Shareholding Association, etc. of up to 70 million yen per year and up to 825,000 shares per year; and (3) amounts contributed to the performance-linked stock compensation plan of up to the amount calculated by multiplying 150 million yen per share by the number of years in the target period (fiscal years corresponding to the period of the Company's medium-term management strategy) and up to 1,750,000 shares per year. At the conclusion of this General Meeting of Shareholders, there were 11 Members of the Board (excluding Audit and Supervisory Committee Members) (including five outside Members of the Board).

3. The amount of performance-linked stock compensation for Members of the Board shown above (excluding outside Members of the Board and Members of the Board who are Audit and Supervisory Committee Members) is the amount recorded as an expense for point grants for the fiscal year under review.

4. The amount of compensation for Members of the Board who are Audit and Supervisory Committee Members was resolved to be up to 200 million yen per year at the 40th Ordinary General Meeting of Shareholders held on June 19, 2025. At the conclusion of this General Meeting of Shareholders, there were five Members of the Board who are Audit and Supervisory Committee Members.

5. Regarding Members of the Board (excluding outside Members of the Board and Members of the Board who are Audit and Supervisory Committee Members), assuming standard performance, the compensation ratio for the Representative Member of the Board, and the Representative Member of the Board and Senior Executive Vice President, is approximately 40:35:25 for monthly salary, short-term incentive, and medium- to long-term incentive. For other Members of the Board, the ratio is approximately 50:30:20.

MEMO

4. Outside Officers

Principal Activities of Outside Officers

Position	Name	Statements Made at Board of Directors' Meetings and Overview of Duties in Relation to the Role Expected to be Fulfilled by Outside Members of the Board
Outside Members of the Board (excluding Audit and Supervisory Committee Members)	Ken Sakamura	Mr. Ken Sakamura has a wealth of experience as a leader of universities and research institutions, and has a high level of integrity and insight. He was therefore elected at the Ordinary General Meeting of Shareholders held in June 2022 on the expectation that he would help strengthen the supervisory function for business execution and provide advice from his wide-ranging perspectives on management, and he has been serving as an outside Member of the Board. Mr. Sakamura has provided advice at meetings of the Board of Directors and meetings held to exchange opinions with Representative Members of the Board, mainly on subjects such as research and development, the promotion of DX, and industry and technological trends regarding investment projects. In addition, on the Nomination Committee and the Compensation Committee he has offered advice on the appointment of officers, etc., succession planning, and revising the compensation system.
	Yukako Uchinaga	Ms. Yukako Uchinaga has a wealth of experience in global corporate management and diversity promotion, and has a high level of integrity and insight. She was therefore elected at the Ordinary General Meeting of Shareholders held in June 2022 on the expectation that she would help strengthen the supervisory function for business execution and provide advice from her wide-ranging perspectives on management, and she has been serving as an outside Member of the Board. Ms. Uchinaga has provided advice at meetings of the Board of Directors and meetings held to exchange opinions with Representative Members of the Board, mainly on subjects such as global strategy, public relations strategy, and human resources strategy. In addition, on the Nomination Committee and the Compensation Committee she has offered advice on the appointment of officers, etc., succession planning, and revising the compensation system.
	Koichiro Watanabe	Mr. Koichiro Watanabe has a wealth of experience as a corporate manager, and has a high level of integrity and insight. He was therefore elected at the Ordinary General Meeting of Shareholders held in June 2022 on the expectation that he would help strengthen the supervisory function for business execution and provide advice from his wide-ranging perspectives on management, and he has been serving as an outside Member of the Board. Mr. Watanabe has provided advice at meetings of the Board of Directors and meetings held to exchange opinions with Representative Members of the Board, mainly on subjects such as capital policy, marketing, and risk management. In addition, on the Nomination Committee and the Compensation Committee he has offered advice on the appointment of officers, etc., succession planning, and revising the compensation system.
	Noriko Endo	Ms. Noriko Endo has a wealth of experience cultivated through her career, including reporting as the editor of a financial magazine, conducting research on public policy (in fields such as energy), and serving as an outside director of corporations, and has a high level of integrity and insight. She was therefore elected at the Ordinary General Meeting of Shareholders held in June 2022 on the expectation that she would help strengthen the supervisory function for business execution and provide advice from her wide-ranging perspectives on management, and she has been serving as an outside Member of the Board. Ms. Endo has provided advice at meetings of the Board of Directors and meetings held to exchange opinions with Representative Members of the Board, mainly on subjects such as Group management, strengthening governance, and public policy.
	Natsuko Takei	Ms. Natsuko Takei has a wealth of experience as the person responsible for corporate legal affairs and compliance, and has a high level of integrity and insight. She was therefore elected at the Ordinary General Meeting of Shareholders held in June 2024 on the expectation that she would help strengthen the supervisory function for business execution and provide advice from her wide-ranging perspectives on management, and she has been serving as outside Member of the Board. Ms. Takei has provided advice at meetings of the Board of Directors and meetings held to exchange opinions with Representative Members of the Board, mainly on subjects such as strengthening governance, risk management, and compliance.

Position	Name	Statements Made at Board of Directors Meetings and Audit and Supervisory Board Meetings
Outside Members of the Board (Audit and Supervisory Committee Members)	Kensuke Koshiyama	Mr. Kensuke Koshiyama has a wealth of experience in finance and accounting, as well as auditing business execution through his career at the Board of Audit Japan and has a high level of integrity and insight. The Company expects him to provide appropriate supervision of business execution, and to conduct audits from a neutral standpoint. He was therefore elected at the Ordinary General Meeting of Shareholders held in June 2025, and has been appointed as an outside Member of the Board. Mr. Koshiyama, based on his extensive experience working from many years at the Board of Audit of Japan has provided advice as necessary at meetings of the Board of Directors, the Audit and Supervisory Board and Audit and Supervisory Committee, at meetings held to exchange opinions with Representative Members of the Board and independent outside Members of the Board, and at meetings held to exchange opinions with Representative Members of the Board and Audit and Supervisory Board Members of Group companies, mainly from the perspective of promoting sustainability, on subjects such as corporate governance and compliance. In addition, he actively provides advice that contributes to systems to ensure the proper conduct of business across the NTT Group and help prevent misconduct and other irregularities.
	Hideki Kanda	Mr. Hideki Kanda has a wealth of experience as a legal expert accumulated through his career as a university professor, and has a high level of integrity and insight. The Company expects him to provide appropriate supervision of business execution, and to conduct audits from a neutral standpoint. He was therefore elected at the Ordinary General Meeting of Shareholders held in June 2025, and has been appointed as an outside Member of the Board. Mr. Kanda, based on the professional perspective fostered through his extensive experience as a university professor, has provided advice as necessary at meetings of the Board of Directors, the Audit and Supervisory Board and Audit and Supervisory Committee, at meetings held to exchange opinions with Representative Members of the Board and independent outside Members of the Board, and at meetings held to exchange opinions with Representative Members of the Board and Audit and Supervisory Board Members of Group companies, mainly from the perspective of promoting sustainability, on subjects such as corporate governance and compliance. In addition to the above, he actively provides advice and information, from such perspectives of the Companies Act and Corporate Governance Code, that contribute to the proper execution of business by the organizations that make up the NTT Group.
	Kaoru Kashima	Ms. Kaoru Kashima has a wealth of experience as an accounting expert accumulated through her career as a certified public accountant, and a high level of integrity and insight. The Company expects her to provide appropriate supervision of business execution, and to conduct audits from a neutral standpoint. She was therefore elected at the Ordinary General Meeting of Shareholders held in June 2025, and has been appointed as an outside Member of the Board. Ms. Kashima, based on the professional perspective fostered through her extensive experience as a certified public accountant, has provided advice as necessary at meetings of the Board of Directors, the Audit and Supervisory Board and Audit and Supervisory Committee, at meetings held to exchange opinions with Representative Members of the Board and independent outside Members of the Board, and at meetings held to exchange opinions with Representative Members of the Board and Audit and Supervisory Board Members of Group companies, mainly from the perspective of promoting sustainability, on subjects such as corporate governance, compliance and promoting diversity. In addition to the above, at meetings held to exchange opinions with the independent auditor, she actively provides advice that contributes to the enhancement of audit quality.

Consolidated Financial Statements

Consolidated Statement of Financial Position (March 31, 2026)

(Millions of yen)

Item	Amount
ASSETS	
Current assets	
Cash and cash equivalents	1,921,882
Trade and other receivables	5,551,177
Short-term loans for banking business	747,054
Other financial assets	1,446,264
Inventories	624,827
Other current assets	1,053,104
Sub Total	11,344,308
Assets held for sale	392
Total current assets	11,344,700
Non-current assets	
Property, plant and equipment	11,276,887
Right-of-use asset	1,021,044
Goodwill	2,079,718
Intangible assets	2,872,974
Investment property	1,523,792
Investments accounted for using the equity method	542,777
Long-term loans for banking business	10,123,333
Securities for banking business	825,684
Other financial assets	3,305,980
Deferred tax assets	460,837
Other non-current assets	1,343,533
Total non-current assets	35,376,559
Total assets	46,721,259

Item	Amount
LIABILITIES AND EQUITY	
Current liabilities	
Short-term borrowings	4,395,648
Trade and other payables	3,073,019
Short-term deposits for banking business	10,950,069
Lease liabilities	249,991
Other financial liabilities	1,351,626
Accrued payroll	660,108
Income taxes payables	245,392
Other current liabilities	1,407,033
Total current liabilities	22,332,886
Non-current liabilities	
Long-term borrowings	11,315,960
Long-term deposits for banking business	55,911
Lease liabilities	957,941
Other financial liabilities	413,094
Defined benefit liabilities	714,718
Deferred tax liabilities	228,066
Other non-current liabilities	485,150
Total non-current liabilities	14,170,840
Total liabilities	36,503,726
Equity	
NTT, Inc. shareholders' equity	
Common stock	937,950
Retained earnings	8,926,197
Treasury stock	(1,343,643)
Other components of equity	1,207,119
Total NTT shareholders' equity	9,727,623
Non-controlling interests	489,910
Total equity	10,217,533
Total liabilities and equity	46,721,259

Note: Amounts are rounded to the nearest million yen.

Consolidated Statement of Profit or Loss (Fiscal Year Ended March 31, 2026)

(Millions of yen)

Item	Amount
Operating revenues	14,409,121
Operating expenses	
Personnel expenses	3,214,887
Expenses for purchase of goods and services and other expenses	7,207,918
Depreciation and amortization	1,790,983
Loss on disposal of property, plant and equipment and intangible assets	119,782
Impairment losses	
Goodwill	57,466
Other	22,723
Taxes and dues	289,141
Operating profit	1,706,221
Finance income	74,505
Finance costs	240,068
Share of profit (loss) of entities accounted for using the equity method	41,265
Profit before taxes	1,581,923
Income taxes	499,285
Profit	1,082,638
Profit attributable to NTT	1,037,032
Profit attributable to Non-controlling interests	45,606

Note: Amounts are rounded to the nearest million yen.

Auditor's Report on Consolidated Financial Statements

Independent Auditor's Report

To the Board of Directors of NTT, Inc.:

Opinion

We have audited the consolidated financial statements, which comprise the consolidated statement of financial position, the consolidated statement of profit or loss, the consolidated statement of changes in equity and the notes to consolidated financial statements of NTT, Inc. ("the Company") and its consolidated subsidiaries (collectively referred to as "the Group"), as at March 31, 2026 and for the year from April 1, 2025 to March 31, 2026 in accordance with Article 444-4 of the Companies Act.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position and the results of operations of the Group for the period, for which the consolidated financial statements were prepared, in accordance with the latter part of Article 120-1 of the Ordinance of Companies Accounting that prescribes some omissions of disclosure items required by International Financial Reporting Standards.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements of public interest entities in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 3. "Equity Transactions with Non-controlling Interests" in "Other" to the consolidated financial statements, which describes that the Company conducted a series of transactions with the aim of making NTT DATA Group Corporation a wholly owned subsidiary of the Company. The Group entered into borrowings from financial institutions in order to secure the funds necessary to finance the aforementioned transactions.

We draw attention to Note 4. "Business Combination" in "Other" to the consolidated financial statements which describes that NTT DOCOMO, INC. conducted a series of transactions, including the execution of the Shareholders' Agreement and the transaction to take SBI Sumishin Net Bank, Ltd. private, as a result of which SBI Sumishin Net Bank, Ltd. became a consolidated subsidiary of NTT DOCOMO, INC. on October 1, 2025.

Our opinion is not modified in respect of this matter.

Other Information

The other information comprises the business report and its supplementary schedules. Management is responsible for the preparation and presentation of the other information. The audit and supervisory committee are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the reporting process for the other information.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management and the Audit and Supervisory Committee for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the latter part of Article 120-1 of the Ordinance of Companies Accounting that prescribes some omissions of disclosure items required by International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern in accordance with the latter part of Article 120-1 of the Ordinance of Companies Accounting that prescribes some omissions of disclosure items required by International Financial Reporting Standards.

The audit and supervisory committee are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of our audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the objective of the audit is not to express an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate whether the presentation and disclosures in the consolidated financial statements are in accordance with the latter part of Article 120-1 of the Ordinance of Companies Accounting that prescribes some omissions of disclosure items required by International Financial Reporting Standards, the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purpose of the group audit. We remain solely responsible for our audit opinion.

We communicate with the audit and supervisory committee regarding, among other matters, the planned scope and timing of the audit, significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the audit and supervisory committee with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Interest required to be disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Group which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Notes to the Readers of Independent Auditor's Report

This is an English translation of the Independent Auditor's Report as required by the Companies Act of Japan for the conveniences of the reader.

Yutaka Terasawa
Designated Engagement Partner
Certified Public Accountant

Kotetsu Nonaka
Designated Engagement Partner
Certified Public Accountant

Kei Sakayori
Designated Engagement Partner
Certified Public Accountant

KPMG AZSA LLC
Tokyo Office, Japan
May 7, 2026

Audit and Supervisory Committee's Report

AUDIT AND SUPERVISORY COMMITTEE'S REPORT

The Audit and Supervisory Committee has prepared this report regarding the execution of the duties of the Members of the Board in the 41st fiscal year from April 1, 2025 to March 31, 2026 based on audit activities of the fiscal year, and following due discussion at meetings. The Committee reports as follows:

1. Outline of Audit Methodology

(1) The Audit and Supervisory Committee established auditing policies and received reports from each Audit and Supervisory Committee Member on the status of the implementation of audits and the results thereof, as well as reports regarding the status of execution of duties from the Members of the Board, employees, and the independent auditor, and requested explanations as necessary.

(2) On the basis of the Audit and Supervisory Committee Rules, and in accordance with its auditing policies, Audit and Supervisory Committee Members sought mutual understanding with Members of the Board and employees. In addition, by coordinating with the Internal Audit Department, they strived to collect information and achieve an environment conducive to audits, and conducted the audits based on the methods described below.

- I. Audit and Supervisory Committee Members attended meetings of the Board of Directors and other important meetings, and received reports from Members of the Board, employees and other persons regarding performance of their duties, requested explanations as necessary, perused important statements regarding decisions and approvals made and investigated the status of operations and assets at the head office and R&D laboratories. Regarding the subsidiaries, the Audit and Supervisory Committee sought to coordinate with Audit and Supervisory Board Members of the subsidiaries and achieve a mutual understanding and exchange of information with Members of the Board and employees of the subsidiaries, and where necessary received business reports from the subsidiaries.
- II. With respect to the particulars of Board of Directors resolutions relating to matters listed in Article 399-13, paragraph (1), items (i)(b) and (i)(c) of the Companies Act, as well as the structures established pursuant to such resolutions (internal control systems), Audit and Supervisory Committee Members received reports regularly from Members of the Board and other employees regarding the status of the establishment and implementation of the systems, requested explanations as necessary, and expressed opinions thereon.
- III. Audit and Supervisory Committee Members audited and verified whether the independent auditor maintained its independence and carried out its audits appropriately, received reports from the independent auditor regarding the execution of its duties and, where necessary, requested explanations. Also, the Audit and Supervisory Committee received notification from the independent auditor to the effect that the "structure to ensure that duties are executed appropriately" (the matters listed in Article 131 of the Regulation on Corporate Accounting) has been established in accordance with "Quality Control Standards for Auditing" (Business Accounting Council) and, where necessary, requested explanations.

Based on the above methodology, the Audit and Supervisory Committee audited the Business Report and related supplementary schedules, the non-consolidated financial statements (non-consolidated balance sheet, non-consolidated statement of income, non-consolidated statement of changes in shareholders' equity and other net assets, notes to non-consolidated financial statements) and related supplementary schedules, as well as the consolidated financial statements (consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of changes in equity and notes to consolidated financial statements) related to the fiscal year under review.

2. Audit Results

(1) Results of the audit of the Business Report

- I. We find that the Business Report and its supplementary schedules accurately reflect the conditions of the company in accordance with applicable laws and the Articles of Incorporation.
- II. No inappropriate conduct concerning the execution of duties by Members of the Board or material facts in violation of law or the Articles of Incorporation were found.
- III. We find that the particulars of Board of Directors' resolutions concerning the internal control systems are appropriate. Further, no matters worthy of note were found with respect to the content of the Business Report and Board Members' execution of duties in regards to the internal control systems.

(2) Results of the audit of the non-consolidated financial statements and supplementary schedules

We find that the methodology and results of the audit by the independent auditor, KPMG AZSA LLC, are appropriate.

(3) Results of the audit of the consolidated financial statements

We find that the methodology and results of the audits conducted by the independent auditor, KPMG AZSA LLC, are appropriate.

May 7, 2026

NTT, Inc.

Audit and Supervisory Committee

Full-time Audit and Supervisory Committee Member	Keiichiro Yanagi
Full-time Audit and Supervisory Committee Member	Kanae Takahashi
Full-time Audit and Supervisory Committee Member	Kensuke Koshiyama
Audit and Supervisory Committee Member	Hideki Kanda
Audit and Supervisory Committee Member	Kaoru Kashima

Notes: 1. Full-time Audit and Supervisory Committee Member Kensuke Koshiyama, and Audit and Supervisory Committee Members Hideki Kanda, Kaoru Kashima are outside Members of the Board as prescribed in Article 2, item (xv), and Article 331, paragraph (6) of the Companies Act.
2. Audit and Supervisory Committee Members have provided their seal by electronic means.

END

(Regarding the Contents of the Business Report)

- In this Business Report, "NTT DOCOMO," "NTT DOCOMO BUSINESS," "NTT DOCOMO SOLUTIONS," "NTT EAST," "NTT WEST," "NTT DATA Group," "NTT DATA," "NTT Urban Solutions," and "NTT Anode Energy" refer to NTT DOCOMO, INC., NTT DOCOMO BUSINESS, Inc., NTT DOCOMO SOLUTIONS, Inc., NTT EAST, Inc., NTT WEST, Inc., NTT DATA Group Corporation, NTT DATA Japan Corporation, NTT Urban Solutions, Inc., and NTT Anode Energy Corporation respectively.
- The consolidated financial statements of NTT have been prepared in accordance with International Financial Reporting Standards (IFRS).
- With respect to amounts appearing in this Business Report, figures are rounded to the nearest whole unit.
- The forward-looking statements, remarks and projected figures concerning the future performance of NTT and its subsidiaries and affiliates contained or referred to herein are based on a series of assumptions, projections, estimates, judgments and beliefs of the management of NTT in light of information currently available to it regarding NTT and its subsidiaries and affiliates, the economy and telecommunications industry in Japan and overseas, and other factors. These projections and estimates may be affected by the future business operations of NTT and its subsidiaries and affiliates, the state of the economy in Japan and abroad, possible fluctuations in the securities markets, the pricing of services, the effects of competition, the performance of new products, services and new businesses, changes to laws and regulations affecting the telecommunications industry in Japan and elsewhere, other changes in circumstances that could cause actual results to differ materially from the forecasts contained or referred to herein, as well as other risks included in this Business Report.

To Shareholders:

**THE 41ST ORDINARY GENERAL MEETING OF SHAREHOLDERS
OTHER MATTERS SUBJECT TO MEASURES FOR ELECTRONIC PROVISION
(MATTERS EXCLUDED FROM PAPER-BASED DOCUMENTS DELIVERED)**

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Pursuant to applicable laws and regulations, and NTT's Articles of Incorporation, the above matters are excluded from the paper-based documents delivered to shareholders who have made a request for the delivery of documents stating matters for which measures for providing information in electronic format are to be taken.

Business Report

Outline of the Business of the NTT Group

Main Businesses

Category	Main businesses
Integrated ICT Business	Consumer telecommunications services (mobile phone services, optical broadband services, etc.), smart life services (financial services, content and lifestyle services, etc.), enterprise services (telecommunications services for enterprise customers, solutions services, system development services, etc.) and related services
Global Solutions Business	Consulting services, IT solutions services, system and software development services, maintenance and support services, data center services, and related services
Regional Communications Business	Optical services, corporate services, fixed-line services, and related services
Others (Real Estate, Energy and Others)	Real estate business, energy business and others

Main Locations, etc.

1. NTT

- **Head Office**

Chiyoda-ku, Tokyo

- **Laboratories**

○ Laboratory Groups

- IOWN Integrated Innovation Center (Minato-ku, Tokyo)
- Service Innovation Laboratory Group (Yokosuka-shi, Kanagawa)
- Information Network Laboratory Group (Musashino-shi, Tokyo)
- Science & Core Technology Laboratory Group (Atsugi-shi, Kanagawa)

○ Total number of laboratories*:14

* The 14 laboratories are internal sections of the 4 Laboratory Groups.

2. Major Subsidiaries, etc.

As described in location in “6. Material Subsidiaries” in the Business Report.

Employment

Number of employees (as of March 31, 2026): 344,196 (an increase of 2,875 from the previous fiscal year)

Category	Number of Employees
Integrated ICT Business	53,780
Global Solutions Business	201,140
Regional Communications Business	61,567
Others (Real Estate, Energy and Others)	27,709

Changes in Consolidated Assets and Consolidated Profit or Loss of the NTT Group

Category	Fiscal year ended March 31, 2023	Fiscal year ended March 31, 2024	Fiscal year ended March 31, 2025	Fiscal year ended March 31, 2026
Operating revenues (billions of yen)	13,136.2	13,374.6	13,704.7	14,409.1
Operating profit (billions of yen)	1,829.0	1,922.9	1,649.6	1,706.2
Profit before taxes (billions of yen)	1,817.7	1,980.5	1,564.7	1,581.9
Profit (billions of yen)	1,213.1	1,279.5	1,000.0	1,037.0
Earnings per share (yen)	13.92	15.09	11.96	12.61
Total assets (billions of yen)	25,308.9	29,604.2	30,062.5	46,721.3
Shareholders' equity (billions of yen)	8,561.4	9,844.2	10,221.6	9,727.6
Shareholders' equity per share (yen)	100.44	117.08	123.54	119.47

- Notes:
1. Profit reflects profit attributable to NTT (excluding the portion attributable to non-controlling interests).
 2. Earnings per share reflects profit per share attributable to NTT (excluding the portion attributable to non-controlling interests).
 3. Earnings per share is calculated based on the average number of shares outstanding, excluding treasury stock, during the fiscal year. Shareholders' equity per share is calculated based on the number of shares outstanding, excluding treasury stock, at the end of the fiscal year.
 4. Shares of NTT held by the officer compensation BIP trust and the stock-granting ESOP trust that are recorded as treasury stock under shareholders' equity are included in the number of shares of treasury stock that is excluded from the average number of shares outstanding when calculating earnings per share. In addition, these shares are included in the number of shares of treasury stock that is excluded from the number of shares outstanding at the end of the fiscal year when calculating shareholders' equity per share.
 5. NTT implemented a 25-for-1 stock split of its common stock, with an effective date of July 1, 2023. Earnings per share and shareholders' equity per share have been adjusted to reflect the impact of this stock split.
 6. The consolidated financial statements of the NTT Group are prepared in accordance with IFRS.

Changes in Non-consolidated Assets and Non-consolidated Income of NTT

Category	Fiscal year ended March 31, 2023	Fiscal year ended March 31, 2024	Fiscal year ended March 31, 2025	Fiscal year ended March 31, 2026
Operating revenues (billions of yen)	1,324.2	1,295.0	1,330.7	1,155.7
Operating income (billions of yen)	1,149.4	1,125.6	1,164.2	977.1
Recurring profit (billions of yen)	1,131.6	1,106.3	1,139.4	901.4
Net income (billions of yen)	1,152.9	1,166.9	1,145.1	921.9
Net income per share (yen)	13.23	13.76	13.70	11.21
Total assets (billions of yen)	11,805.9	12,284.9	11,966.9	14,892.4
Net assets (billions of yen)	5,194.1	6,048.9	6,463.0	6,885.7
Net assets per share (yen)	60.94	71.94	78.11	84.57

- Notes:
1. Net income per share is calculated based on the average number of shares outstanding, excluding treasury stock, during the fiscal year. Net assets per share is calculated based on the number of shares outstanding, excluding treasury stock, at the end of the fiscal year.
 2. Shares of NTT held by the officer compensation BIP trust and the stock-granting ESOP trust that are recorded as treasury stock under net assets are included in the number of shares of treasury stock that is excluded from the average number of shares outstanding when calculating net income per share. In addition, these shares are included in the number of shares of treasury stock that is excluded from the number of shares outstanding at the end of the fiscal year when calculating net assets per share.
 3. NTT implemented a 25-for-1 stock split of its common stock, with an effective date of July 1, 2023. Net income per share and net assets per share have been adjusted to reflect the impact of this stock split.

Matters Regarding Corporate Officers

Overview of Limited Liability Agreements

Pursuant to Article 427, paragraph (1) of the Companies Act, NTT has entered into agreements with Members of the Board (excluding executive Members of the Board) to limit liability for damages as provided for in Article 423, paragraph (1) of the Companies Act, if they have acted in good faith and without gross negligence in performing their duties. Under these agreements, the maximum amount of liability for damages is the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act.

Matters Regarding Independent Auditors

1. Name of Independent Auditor

KPMG AZSA LLC

2. Compensation to Independent Auditor

Independent auditor	Amount
KPMG AZSA LLC	¥344 million

Notes:

1. The audit engagement agreements between NTT and the independent auditor do not distinguish between compensation for audits performed pursuant to the Companies Act and compensation for audits performed pursuant to the Financial Instruments and Exchange Act, and since it is not practically possible to make such a distinction, the above amount represents the total figure for both audits.
2. After confirming and reviewing matters including the details of the independent auditor's audit plan, the status of performance of accounting audit duties, and the basis for calculating the estimated compensation, the Audit and Supervisory Board before transitioning to a company with an Audit and Supervisory Committee has provided its consent to such compensation pursuant to Article 399, paragraph (1) of the Companies Act.

3. Total Monetary and Other Financial Benefits Payable by NTT and its Subsidiaries

Independent auditor	Amount
KPMG AZSA LLC	¥3,827 million

Note: Of NTT's material subsidiaries, those overseas were audited by firms other than KPMG AZSA LLC.

4. Policies Concerning Decisions to Dismiss or Not Reappoint Independent Auditor

If the Audit and Supervisory Committee determines that the independent auditor falls under any of the items set forth in Article 340, paragraph (1) of the Companies Act, it will dismiss the independent auditor with the unanimous consent of all Members of the Board who are Audit and Supervisory Committee Members.

In addition, if the Audit and Supervisory Committee determines that it is difficult for the independent auditor to perform appropriate audits, it will determine the content of proposals regarding the dismissal or non-reappointment of the independent auditor to be submitted to the General Meeting of Shareholders.

Content of Resolutions Concerning the Design of Systems to Ensure the Propriety of NTT's Business

The Board of Directors resolved the Basic Policy on the Development of Internal Control Systems for the NTT Group. The content of the resolution is as follows. Pursuant to the resolution of the 40th Ordinary General Meeting of Shareholders held on June 19, 2025, the Company transitioned to a company with an Audit and Supervisory Committee on the same date. While the following descriptions relate to the period after the transition, the Company maintained and operated similar systems as a company with an Audit and Supervisory Board before the transition.

Basic Policy on the Development of Internal Control Systems

As a partner that supports society and industry, the NTT Group not only provides services that support the safety and security of people around the world, but will also pursue the creation of new value to make people's lives more convenient and prosperous through ongoing transformation and the realization of a global sustainable society.

In pursuing these challenges, it is essential to comply with laws and regulations, social norms, and internal rules both in Japan and overseas, and to conduct business operations with integrity, efficiency, and high ethical standards.

Accordingly, the Company has established a Basic Policy on the Development of Internal Control Systems. The President, as the chief executive responsible for business execution, implements and oversees the development and operation of the internal control systems in accordance with this Basic Policy.

1. Systems to Ensure that the Execution of Duties by Members of the Board, etc. and Employees Complies with Laws, Regulations, and the Articles of Incorporation

The Company implements the following initiatives to ensure compliance with laws and regulations and the conduct of business with high ethical standards:

(1) Corporate Ethics and Compliance

- (i) The NTT Group Corporate Ethics Code has been established to set forth the basic principles of corporate ethics and provide specific guidelines for ethical behavior for all Members of the Board, etc. and employees of the NTT Group.
- (ii) The Corporate Ethics Committee, chaired by a Senior Executive Vice President, has been established to clarify the responsibilities for corporate ethics, promote corporate ethics, foster compliance awareness, maintain discipline, and conduct investigations and reviews related to reports. In addition, to prevent workplace harassment, the Company establishes anti-harassment regulations and prescribe necessary measures.
- (iii) The Company conducts corporate ethics training, etc., to continuously promote awareness of corporate ethics and compliance among Members of the Board, etc. and employees. In addition, the Company conducts awareness surveys, etc. to evaluate the effectiveness of these initiatives.
- (iv) The Company stipulates in the Employee Work Rules and related regulations the obligation of employees to faithfully comply with laws, regulations, internal regulations, and directives and to devote themselves fully to the performance of their duties in order to ensure appropriate and efficient business operations.
- (v) The Company establishes disciplinary regulations, etc., and shall address any violations of laws and internal regulations in accordance with such regulations.

(2) Whistleblowing

The Company seeks to foster an open corporate culture and has established Corporate Ethics Helpline contact points within each NTT Group company as well as a Group-wide Corporate Ethics Helpline staffed by attorneys to receive reports on either an anonymous or named basis. The Company has also established an independent reporting channel to the Audit and Supervisory Committee. No person will be treated disadvantageously because they made a report to a Corporate Ethics Helpline or to the Audit and Supervisory Committee.

(3) Internal Audit

- (i) To promote efficient and effective internal audit activities, the Company has established internal audit regulations that prescribe fundamental matters concerning the conduct of internal audits, and has established an Internal Audit Department as an organization independent from audited units and under the direct control of the President. The Internal Audit Department, whose mission is to enhance the value of the NTT Group and to contribute to the achievement of management objectives, evaluates the appropriateness and effectiveness of governance, risk management, and internal control processes and provides recommendations from an independent and objective standpoint in accordance with the internal audit regulations.
- (ii) The Internal Audit Department formulates an internal audit plan, which is approved by the Board of Directors. The Internal Audit Department periodically reports the results of internal audits to the Board of Directors and Audit and Supervisory Committee.

(4) Information Disclosure

- (i) The Company implements appropriate measures to ensure the reliability of reports prepared in accordance with the Financial Instruments and Exchange Act and other applicable laws and regulations.
- (ii) The Company has established disclosure regulations that prescribe disclosure control procedures for important management information held by the Company in order to ensure timely, fair, and equitable disclosure of information concerning the NTT Group and support appropriate investment decisions by investors. The Company has also established and published a Disclosure Policy as the basic policy governing information disclosure to investors and investor relations activities.
- (iii) The Company discloses information in accordance with applicable domestic and international laws and stock exchange rules and proactively discloses information that it considers useful in promoting understanding of the NTT Group.

(5) Sustainability

The Company has established a Sustainability Committee and oversees activity policies related to sustainability and their progress across the NTT Group.

2. Regulations and Other Systems Related to Risk Management

The Company implements the following initiatives to appropriately manage risks:

- (1) The Company has established risk management regulations that prescribe fundamental matters for risk management in order to ensure appropriate and efficient business operations.
- (2) The Company has established a Business Risk Management Promotion Committee, chaired by a Senior Executive Vice President, to ensure that risk management functions effectively across the Company and is strengthened on a company-wide basis. The Business Risk Management Promotion Committee oversees overall risk management and determines policies for identifying and managing company-wide risks.

3. Systems to Ensure the Efficient Execution of Duties by Members of the Board, etc.

The Company implements the following initiatives to ensure efficient business operations through an appropriate allocation of responsibilities and supervisory structures for Members of the Board, etc.

- (1) The Company has established regulations for the Board of Directors and in principle, hold Board meetings once per month to decide important management matters based on applicable laws and regulations, principles of business judgment, and the duty of care of a prudent manager, while Members of the Board, etc., report regularly on the status of execution of their duties.
- (2) To strengthen the function of supervising the fairness of the execution of duties, the Board of

Directors includes independent outside Members of the Board.

- (3) The Company has introduced an Executive Officer system to establish a structure that clearly separates the decision-making and supervisory functions of the Board of Directors from the business execution functions by Executive Officers, thereby enhancing management agility.
 - (4) The Company has established an Executive Officers Meeting and committees responsible for important business execution under the Executive Officers Meeting in order to ensure the smooth execution of business operations delegated by the Board of Directors.
 - (5) The Company has established organizational regulations that define the organizational structure of and responsibilities of each organization, and authority regulations that define the allocation of authority.
4. Systems for the Retention and Management of Information Related to the Execution of Duties by Members of the Board, etc.

The Company implements the following initiatives to manage information related to the execution of duties by Members of the Board, etc. and to contribute to appropriate and efficient business operations.

- (1) The Company has established document management regulations to prescribe necessary matters regarding the management of documents (including related materials and electromagnetic records and the same shall apply hereinafter.) and other information. Documents are retained not only for the period prescribed by laws and regulations but also for the periods necessary for business operations.
- (2) The Company has established information security management regulations to prescribe all fundamental matters related to the acquisition and management of information handled in the course of business, and implements information security measures to identify and prevent risks and minimize damage when a risk materializes.

5. Systems to Ensure the Appropriateness of Operations Within the NTT Group

The Company implements the following initiatives to ensure that the Company and NTT Group companies comply with all applicable laws and regulations and, while fully respecting their respective independence and autonomy, conduct business appropriately and efficiently and contribute to the growth and development of the Group as a whole.

- (1) The Company oversees and coordinates the NTT Group and has established a reporting system under which each company reports on matters necessary for the business operations of the NTT Group in order to promote efficient and effective Group management.
- (2) The Company provides education and training to employees to prevent misconduct and similar incidents within the NTT Group.
- (3) The Company has established a business risk management manual to prevent risks, ensure preparedness, and enable accurate and prompt responses when risks materialize, and conducts risk management on a unified Group-wide basis.
- (4) The Company has established the NTT Group information security regulations that set forth the fundamental policies, strategic direction, and specific measures related to information security to be observed by the NTT Group.
- (5) The Company conducts risk-based internal audits, taking into consideration the business conditions of NTT Group companies and other relevant factors.

6. Matters Relating to Employees Who Assist the Audit and Supervisory Committee in the Performance of Its Duties and Matters Relating to the Independence of Such Employees from Members of the Board, etc. (Excluding Members of the Board Who Are the Audit and Supervisory Committee Members; The Same Shall Apply Hereinafter in This Section and the Following Section.)

The Company implements the following initiatives with respect to employees who assist the Audit and Supervisory Committee in order to ensure effective audits by the Audit and Supervisory Committee.

- (1) The Company has established an Audit and Supervisory Committee Office as an important organization under the Companies Act to provide dedicated employees to assist the Audit and

Supervisory Committee in the performance of its duties.

- (2) Employees assigned to the Audit and Supervisory Committee Office perform their duties under the direction and supervision of the Audit and Supervisory Committee.
 - (3) Decisions regarding personnel transfers, evaluations and other matters concerning employees assigned to the Audit and Supervisory Committee Office are made with due regard for the opinions of the Audit and Supervisory Committee.
7. Systems for Reporting to the Audit and Supervisory Committee by Members of the Board, etc. and Employees, and Other Systems to Ensure the Effective Conduct of Audits by the Audit and Supervisory Committee

The Company implements the following initiatives, including reporting by Members of the Board, etc. and employees to the Audit and Supervisory Committee on important matters related to the execution of duties, in order to ensure effective audits by the Audit and Supervisory Committee.

- (1) Members of the Board, etc. report the following matters regarding the status of the execution of their duties:
 - (i) Matters resolved by the Executive Officers Meeting
 - (ii) Matters that have caused, or may cause, significant damage to the Company
 - (iii) Monthly financial statements
 - (iv) Status of internal audits
 - (v) Matters that may involve violations of laws and regulations, the Articles of Incorporation, or other internal rules and regulations
 - (vi) Status of reports to helplines
 - (vii) Important matters reported by NTT Group companies
 - (viii) Other compliance-related matters of material importance
- (2) Members of the Board, etc., the independent auditor, and the Internal Audit Department exchange opinions with the Audit and Supervisory Committee on a regular or as-needed basis.
- (3) The Audit and Supervisory Committee, the independent auditor, and the Internal Audit Department maintain close coordination. The Audit and Supervisory Committee may issue instructions to the Internal Audit Department when it deems necessary.
- (4) Members of the Board who are Audit and Supervisory Committee Members may attend meetings of the Board of Directors and other important meetings.
- (5) The Audit and Supervisory Committee may engage external experts and obtain advice regarding audit activities.
- (6) Members of the Board who are Audit and Supervisory Committee Members may request reimbursement for expenses necessary for the execution of their duties, and the Company makes such payments accordingly.
- (7) No person who reports to the Audit and Supervisory Committee is subject to disadvantageous treatment on the grounds that they made such report.

Note: For the purposes of this Basic Policy, unless otherwise stipulated, "Members of the Board, etc." means Members of the Board, Executive Officers, and officers responsible for research and development.

Outline of Operations of the Systems to Ensure the Propriety of NTT's Business

The following section provides an outline of operations of the systems to ensure the propriety of NTT's business on the basis of the Basic Policy on the Development of Internal Control Systems for the NTT Group.

1. Systems to Ensure that the Execution of Duties by Members of the Board, etc. and Employees Complies with Laws, Regulations, and the Articles of Incorporation

NTT strives to maintain and heighten awareness regarding corporate ethics and compliance with the objective of ensuring that its business is conducted in compliance with laws and regulations and in accordance with high ethical standards.

With respect to corporate ethics, the NTT Group Corporate Ethics Code and the Employee Work Rules are disseminated via NTT's intranet. NTT aims to maintain and heighten compliance awareness through its efforts geared to improving the level of understanding of such issues among officers and employees. To that end, NTT offers corporate ethics training to its officers and employees, and also provides them with detailed explanations on case studies involving corporate ethics issues through NTT's intranet. NTT also conducts employee awareness surveys regarding corporate ethics, which it draws on in its efforts to further instill increasingly widespread awareness of corporate ethics.

The Corporate Ethics Committee held two meetings during the fiscal year under review, and was tasked with investigating matters reported to the Corporate Ethics Helpline for whistleblowing, and then reporting such matters to the Board of Directors, along with the status of actions taken to address such matters. During the fiscal year under review, the NTT Group's external Corporate Ethics Helpline received 687 reports. The Company shall deal with any violations of laws, regulations, or internal regulations in accordance with disciplinary regulations, etc. NTT stipulates and appropriately implements regulations on Corporate Ethics Helpline operating procedures to ensure that whistleblowers will not suffer disadvantage as a result of using these helplines.

The Internal Audit Department reports to the Board of Directors on the annual internal audit plan. It also reports to the President on audit results along with advice to improve and correct issues, while regularly and directly reporting audit results to and sharing them with the Board of Directors and the independent auditor, and promoting necessary coordination.

With respect to disclosure, the Company provides timely, fair, and impartial disclosure of information of the NTT Group based on disclosure regulations, and discloses information to investors, etc. and conducts investor relations activities based on the Disclosure Policy.

Regarding sustainability, the Sustainability Committee, which was established directly under the Board of Directors and is chaired by the President, manages the action policies and progress of initiatives across the entire Group.

2. Regulations and Other Systems Related to Risk Management

With respect to risk management, NTT has established risk management regulations that set forth fundamental risk management principles aimed at anticipating and preventing potential risks and minimizing losses should such risks materialize. Centered on the Business Risk Management Promotion Committee, which is chaired by Representative Member of the Board and Executive Vice President, NTT has established and operates a PDCA cycle for risk management. During the fiscal year under review, the committee held two meetings, during which discussions were held regarding the identification of risks expected to have a company-wide impact and policies for managing such risks.

3. Systems to Ensure the Efficient Execution of Duties by Members of the Board, etc.

The Board of Directors makes decisions on matters stipulated in regulations for the Board of Directors, including those required by laws and regulations, as well as those involving other important matters related to both corporate and Group management. Moreover, the Board

of Directors supervises Members of the Board, etc. in executing their duties through such means as receiving periodic status reports from the Members of the Board and Executive Officers with respect to execution of their duties. The Board of Directors, which comprises 16 members including eight independent outside Directors, met 11 times during the fiscal year under review.

Important NTT decisions are deliberated and decided in principle at the Executive Officers Meeting, which was held 37 times during the fiscal year under review. Under the Executive Officers Meeting, NTT has also established subcommittees that deliberate on issues pertaining to both corporate management strategy and Group management strategy, and which convene as necessary. The major subcommittees and the number of times that meetings of the respective subcommittees were held during the fiscal year under review are as follows.

- Technology Strategy Committee (R&D vision, technology development strategy, R&D alliance strategy): 1
- Investment Strategy Committee (Investment strategy related to large investment projects, etc.): 24
- Finance Strategy Committee (Basic strategies related to finance, policies for addressing financial issues): 7

NTT executes operations on the basis of organizational regulations governing the functions and operations of internal organizational groups, and under the supervision of the Board of Directors, makes decisions on the basis of the authority regulations that define the allocation of authority among the various organizational groups.

4. Systems for the Retention and Management of Information Related to the Execution of Duties by Members of the Board, etc.

NTT has established document management regulations and information security management regulations with respect to its management of information, including information related to the execution of duties by Members of the Board, etc. Those regulations are disseminated via NTT's intranet. NTT retains documents (including electromagnetic records) for periods determined according to document type, as required by laws and regulations, and as necessary for business operations. In addition, based on the information security management regulations, NTT establishes information security management systems and the related policies, and takes various information security measures.

5. Systems to Ensure the Appropriateness of Operations Within the NTT Group

NTT obtains necessary information regarding business operations of group companies including business planning and financial reporting of these companies. To that end, NTT has established systems for obtaining reports from each group company, and otherwise gets such information by gaining access to business reports, temporarily dispatching officers from NTT, and through other such means geared to the size and characteristics of its each group company.

Group companies appropriately report their financial status, including their quarterly and monthly results, to the parent company. Those results are reported to NTT's Executive Officers Meeting and its Board of Directors.

With the aim of maintaining and heightening compliance awareness across the entire NTT Group, NTT provides guidance to group companies on offering corporate ethics training sessions, and monitors progress of those training sessions.

NTT has also formulated the NTT Group Business Risk Management Manual and distributed it to each Group company in order to promote Group-wide risk management initiatives. Based on

this manual, NTT develops and implements systems that enable the NTT Group to prevent and prepare for risks in advance, and to respond to risk events appropriately and promptly.

In terms of ensuring information security across the entire NTT Group, NTT has established the NTT Group Information Security Policy and disseminated via NTT's corporate website. Further, NTT has established the Group CISO Committee, whose membership consists of Chief Information Security Officers (CISOs) of each group company, as a forum for deliberating on risk management and solutions to issues pertaining to information security. The committee met twice during the fiscal year under review. The NTT Group is working on Group-wide security measures based on the belief that cybersecurity risks are a serious risk to companies, and that cyber incidents are inevitable and minimizing damage is crucial.

NTT's Internal Audit Department conducts internal audits of group companies as well as reviews the status of the implementation of internal audits of group companies.

6. Matters Relating to Employees Who Assist the Audit and Supervisory Committee in the Performance of Its Duties and Matters Relating to the Independence of Such Employees from Members of the Board, etc. (Excluding Members of the Board Who Are the Audit and Supervisory Committee Members; The Same Shall Apply Hereinafter in This Section and the Following Section.)

NTT has established the Audit and Supervisory Committee Office to act as a system for supporting audits performed by Audit and Supervisory Committee Members. The office comprises seven dedicated personnel who appropriately perform their responsibilities under the direction and supervision of Audit and Supervisory Committee. Personnel matters of these staff members, such as transfers and evaluations, are coordinated with the Audit and Supervisory Committee.

7. Systems for Reporting to the Audit and Supervisory Committee by Members of the Board, etc. and Employees, and Other Systems to Ensure the Effective Conduct of Audits by the Audit and Supervisory Committee

Members of the Board who are Audit and Supervisory Committee Members attended meetings of the Board of Directors and other important meetings, held 32 Preliminary Deliberation Meetings of the Audit and Supervisory Board before the transition to a company with an Audit and Supervisory Committee and of the Audit and Supervisory Committee after the transition during the current fiscal year, and held regular opinion-exchange meetings with Representative Members of the Board and discussions with Members of the Board and others on specific themes. Through such forums, they gain access to status reports on matters such as execution of duties as indicated by NTT's Basic Policy, and also provide suggestions when necessary.

Members of the Board who are Audit and Supervisory Committee Members also engage in initiatives that include: exchanging ideas and opinions with the independent auditor and the Internal Audit Department; gaining access to reports containing explanations of audit plans, the operational status of operation of internal control systems and other such content; and providing suggestions when necessary.

Members of the Board who are Audit and Supervisory Committee Members have contracted independently with attorneys and other external experts in order to seek advice with respect to the performance of audit operations, and NTT appropriately covers required costs incurred in that regard, along with other costs necessary for performing audits.

Consolidated Financial Statements

Consolidated Statement of Changes in Equity

(from April 1, 2025 to March 31, 2026)

(Millions of yen)

	NTT, Inc. shareholders' equity						Non-controlling interests	Total equity
	Common stock	Additional paid-in capital	Retained earnings	Treasury stock	Other components of equity	Total		
At beginning of year	937,950	–	9,726,370	(1,139,170)	696,437	10,221,587	1,123,052	11,344,639
Comprehensive income								
Profit	–	–	1,037,032	–	–	1,037,032	45,606	1,082,638
Other comprehensive income	–	–	–	–	682,043	682,043	3,008	685,051
Total comprehensive income	–	–	1,037,032	–	682,043	1,719,075	48,614	1,767,689
Transactions with owners and other transactions								
Dividends of surplus	–	–	(433,963)	–	–	(433,963)	(22,006)	(455,969)
Transfer to retained earnings	–	1,573,133	(1,401,772)	–	(171,361)	–	–	–
Purchase and disposal of treasury stock	–	0	–	(204,473)	–	(204,473)	–	(204,473)
Changes in ownership interest in subsidiaries without loss of control	–	(1,549,549)	–	–	–	(1,549,549)	(648,975)	(2,198,524)
Share-based compensation transactions	–	(17,231)	–	–	–	(17,231)	(10,939)	(28,170)
Put options granted to non-controlling interests	–	(6,060)	–	–	–	(6,060)	122	(5,938)
Other	–	(293)	(1,470)	–	–	(1,763)	42	(1,721)
Total Transactions with owners and other transactions	–	–	(1,837,205)	(204,473)	(171,361)	(2,213,039)	(681,756)	(2,894,795)
At end of year	937,950	–	8,926,197	(1,343,643)	1,207,119	9,727,623	489,910	10,217,533

Note: Amounts are rounded to the nearest million yen.

Notes to Consolidated Financial Statements

Basis for the Preparation of Consolidated Financial Statements

Principal Accounting Policies

1. Standards for preparation of consolidated financial statements

The consolidated financial statements of the NTT Group are prepared in accordance with International Financial Reporting Standards ("IFRS") under Article 120, Paragraph 1 of the Regulation on Corporate Accounting. However, certain supplementary material and notes required under IFRS are omitted pursuant to the second sentence of the same paragraph.

2. Financial assets

Recognition, classification and measurement

The NTT Group recognizes these assets on the dates when the NTT Group becomes party to the contract. Financial assets are classified as (a) financial assets measured at amortized cost, (b) financial assets measured at fair value through other comprehensive income, or (c) financial assets measured at fair value through profit or loss.

If the contractual rights to the cash flows of the financial asset expire, or if the contractual rights to receive the cash flows of the financial asset are transferred and substantially all the risks and rewards of ownership of the financial asset are thereby transferred, the financial asset is derecognized and excluded from the consolidated statement of financial position.

(a) Financial assets measured at amortized cost

Of loans and other similar debt instruments, financial assets that satisfy both of the following conditions are classified as financial assets measured at amortized cost:

- The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows.
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition, these financial assets are measured at fair value plus any transaction costs directly attributable to the acquisition of the financial asset. Based on the timing of the payment of consideration for goods and services provided, the effect of the time value of money is immaterial, and trade receivables that do not include any significant financial elements are initially measured at their transaction price without adjustment of the effect of the time value of money.

After initial recognition, they are measured at amortized cost by deducting loss allowance from the gross carrying amount calculated applying the effective interest method.

(b-1) Financial assets measured at fair value through other comprehensive income (debt instruments)

Of corporate bonds and other similar debt instruments, debt instruments that satisfy both of the following conditions are classified as "financial assets measured at fair value through other comprehensive income."

- The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

At the time of initial recognition, these financial assets are measured at fair value plus any transaction costs directly attributable to the acquisition of the financial asset. After initial recognition, they are measured at fair value and any subsequent changes in the fair value are recognized in other comprehensive income. Cumulative gains or losses previously recognized in other comprehensive income are reclassified to profit or loss when the asset is derecognized due to sales and other reasons.

(b-2) Financial assets measured at fair value through other comprehensive income (equity instruments)

At initial recognition, an entity may make an election (irrevocable to change after the election) to present in other comprehensive income subsequent changes in the fair value of an investment in an equity instrument such as stock that is not held for trading. The NTT Group makes this designation for each financial instrument.

At the time of initial recognition, these financial assets are measured at fair value plus any transaction costs directly attributable to the acquisition of the financial asset. After initial recognition, they are measured at fair value and any subsequent changes in the fair value are recognized in other comprehensive income. Cumulative other comprehensive income recognized in "Other components of equity" is transferred to retained earnings and not to profit or loss, when these financial assets are derecognized. Dividends are recognized in profit or loss.

(c) Financial assets measured at fair value through profit or loss

Financial assets such as derivatives, other than those mentioned in (a), (b-1) and (b-2), are classified as financial assets measured at fair value through profit or loss.

At the time of initial recognition, these financial assets are measured at fair value, and any transaction costs directly attributable to the acquisition of the financial asset are recognized in profit or loss when incurred. After initial recognition, they are measured at fair value, with any subsequent changes in the fair value recognized in profit or loss.

Impairment

The NTT Group determines the amount of impairment loss (loss allowance) for financial assets measured at amortized cost, financial assets measured at fair value through other comprehensive income (debt instruments), lease receivables, contract assets, financial guarantee contracts, and loan commitments, based on the expected credit losses measured as below:

- If, at the end of the fiscal year, the credit risk on a financial asset has not increased significantly since initial recognition, the loss allowance is measured using the amount of the expected credit losses from a possible default within 12 months after the reporting date (12-month expected credit losses).
- If, at the end of the fiscal year, the credit risk on a financial asset has increased significantly since initial recognition, the loss allowance is measured using the amount of the expected credit losses from all possible defaults over the expected life of the financial instrument (lifetime expected credit losses).

Notwithstanding the above, the amounts of loss allowance for trade receivables and contract assets that do not include significant financial elements and lease receivables are always measured using the amount of the lifetime expected credit losses.

3. Inventories

Valuation standard

Inventories consist of telecommunications terminal equipment, materials to be sold, work in progress, and supplies, which are measured at the lower of cost and net realizable

value (net realizable value is the estimated selling price in the ordinary course of business less estimated costs to sell).

Valuation method

The costs of telecommunications terminal equipment and materials to be sold are determined mainly on a first-in, first-out basis. The cost of work in progress is mainly attributable to software production pursuant to contracts with customers and construction of real estate held for sale, including labor and subcontractors' costs. The cost of supplies is determined by the average cost method or the specific identification method.

4. Goodwill

Goodwill is not amortized, but tested for impairment whenever there is an indication of impairment in cash-generating units or group of units to which goodwill is allocated, and at the same time every year irrespective of whether there is any indication of impairment. Goodwill is accounted for at the carrying amount determined by deducting the accumulated impairment losses from the cost.

5. Property, plant and equipment, intangible assets and investment property

Measurement method

The NTT Group chooses the cost model which deducts accumulated depreciation and accumulated impairment losses from the cost.

Depreciation and amortization method

(1) Property, Plant and Equipment

Principally straight-line method

(2) Intangible Assets

Straight-line method, except that intangible assets with indefinite lives and intangible assets that are not yet available for use are not amortized, but are tested for impairment at the same time every year.

(3) Investment Property

Principally straight-line method

6. Lease

Accounting treatment as a lessee

(1) Lease liabilities

Lease liabilities are initially measured at the present value of unpaid lease payments at the commencement date of the contract, discounted using the NTT Group's incremental borrowing rate*. Lease payments are accounted as payments for interest calculated applying the effective interest method and payments for principal. Payments for interest are presented as finance cost in the consolidated statement of profit or loss.

* As interest rate implicit in the lease cannot be readily determined, the NTT Group uses incremental borrowing rate as discount rate.

(2) Right-of-use assets

Right-of-use assets are initially measured at cost, which comprises the amount of the initial measurement of the lease liabilities, adjusted for any initial direct costs incurred, prepaid

lease payments, etc. After the initial measurements, right-of-use assets are depreciated over the useful life or the lease term of the underlying asset, whichever is shorter, from the commencement date of the contract using the straight-line method. The estimated useful life of right-of-use assets is determined as same as owned property, plant and equipment. Right-of-use assets are deducted by impairment if identified, and adjusted at remeasurement of the specific lease liabilities. A part of right-of-use assets, which satisfies the definition of investment property, is presented as Investment property in the consolidated statements of financial position.

7. Provisions

Provisions are recognized in cases where the NTT Group has present legal or constructive obligations as a result of past events, as well as where it is probable that the obligations will be required to be settled and when it is possible to reliably estimate the amount of the obligation.

Using a pre-tax interest rate that reflects the time value of money, provisions are measured by discounting the estimated future cash flows to the present value, taking into account the risks and uncertainties related to the obligation as of the fiscal year end.

The provisions that the NTT Group recognizes are primarily asset retirement obligations, provisions for points programs, and provisions for credit card rewards.

8. Defined benefit liabilities

Liabilities recognized in connection with the defined benefit plans (defined benefit liabilities) are determined by deducting the fair value of the plan assets from the present value of the defined benefit obligations as of the end of the fiscal year.

Remeasurements of the net amount of assets and liabilities in the defined benefit plans consist of actuarial gains and losses and the return on plan assets (excluding amounts included in interest). They are recognized in other comprehensive income, with the cumulative amount being promptly reclassified from "Other components of equity" to retained earnings.

9. Revenue

Revenue is recognized in an amount of the consideration to which the NTT Group expects to be entitled in exchange for those goods or services transferred to customers based on the following five-step approach, excluding interest and dividend revenues pursuant to IFRS 9 and insurance premium revenues pursuant to IFRS 4.

Step 1: Identifying the contract with the customer

Step 2: Identifying performance obligations in the contract

Step 3: Determining the transaction price

Step 4: Allocating the transaction price to separate performance obligations in the contract

Step 5: Recognizing revenue when or as the performance obligation is satisfied

The part of incremental costs of obtaining a contract and costs to fulfill a contract with customers that is expected to be recoverable is recognized as an asset. Incremental costs of obtaining a contract are those incurred in obtaining a contract with a customer that would not have incurred if the contract had not been obtained. Costs to fulfill a contract are costs incurred for fulfilling contracts before goods or services are transferred to customers. The NTT Group applies the practical expedient of Paragraph 94 of IFRS 15 except for installation fees, activation fees, point programs, and other fees in telecommunication services and system integration services and recognizes incremental cost of obtaining a contract as expenses when incurred if the amortization period of the asset that otherwise would have been recognized is less than 1 year.

The NTT Group has four business categories: Integrated ICT Business, Global Solutions Business, Regional Communications Business, and Others (Real Estate, Energy and Others). Through these segments, the Group provides the following four services: telecommunication services, sales of telecommunications terminal equipment, system integration services, and other services.

(1) Telecommunication services

In the Integrated ICT Business, services such as the LTE (Xi), 5G, docomo Hikari, Arcstar Universal One, IP-VPN, and OCN are provided to customers. In the Regional Communications Business, FLET'S Hikari (including Hikari Collaboration Model*), telephone subscriber lines, INS-Net, conventional leased circuits, and high-speed digital circuits are provided. The NTT Group recognizes revenue according to the usage of these services because performance obligations are deemed to be satisfied as the services are used. Telecommunication services for consumers are billed monthly, and the payment due date is typically the end of the month following the month in which the services were used or one month after the period in which the services were used. Telecommunication services for enterprise customers are billed at the contractually agreed time, and consideration for the services is typically collected by the end of the month following the month in which the services were used.

In addition, the NTT Group offers a point program whereby points are granted to customers depending on their use of telecommunication services and the points can be appropriated to payments on merchandise and mobile phone charges. Transaction prices are allocated for the telecommunication services and points based on the respective ratio of standalone selling prices. Of the transaction price allocated for points, the unused portion is recorded in "Other current liabilities" as contract liabilities, and after that, those points are recognized as revenue as the points are used. The standalone selling prices are estimated by taking into account assumptions including a portion of points that is expected to expire due to future cancellation and value of products and services subject to exchanges for the points.

In some of its billing plans, the NTT Group determines an amount of telecommunications traffic (for data communications) available within the scope of the fixed charge of each billing plan, offering a service of automatically carrying forward to the following month the unused amount of telecommunications traffic.

For these services, the portion of revenue corresponding to the data allowances that are unused in the current month but are expected to be used in the following month or afterward is deferred, and deferred amounts are recognized as revenue when such allowances are used.

Non-recurring upfront fees such as installation charges and activation fees are deferred and recognized as revenues over the estimated average period of the end customers' subscription for FLET'S Hikari and Hikari Collaboration Model.

New sales incentives paid to collaboration model operators for new contracts under the Hikari Collaboration Model are deferred as "Other non-current assets" in the consolidated statement of financial position, and are deducted from revenues over the estimated average period of the end customers' subscription from the time of payment. The amounts paid as sales incentives for ongoing use at the time of future annual contract renewal are estimated as variable consideration mainly based on historical performance and deducted from revenues for one year from the time of initial contract conclusion or the most recent contract renewal.

* Hikari Collaboration Model: Fiber-optic access services and others are provided on a wholesale basis to various operators by NTT EAST and NTT WEST.

(2) Sales of telecommunications terminal equipment

In the Integrated ICT Business, telecommunications terminal equipment is sold mainly to sales agents. The NTT Group recognizes revenue upon delivery of the equipment to sales agents.

Upon delivery to sales agents, revenues from sales of telecommunications terminal equipment are recognized after deducting certain agency commissions and incentives given to subscribers. Subscribers have an option to select installment payments for the purchase of handsets from sales agents and others over a period of 12 or 24 months. When installment payments are selected, under the agreements entered into between the NTT Group, subscribers, and sales agents, the NTT Group makes payments to sales agents for the handsets in place of the subscribers. The NTT Group then charges the subscribers for the purchased handsets, together with basic monthly charges and communication charges, over the term of installment payments. The payment due date is typically the end of the month following the month in which the services were used. Because terminal equipment sales are recognized upon delivery of handsets to sales agents, advance payments for the purchased handsets to sales agents and subsequent cash collection of the installment receivable from subscribers do not impact the NTT Group's revenues.

Integrated ICT Business offers a program in which we give a waiver on the payment of some installment sales receivables on the sale of a handset, on condition of returning the handset to us after use, among other requirements. The amount which we do not expect to be paid by the customers due to this program is recognized as refund liabilities upon the sale of handset, and deducted from revenues. The refund liabilities are included in "Other current liabilities" and "Other non-current liabilities" in the consolidated statement of financial position. The refund liabilities are calculated as the amount which we do not expect to be paid by the customers, and are estimated by taking into account return rate and timing of handset return for each type of product based on our historical experiences. The amount is calculated and recognized only to the extent that it is highly probable that significant reversal in the cumulative revenue recognized will not occur. The calculation includes assumptions such as return rate of handsets from customers under the program. Additionally, the right of collection of handsets from customers in exchange for settlement of the refund liability is recorded in "Other current assets" and "Other non-current assets" respectively in the consolidated statement of financial position. These assets are measured at the amount equal to carrying amount of the product less any expected costs to recover those handsets (including potential decreases in the value to the entity of returned handsets) when they are sold.

(3) System integration services

In the Integrated ICT Business and Regional Communications Business, the NTT Group provides system development services and other services, while in the Integrated ICT Business and Global Solutions Business, the Group provides system integration services; both of these services are mainly provided to customers. With respect to system integration services, the NTT Group recognizes revenue over the course of the installation period, as the benefits transfer to customers as the installation progresses. As cost is deemed to arise in proportion to the degree of installation progress, the cost-based input method is used for recognition of revenue. Contract consideration is usually invoiced upon delivery, and consideration for the services is mainly collected within 30 days from the day immediately following the invoice date.

When losses are expected to arise, an allowance for losses is recognized based on the estimates of all revenues and expenses expected to accrue upon delivery. As a result, revenues and expenses may be reasonably estimated at different stages until completion of benefits transfer. Recognized losses may be reassessed as the contract progresses and are recorded in the fiscal year in which the factual cause for the loss is confirmed.

(4) Other services

In the Integrated ICT Business, the NTT Group offers services including distribution services of movies, music, and e-books; financial and payment services; shopping services; services to support activities of daily living; and "Mobile Device Protection Service."

In addition, the NTT Group provides services related to real estate business, energy business and others.

With respect to these services, the NTT Group recognizes revenues either upon delivery or completion of services.

Scope of Consolidated Subsidiaries and Application of Equity Method Investments

As of March 31, 2026, the NTT Group comprised 1,026 consolidated subsidiaries and 161 equity method affiliates.

Notes Concerning Revenue Recognition

1. Disaggregation of revenues

(1) Revenue from contracts with customers and others

(Millions of yen)

Revenue from contracts with customers	13,234,229
Revenue from other sources	1,174,892
Total	14,409,121

Revenues recognized from other sources mainly comprises real estate rental income and lease income under IFRS 16, interest and dividend income under IFRS 9, and insurance income under IFRS 4.

(2) Relationship between disaggregated revenues and segment revenues

(Millions of yen)

	Revenue	Intersegment revenue	Total
Integrated ICT Business Segment	6,146,232	311,841	6,458,073
Mobile communications services	2,435,850	11,488	2,447,338
Equipment sales, SI, Other	3,710,382	300,353	4,010,735
Global Solutions Business Segment	4,754,653	249,961	5,004,614
System integration services	4,754,653	249,961	5,004,614
Regional Communications Business Segment	2,555,241	654,966	3,210,207
Enterprise business, Fiber-Optic business, etc.	2,088,237	626,533	2,714,770
Legacy network business	467,004	28,433	495,437
Others (Real Estate, Energy and Others)	952,995	799,604	1,752,599
Total	14,409,121	2,016,372	16,425,493

Regarding the components of operating revenues, we have changed to a new classification due to revising some of our internal management classifications. Mobile communications services include revenues from mobile voice related services as well as IP/packet communications services associated with mobile, which were previously part of the old classification. Legacy network business includes revenues from fixed voice related services such as telephone subscriber lines, INS-Net, conventional leased circuits, and high-speed digital circuits, which were also previously part of the old classification.

In its four business categories, Integrated ICT Business, Global Solutions Business, Regional Communications Business, and Others (Real Estate, Energy and Others), the NTT Group provides the following four services: telecommunication services, sales of telecommunications terminal equipment, system integration services, and other services. Description is presented in "9. Revenue" of "Principal Accounting Policies."

2. Contract balances

Information on receivables, contract assets, and contract liabilities

(Millions of yen)

Receivables from contracts with customers (Trade and other receivables)	3,188,471
Contract assets (Other current assets)	312,866
Contract liabilities (Other current liabilities and Other non-current liabilities)	1,110,995

Contract assets are mainly related to the NTT Group's rights to compensation for its work on system integration services that has created a customer-controlled asset as of the reporting date, but for which the Group has not yet billed. Contract assets are transferred to receivables when the right to payment becomes unconditional. Contract liabilities are mainly related to unused points that have been granted to customers as they use mobile phones, and to consideration received in advance and accounted for as deferred revenues from the initial construction fees for FLET'S Hikari and docomo Hikari and activation. Contract liabilities are transferred to revenue at the time goods or services are transferred to the customer.

Of the revenues recognized in the fiscal year ended March 31, 2026, ¥428,007 million, were included in the balance of contract liabilities as of the beginning of the fiscal year.

The amount of revenue recognized in the fiscal year ended March 31, 2026 due to performance obligations satisfied, or partially satisfied, in the past periods was immaterial.

3. Transaction price allocated to the remaining performance obligations

(Millions of yen)

Types of performance obligations	As of March 31, 2026	Description about the expected time of satisfaction of performance obligations
Installation fees, activation fees, point programs, and other fees in telecommunication services	463,820	Expected to be satisfied within approximately 17 years
System integration services including development of system and software	5,678,217	Expected to be satisfied within approximately 4 years.
Other than above (mainly common service charges under non-cancelable lease contracts, construction work)	352,393	Common service charges under non-cancelable lease contracts are expected to be satisfied within approximately 22 years, construction works are within approximately 13 years, others are within approximately 13 years.

The practical expedient of Paragraph 121 of IFRS 15 has not been applied to residual performance obligations related to installation fees, activation fees, point programs, and other fees in telecommunication services, in addition to system integration services. Remaining performance obligations related to contracts expected to be satisfied within one year are included. Other than above, the practical expedient has been applied, and remaining performance obligations related to contracts expected to be satisfied within one year are not included.

4. Assets recognized from the costs to obtain or fulfill a contract with a customer

(Millions of yen)

Assets recognized from the costs to obtain a contract	478,953
Assets recognized from the costs to fulfill a contract	60,099
Total	539,052

The NTT Group recognizes as an asset the incremental cost of obtaining a contract and the cost to fulfill a contract with a customer if it expects to recover those costs. The asset is recorded in "Other non-current assets" in the consolidated statement of financial position. The incremental costs of obtaining a contract are those that the Group incurs to obtain a contract with a customer that it would not have incurred if the contract had not been obtained. The costs to fulfill a contract are those that the Group incurs to fulfill a contract generated before it transfers goods or services to a customer.

The incremental costs of obtaining a contract, which the NTT Group recognizes as an asset, are mainly commissions to sales agents that were incurred to acquire customers, and incremental costs that would not have been incurred if the contract had not been obtained. The costs to fulfill a contract are mainly direct personnel expenses related to the reception clerical work to accept new contracts, and costs directly related to the service provided to the customer. When recognizing as an asset the incremental cost for obtaining a contract and the cost to fulfill a contract, only the amount expected to be recovered is recognized as an asset, taking into account the cancellation rates of customers (contractors). The asset is amortized over the estimated average contract term of the related service.

Assets recognized from contract costs are reviewed quarterly for recoverability. The Group assesses whether the carrying amount of the asset exceeds the remaining consideration that is expected to be received during the contract term of providing related services in consideration of the cancellation rates and other factors less costs that are directly related to the goods or services provided and not yet recognized as an expense. These estimates and assumptions may have a significant impact on the amount of assets recognized from contract costs if the underlying circumstances change and impairment loss is recognized for the assets. Therefore, the NTT Group considers that such estimates are important.

The amounts of amortization on the assets recognized from contract costs for the fiscal year ended March 31, 2026 were ¥144,269 million, and no impairment losses occurred.

Notes on Accounting Estimates

There are items that have been recorded on consolidated financial statements for the fiscal year ended March 31, 2026 using accounting estimates, and the following matters may have a material impact on the consolidated financial statements in the following fiscal year.

1. Valuation of non-financial assets

In the consolidated statement of financial position as of March 31, 2026, the NTT Group recorded property, plant and equipment of ¥1,276,887 million, right-of-use assets of ¥1,021,044 million, goodwill of ¥2,079,718 million, intangible assets of ¥2,872,974 million, and investment property of ¥1,523,792 million.

The recoverable amount in the impairment test is calculated as the higher of either the value in use or fair value less costs of disposal. For some recoverable amounts of impairment tests, the fair value less costs of disposal is used, and in such cases, the discounted cash flow method is primarily applied for the valuation method. The discounted cash flow method includes estimates of cash flow projection calculated based on the business plan approved by management, discounting them at the weighted average cost of capital. Assumptions such as perpetuity growth rate and weighted average cost of capital are included when performing that calculation, and if those assumptions change, it may cause impairment loss.

2. Recognition of revenue

The NTT Group provides telecommunication services, and sells telecommunications terminal equipment related to those services. In the fiscal year ended March 31, 2026, the NTT Group recorded operating revenue of ¥14,409,121 million on its consolidated statement of profit or loss.

The NTT Group conducts various estimates, including the following, when recognizing revenue relating to the telecommunication services and the sale of telecommunication terminal equipment.

(1) Telecommunication services (contract liabilities relating to points programs)

The NTT Group offers point programs that allow customers to exchange points granted to them through their use of communication services for benefits regarding payments when purchasing products, communication charges, etc. Transaction prices are allocated for the telecommunication services and points based on the respective ratio of standalone selling prices. Of the transaction price allocated for points, the unused portion is recorded in "Other current liabilities" as contract liabilities, and after that, those points are recognized as revenue upon their use.

The estimates for contract liabilities related to points include assumptions such as the forfeiture rate, the cancellation rate, and the value per point, and there may be changes to the recognized revenue amount if there are changes in those assumptions.

(2) Sales of telecommunications terminal equipment (recognition of refund liabilities)

For the sale of telecommunications terminal equipment, the NTT Group offers a program in which we give a waiver on the payment of some installment sales receivables on the sale of a handset, on condition of returning the handset to the NTT Group after use, among other requirements. The estimated amount we expect not to receive through the use of this program is deducted from revenues and recorded as refund liabilities in "Other current liabilities" and "Other non-current liabilities."

Refund liabilities are recognized to the extent that it is highly probable that a significant subsequent reversal of cumulative revenues will not arise, using such assumptions as return rate of handsets from customers under the program. Therefore, there may be changes to the recognized revenue amount if there are changes in those assumptions.

3. Deferred tax assets

The NTT Group recorded ¥460,837 million in deferred tax assets on the consolidated statement of financial position.

Deferred tax assets are recognized to the extent that it is probable that deductible temporary differences and the unused tax losses and unused tax credits can be utilized against the future taxable profit. The amount of deferred tax assets that are considered to be recoverable could change if there are changes in the assumptions for future taxable profit.

4. Defined benefit liabilities

The NTT Group recorded ¥714,718 million in defined benefit liabilities on the consolidated statement of financial position.

Defined benefit liabilities are calculated by deducting the fair value of the plan assets from the present value of the defined benefit obligations as of the end of the fiscal year. Assumptions such as discount rates are included when measuring the defined benefit obligations, and the amount of defined benefit liabilities could change if those assumptions change.

Notes to Consolidated Statement of Financial Position

1. Other components of equity include the change in the fair value of financial assets measured at fair value through other comprehensive income, cash flow hedge, hedges cost, remeasurements of defined benefit plans, and foreign currency translation adjustment.
2. Assets offered as security and secured liabilities

(1) Assets offered as security

(Millions of yen)

	Value reported on consolidated statement of financial position
Cash and cash equivalents	14,137
Loans for banking business	2,445,959
Securities for banking business	367,489
Other financial assets	127,106
Trade and other receivables	49,718
Property, plant and equipment	97,314
Intangible assets	20,373
Investment property	77,559
Other non-current assets	3,458
Other	1,461
Total	3,204,574

(2) Secured liabilities

(Millions of yen)

	Value reported on consolidated statement of financial position
Other current liabilities	2,542
Other financial liabilities*1	211,319
Short-term borrowings*2	714,489
Corporate bonds	100
Long-term borrowings*3	778,869
Total	1,707,319

*1 Cash collateral received for securities lent, corresponding to the collateral of the subsidiary engaged in banking business, accounts for the majority.

*2 Borrowings corresponding to the collateral of the subsidiary engaged in banking business account for the majority.

*3 Long-term borrowings include the current portion.

3. Debt guarantees and others ¥1,462,189 million
4. Loss allowance deducted directly from assets

Trade and other receivables	¥119,212 million
Loans for banking business	¥3,326 million
Other financial assets	¥23,294 million

5. Component of Property, plant and equipment

(Millions of yen)

	Value reported on consolidated statement of financial position
Telecommunications equipment	11,592,433
Telecommunications service lines	17,404,778
Buildings and structures	6,429,787
Machinery, tools and fixtures	3,819,435
Land	1,038,417
Construction in progress	1,032,049
Sub-total	41,316,899
Accumulated depreciation and impairment losses	(30,040,012)
Property, plant and equipment - total	11,276,887

6. Accumulated depreciation and impairment losses of right-of-use assets ¥641,790 million
7. Accumulated depreciation and impairment losses of investment property ¥533,097 million

Notes to Consolidated Statement of Changes in Equity

- Number and class of shares issued and outstanding as of the end of the fiscal year ended March 31, 2026

Common stock: 90,550,316,400 shares

- Dividends

(1) Payment of dividends

Resolution	Class of Shares	Total Dividends (Millions of yen)	Dividends per Share (Yen)	Record Date	Effective Date
June 19, 2025 Ordinary general meeting of shareholders*1	Common stock	215,210	2.6	March 31, 2025	June 20, 2025
November 4, 2025 Board of Directors meeting*2	Common stock	218,753	2.65	September 30, 2025	November 28, 2025

*1 Total dividends include the dividend of ¥90 million paid for the Company's shares held by the BIP trust.

*2 Total dividends include the dividend of ¥84 million paid for the Company's shares held by the BIP trust.

(2) Dividends for which the record date fell in the fiscal year ended March 31, 2026 with an effective date falling in the following fiscal year

Proposed Resolution	Class of Shares	Source of Dividends	Total Dividends (Millions of yen)	Dividends per Share (Yen)	Record Date	Effective Date
May 8, 2026 Board of Directors meeting*3	Common stock	Retained earnings	215,940	2.65	March 31, 2026	June 1, 2026

*3 Total dividends include the dividend of ¥84 million paid for the Company's shares held by the BIP trust and the dividend of ¥84 million paid for shares held by the stock-granting ESOP trust.

Notes Concerning Financial Instruments

1. Qualitative information on financial instruments

The NTT Group owns financial instruments mainly listed in "2. Fair value of financial instruments" below and is exposed to financial risks (credit risk, liquidity risk, and market risk) in conducting business activities. In order to avoid or reduce such risks, it manages risks based on certain policies. In addition, the NTT Group reports on the status of major financial risk management to its management.

The NTT Group has established risk management policies to alleviate market risk and is conducting derivative transactions, such as forward foreign exchange contracts, interest rate swaps, and currency swaps. The NTT Group does not conduct derivative transactions for speculative purposes.

2. Fair value of financial instruments

(Millions of yen)

	Carrying amount on consolidated statement of financial position*2	Fair value*2	Difference
Financial assets and financial liabilities measured at amortized cost			
Loans for banking business	10,870,387	10,845,182	25,205
Long-term debt (including current portion or balance due within 1 year)	(13,294,226)	(12,974,488)	319,738
Financial assets and financial liabilities measured at fair value			
Securities for banking business	947,760	947,760	–
Other financial assets (Current / Non-current)			
Investments in capital	132,817	132,817	–
Equity securities	1,494,342	1,494,342	–
Trust of money	187,042	187,042	–
Other financial assets / Other financial liabilities (Current / Non-current)			
Derivatives*1	696,339	696,339	–

*1 Amounts of assets and liabilities related to derivatives are presented in net amounts.

*2 Amounts reported as liabilities are shown in parentheses.

Note: Assets and liabilities with carrying amounts that approximate fair values, such as cash and cash equivalents, trade and other receivables, short-term borrowings, trade and other payables, deposits for banking business, and accrued payroll, are not included in the above table.

3. Components, etc. of financial instruments by their appropriate fair value classification

The fair value is determined based on market information including market prices, and calculation techniques such as the market approach, income approach, and cost approach.

The assumptions (inputs) for valuation techniques used to measure fair value are required to be categorized into three levels based on their observability. The use of more observable inputs is required in valuation techniques. The NTT Group categorizes the assumptions (inputs) used to measure fair value into the following three levels and puts Level 1 measurements as the highest priority:

- Level 1
Unadjusted market prices of identical assets or liabilities in active markets that the company can access at the measurement date
- Level 2
Of the inputs that are directly or indirectly observable, such as a market price of a similar asset or liability in an active market or a market price of an identical or similar asset or liability in an inactive market, those inputs that are other than market prices included in Level 1
- Level 3
Unobservable inputs for assets or liabilities

Changes between these levels are recognized as having occurred at the end of each quarter.

(1) The fair value of financial instruments not measured at fair value

The carrying amount and estimated fair value of financial instruments not measured at a fair value
(Millions of yen)

	Carrying amount	Fair value			
		Level 1	Level 2	Level 3	Total
Financial assets:					
Loans for banking business	10,870,387	–	–	10,845,182	10,845,182
Financial liabilities:					
Long-term debt (including current portion or balance due within 1 year)	13,294,226	–	12,974,488	–	12,974,488

With the exception of the above-mentioned items, the financial instruments not measured at fair value are not included in the table, because their carrying amounts approximate their fair values. The valuation techniques for each item are as follows:

(i) Loans for banking business

The total amount of principal and interests is calculated for each category based on the type of loan, internal rating, and term, and the fair values are measured by discounting at the interest rate expected to be applied if similar new transactions were made.

(ii) Deposits for banking business

For deposits, specifically demand deposits that are paid immediately upon demand on the fiscal-year end, the relevant amount is used as the fair value. Moreover, time deposits are classified into certain periods, and the fair values are measured based on the present value obtained by discounting future cash flows. The discount rate is the interest rate used when new deposits are received. For those with a short deposit period (within one year), the carrying amount is used as the

fair value, as the fair value approximates the carrying amount. The relevant market value is classified as Level 2.

(iii) Long-term borrowings (including current portion or balance due within 1 year)

The fair values are measured by discounting future cash flows using discount rates assumed for similar new debt, except for floating rate debt whose carrying amounts and fair values are deemed almost equivalent.

(2) Fair value measurement
Assets and liabilities measured at fair value

(Millions of yen)

Classification	Fair Value			
	Level 1	Level 2	Level 3	Total
Financial assets:				
Financial assets measured at fair value through profit or loss				
Investments in capital	602	47,775	84,440	132,817
Securities for banking business	3,751	55,371	–	59,122
Derivatives financial assets				
Applied hedge accounting	–	719,373	–	719,373
Not applied hedge accounting	–	63,056	–	63,056
Financial assets measured at fair value through other comprehensive income				
Equity securities	1,317,703	–	176,639	1,494,342
Trust of money	187,042	–	–	187,042
Securities for banking business	518,690	369,948	–	888,638
Total	2,027,788	1,255,523	261,079	3,544,390
Financial liabilities:				
Financial liabilities measured at fair value through profit or loss				
Derivatives financial liabilities				
Applied hedge accounting	–	14,005	–	14,005
Not applied hedge accounting	–	72,085	–	72,085
Total	–	86,090	–	86,090

There was no material transfer between levels.

Reconciliation of Level 3 assets and liabilities measured at fair value on a recurring basis

(Millions of yen)

Classifi- cation	Balance at the beginning of the year	Gain (losses)		Increase by purchases	Decrease by sales	Other changes	Balance at the end of the year	Gain (losses) for the period relating to assets held at the end of the year
		Profit	Other compre- hensive income					Profit
Financial assets:								
Invest- ments in capital	72,284	6,437	–	10,808	(4,379)	(710)	84,440	7,760
Equity securities	148,260	–	726	35,593	(3,638)	(4,302)	176,639	–

Notes:

1. “Increase by purchases” and “Decrease by sales” include increases or decreases from new consolidations, deconsolidations, and transfers from (to) other accounts.
2. Gains or losses included in the “Profit” are included in the “Finance income” or “Finance costs” in the consolidated statement of profit or loss.

Valuation techniques used to measure fair value of financial instruments

In the consolidated statement of financial position, the valuation techniques used to measure fair value of financial instruments classified as Level 2 and Level 3 are as follows:

- (i) Debt securities
Debt securities include corporate bonds and others. Their fair value is measured based on the pricing models developed independently by financial and other institutions using underlying conditions that are observable in markets, such as credit ratings and discount rates.
- (ii) Securities for banking business
Corporate bonds, local government bonds, and short-term corporate bonds for banking business are classified as Level 3 when significant unobservable inputs are used in valuation, and as Level 2 when they are not. In the evaluation process, observable inputs are utilized to the maximum extent possible, and these inputs include market interest rates.
For other securities, the prices provided by counterparty financial institutions and others are used as the fair value. However, if significant unobservable inputs are used, they are classified as Level 3; otherwise, they are classified as Level 2.
- (iii) Loans receivable
The fair value of loans receivable is calculated primarily by discounting the total principal and interest using interest rates assumed for similar new transactions.
- (iv) Derivatives
Derivatives mainly comprise forward exchange contracts, currency swap agreements and interest rate swap agreements. The fair value of forward exchange contracts is measured using underlying conditions that are observable in markets, such as exchange rates. The fair values of currency swap agreements and interest rate swap agreements are measured by using underlying conditions that are observable in markets, such as interest rate index and exchange rates, and by discounting future cash flows to present value.
- (v) Equity securities and investments in capital
The fair values of equity securities and investments in capital are measured using an evaluation model that is selected through appropriate processes and that suits the circumstances of the investee, including reasonable estimates of inputs. As a result, these fair values are primarily measured using the adjusted net asset method.

Notes Concerning Investment Property

1. Investment property
The NTT Group owns leased office buildings and others.

2. Fair value of investment property

(Millions of yen)	
Carrying amount on consolidated statement of financial position *1	Fair value *2
1,523,792	3,080,454

*1 Carrying amount on consolidated statement of financial position represents the cost reduced by the accumulated depreciation and accumulated impairment losses.

*2 Fair value is mainly an appraisal value by an independent real estate appraisal expert, and is based on an evaluation by the discount cash flow method or observable market prices of similar assets.

Notes Concerning Financial Data Per Share

Shareholders' equity per share:	¥119.47
Basic earnings per share attributable to NTT:	¥12.61

Note: Shares of NTT held by the officer compensation BIP trust and the stock-granting ESOP trust that are recorded as treasury stock under shareholders' equity are included in the number of shares of treasury stock that is excluded from the average number of shares outstanding when calculating basic earnings per share attributable to NTT.
In addition, these shares are included in the number of shares of treasury stock that is excluded from the number of shares outstanding at the end of the fiscal year when calculating shareholders' equity per share.

Other

1. Performance-related stock compensation for officer compensation (officer compensation BIP trust)

(1) Overview of transactions

The NTT Group has adopted a performance-related stock compensation plan (the "Plan") in the form of an officer compensation BIP trust. The purposes are to provide increased incentive to achieve the financial targets set forth in the medium-term management strategy, and further promote shared value with shareholders by advancing ownership of NTT's shares.

Under the Plan, the Group has established a trust into which it contributes funds that constitute the source of the funds for the stock compensation, and NTT's shares, which are acquired using the funds in the trust, are delivered in accordance with the degree of achievement of performance targets and other factors.

(2) Shares of NTT held by the Trust

The carrying amount and number of the shares of NTT held by the Trust as of the end of the fiscal year were ¥4,160 million and 31,611,838 shares, respectively, and the shares are treated as "Treasury stock" on the consolidated statement of financial position.

2. Assets held for sale

Sale of shares of data center asset holding company

(1) Overview

NTT DATA Group has listed the real estate investment trust "NTT DC REIT," which is managed by NTT DC REIT Manager Pte, Ltd, on the Singapore Exchange, and has sold some of the shares of the companies owned by a consolidated subsidiary that own data center assets to the REIT and acquired a portion of the units of the REIT.

(2) Accounting treatment and Impact on the consolidated financial statements

The assets related to the sale of the shares of the companies that hold data centers and the liabilities directly associated with these assets, which are included in the Global Solutions Business Segment, have been classified as assets held for sale and liabilities directly associated with assets held for sale. This is based on the decision made in the previous fiscal year to proceed with the sale procedures within one year. Accordingly, the sale of assets has been completed during the fiscal year under review. The ¥129,451 million in the Global Solutions Business Segment gain on sale from such transaction has been recorded under operating profit in the consolidated statements of profit or loss for the fiscal year under review, and the total consideration received from the transaction was ¥222,159 million. The portion of the consideration received that consisted of cash and cash equivalents was ¥184,291 million. The major classes of assets and liabilities at the time of such sale were as set forth below.

		(Millions of yen)	
Accounting item		Accounting item	
ASSETS		LIABILITIES	
Cash and cash equivalents	4,307	Trade and other payables	3,819
Trade and other receivables	5,568	Other	2,760
Property, plant and equipment	83,635		
Other	1,056		
Total	94,566	Total	6,579

3. Equity Transactions with Non-controlling Interests

Transaction making NTT DATA Group Corporation a wholly owned subsidiary of NTT
Pursuant to a resolution of its Board of Directors on May 8, 2025, NTT has conducted a series of transactions by implementing a tender offer for the common stock of NTT DATA Group Corporation ("NTT DATA Group," and its common stock, excluding the shares owned by NTT and the treasury shares owned by NTT DATA Group, the "NTT DATA Group Shares"), in accordance with the Financial Instruments and Exchange Act, with the aim of acquiring all NTT DATA Group Shares and making NTT DATA Group a wholly-owned subsidiary of NTT.

Tender Offer

On May 8, 2025, NTT resolved to acquire all of the NTT DATA Group Shares through the tender offer, and purchased the NTT DATA Group Shares for a total purchase price of ¥1,347.2 billion from May 9, 2025 to June 19, 2025. As a result of the tender offer, the NTT Group's ownership interests in NTT DATA Group increased from 57.73% to 81.75%

Share Consolidation

At the Board of Directors meeting held on July 24, 2025, NTT DATA Group resolved to submit a proposal to an extraordinary general meeting of shareholders to conduct a share consolidation whereby 256,029,428 shares would be consolidated into 1 share, in order to make the Company the sole shareholder of NTT DATA Group. The proposal was approved as originally proposed at the extraordinary general meeting of shareholders held on August 29, 2025. As a result, NTT's ownership interests in NTT DATA Group is accounted for as 100% since the day of the resolution and the approval.

Details of the transaction with non-controlling interest in the additional acquisition of the NTT DATA Group Shares are as follows:

	(Millions of yen)
	Fiscal year ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
Carrying amount of non-controlling interest acquired	797,321
Consideration paid to non-controlling interest(*1)	2,368,349
Decrease in equity attributable to NTT, Inc. shareholders(*2)	(1,571,028)

*1 Consideration paid to non-controlling interest does not include transaction costs.

*2 As for a portion that additional paid-in capital becomes negative figure due to Consideration paid to non-controlling interest exceeding Carrying amount of non-controlling interest acquired, we deducted the portion from Retained earnings.

Funds for the acquisition

In order to secure the funds for the acquisition, based on the resolution by the Board of Directors of NTT on May 8, 2025, the NTT Group made borrowings from financial institutions as necessary within a threshold of ¥2,380.0 billion.

4. Business Combination

Acquisition of Shares of SBI Sumishin Net Bank, Ltd.

(1) Overview

At the Board of Directors meeting held on May 29, 2025 of NTT DOCOMO, the NTT Group determined to acquire SBI Sumishin Net Bank, Ltd.'s (the "Target Company") common stock (the "Target Company Stock") through a tender offer (the "Tender Offer"), pursuant to the Financial Instruments and Exchange Act, and to execute business alliance agreements between NTT DOCOMO and the Target Company.

The Tender Offer was completed on July 10, 2025, and NTT DOCOMO purchased the Target Company Stock for a total purchase price of ¥182.6 billion. Additionally, as a result of a series

of transactions in order to take the Target Company private, NTT DOCOMO's voting rights in the Target Company increased to 50.00%.

The Target Company became a consolidated subsidiary of NTT DOCOMO on October 1, 2025, as a result of the entering into the Shareholders' Agreement and a series of transactions, in order to take the Target Company private.

The purpose of the acquisition is to acquire general banking business capabilities, including know-how and technology, and to expand the NTT Group's financial business in the smart life area.

The purchase price, including the Tender Offer totaled ¥420.0 billion, and the form of consideration was cash.

(2) Acquired assets, assumed liabilities, non-controlling interests and goodwill

The amounts of acquired assets, assumed liabilities, non-controlling interests and goodwill, each as of the acquisition date, are as set forth below. Goodwill arises from the ability to earn excess profits, synergies with existing businesses and other factors.

(Millions of yen)	
	As of the acquisition date
Current assets	
Short-term loans for banking business*1	580,936
Other	2,019,135
Non-current assets	
Long-term loans for banking business*1	9,275,791
Securities for banking business	613,079
Other	383,774
Acquired assets Total	12,872,716
Current liabilities	
Short-term deposits for banking business	10,495,302
Other	516,599
Non-current liabilities	
Long-term deposits for banking business	509,331
Other	1,113,097
Assumed liabilities Total	12,634,329
Net assets acquired Total	238,386
Non-controlling interests*2	(81,506)
Goodwill	263,079
Total	419,959

*1 Regarding the fair value of ¥9,856,727 million in the acquired "Short-term loans for banking business" and "Long-term loans for banking business," the total contract amount is ¥9,992,728 million, and the estimated unrecoverable amount is ¥3,753 million.

*2 Non-controlling interests are measured at the proportionate share of non-controlling shareholders in the identifiable net assets of the acquired company.

(3) Revenue and profit or loss after the acquisition date

Net sales and profit that arose after the acquisition date are ¥92,378 million and ¥12,010 million, respectively.

(4) Revenue and profit or loss assuming the business combination had taken place at the beginning of the fiscal year (unaudited information)

The impact assuming the business combination had taken place at the beginning of the fiscal year is not disclosed as it is immaterial.

5. Impairment of Goodwill

As a result of conducting an impairment test on the goodwill of Green Power Investment Corporation, NTT has decided to carry out an impairment process in this consolidated fiscal year. Accordingly, an impairment loss of ¥51,441 million on goodwill has been recorded in the consolidated income statement. The recoverable amount of the cash-generating unit is measured using the discounted cash flow method.

Non-consolidated Financial Statements

Non-consolidated Balance Sheet (March 31, 2026)

Item	Amount
ASSETS	
Current assets	
Cash and bank deposits	674
Accounts receivable, trade	4,937
Supplies	181
Advance payment	2,189
Short-term loans receivable	288,000
Accounts receivable, other	52,988
Other	6,447
Total current assets	355,415
Fixed assets	
Property, plant and equipment	
Buildings	68,004
Structures	4,780
Machinery, equipment and vehicles	327
Tools, furniture and fixtures	27,729
Land	27,746
Lease assets	68
Construction in progress	943
Total property, plant and equipment	129,597
Intangible fixed assets	
Software	18,439
Other	288
Total intangible fixed assets	18,727
Investments and other assets	
Investment securities	1,102,167
Investments in subsidiaries and affiliated companies	12,441,856
Other securities of subsidiaries and affiliated companies	41,056
Investments in capital	20
Contributions to affiliated companies	5,973
Long-term loans receivable to subsidiaries	790,000
Prepaid pension costs	3,920
Other	3,636
Total investments and other assets	14,388,627
Total fixed assets	14,536,952
Total assets	14,892,367

(Millions of yen)

Item	Amount
LIABILITIES	
Current liabilities	
Accounts payable, trade	230
Current portion of long-term borrowings	5,000
Current portion of long-term borrowings from subsidiaries	762,154
Short-term borrowings	852,508
Lease obligations	23
Accounts payable, other	61,624
Accrued expenses	20,786
Accrued taxes on income	573
Advances received	691
Deposits received	500
Other	12
Total current liabilities	1,704,101
Long-term liabilities	
Long-term borrowings	250,614
Long-term borrowings from subsidiaries	5,842,238
Lease obligations	53
Deferred tax liabilities	164,947
Liability for employees' retirement benefits	37,534
Asset retirement obligations	1,827
Other	5,333
Total long-term liabilities	6,302,545
Total liabilities	8,006,647
NET ASSETS	
Shareholders' equity	
Common stock	937,950
Capital surplus	
Additional paid-in capital	2,672,826
Other capital surplus	15
Total capital surplus	2,672,841
Earned surplus	
Legal reserve	135,333
Other earned surplus	
Accumulated earned surplus	4,054,771
Total earned surplus	4,190,104
Treasury stock	(1,343,643)
Total shareholders' equity	6,457,252
Unrealized gains (losses), translation adjustments, and others	
Net unrealized gains (losses) on securities	428,468
Total unrealized gains (losses), translation adjustments, and others	428,468
Total net assets	6,885,720
Total liabilities and net assets	14,892,367

Note: Amounts are rounded to the nearest million yen.

Non-consolidated Statement of Income (Fiscal Year Ended March 31, 2026)

(Millions of yen)

Item	Amount	
Operating revenues		
Dividends received	1,006,839	
Revenues from group management	20,100	
Revenues from basic R&D	117,000	
Other services	11,749	1,155,687
Operating expenses		
Administration	43,831	
Experiment and research	105,938	
Depreciation and amortization	23,385	
Retirement of fixed assets	843	
Miscellaneous taxes	4,560	178,556
Operating income		977,131
Non-operating revenues		
Interest income	9,111	
Lease and rental income	8,970	
Miscellaneous income	1,727	19,808
Non-operating expenses		
Interest expenses	73,850	
Loss on valuation of shares of subsidiaries and associates	9,500	
Lease and rental expenses	5,233	
Loss on investments in partnerships	5,576	
Miscellaneous expenses	1,358	95,517
Recurring profit		901,422
Income before income taxes		901,422
Corporation, inhabitant, and enterprise taxes	(21,738)	
Deferred tax expenses (benefits)	1,212	(20,527)
Net income		921,948

Note: Amounts are rounded to the nearest million yen.

Non-consolidated Statement of Changes in Shareholders' Equity and Other Net Assets
(from April 1, 2025 to March 31, 2026)

(Millions of yen)

	Shareholders' equity									Unrealized gains (losses), translation adjustments, and others		Total net assets
	Common stock	Capital surplus			Earned surplus			Treasury stock	Total shareholders' equity	Net unrealized gains (losses) on securities	Total unrealized gains (losses), translation adjustments, and others	
		Additional paid-in capital	Other capital surplus	Total capital surplus	Legal reserve	Other earned surplus	Total earned surplus					
						Accumulated earned surplus						
At beginning of year	937,950	2,672,826	15	2,672,841	135,333	3,566,786	3,702,119	(1,139,170)	6,173,740	289,242	289,242	6,462,982
Net change during the annual period												
Cash dividends	–	–	–	–	–	(433,963)	(433,963)	–	(433,963)	–	–	(433,963)
Net income	–	–	–	–	–	921,948	921,948	–	921,948	–	–	921,948
Payments to acquire treasury stock	–	–	–	–	–	–	–	(204,890)	(204,890)	–	–	(204,890)
Resale of treasury stock	–	–	0	0	–	–	–	417	417	–	–	417
Others, net	–	–	–	–	–	–	–	–	–	139,226	139,226	139,226
Total net change during the annual period	–	–	0	0	–	487,985	487,985	(204,473)	283,512	139,226	139,226	422,739
At end of year	937,950	2,672,826	15	2,672,841	135,333	4,054,771	4,190,104	(1,343,643)	6,457,252	428,468	428,468	6,885,720

Note: Amounts are rounded to the nearest million yen.

Notes to Non-consolidated Financial Statements

Notes Concerning Principal Accounting Policies

1. Valuation standard and method for certain assets

(1) Valuation standard and method for securities

[1] Investments in subsidiaries and affiliated companies

Investments in subsidiaries and affiliated companies are stated at cost, which is determined by the moving average method.

[2] Other securities

(a) Securities, other than shares, etc., that do not have a market price

The securities are stated at fair value, which includes market price, as of the balance sheet date, with valuation differences directly reported as a separate component of net assets. The cost of securities sold is determined by the moving average method.

(b) Shares, etc. that do not have a market price

The shares are stated at cost, which is determined by the moving average method.

(2) Valuation standard and method for inventories

Supplies are stated at cost, which is determined by the last purchase cost method (balance sheet amount is computed by devaluing the book price to reflect declines in profitability).

2. Depreciation and amortization of fixed assets

(1) Property, plant and equipment (except lease assets)

Property, plant and equipment are depreciated using the straight-line method.

The useful life of assets is primarily as follows, and the residual values are calculated based on real residual values.

Buildings:	4 to 56 years
------------	---------------

Tools, furniture and fixtures:	3 to 26 years
--------------------------------	---------------

(2) Intangible fixed assets (except lease assets)

Intangible assets (except lease assets) are amortized using the straight-line method.

Internal-use software is amortized using the straight-line method over its estimated useful life (within 5 years).

(3) Lease assets

Financial leases other than those deemed to transfer ownership of properties to lessees

The useful lives of the assets are the terms of leases, and the residual values are calculated based on real residual values using the straight-line method.

3. Accounting standard for allowances

(1) Allowance for doubtful accounts

To cover expected losses from bad debts, estimated uncollectible amounts are accrued for general claims on the basis of historical bad-debt ratios, and for specific claims, including doubtful accounts, on the basis of their recoverability.

No allowance was accrued as of the end of the fiscal year ended March 31, 2026.

(2) Liability for employees' retirement benefits

To provide for employees' retirement benefits, benefit obligations and plan assets are estimated and accrued as of the end of the fiscal year ended March 31, 2026.

[1] Period allocation method of projected retirement benefits

When calculating retirement benefit obligations, the benefit formula method is used in determining the amount of the expected retirement benefit obligations attributed to the period up to the end of the fiscal year ended March 31, 2026.

[2] Method of recognizing actuarial differences and prior service costs

The amount of a prior service cost is accounted for as an expense from the fiscal year during which it arises, and calculated by using the straight-line method based on the average remaining service period of the employees in service.

Actuarial differences are accounted for as an expense from the fiscal year following the fiscal year in which such gains or losses are incurred, and calculated by using the straight-line method based on the average remaining service period of the employees in service.

4. Basis for recording revenues and expenses

Revenue from promised goods or services is recognized at the time the control of said goods or services is transferred to the customer at the amount expected to be received upon the exchange of said goods or services.

NTT's major revenues from contracts with customers are revenues from basic R&D. NTT centrally performs basic research and development for the Group and enters into agreements with its subsidiaries regarding continuous use of the fruits of NTT's basic research and development. For said agreements, NTT's provision of comprehensive services related to the basic research and development to its subsidiaries is identified as performance obligations. Because said performance obligations are satisfied over the passage of time, revenue is recorded at an amount that has been averaged over the period of the agreement for use of the fruits of basic research and development.

5. Other material matters relating to the preparation of financial statements

(1) Accounting for hedging activities

Hedging activities are principally accounted for under "deferral hedge accounting." The designation "hedge accounting" is applied to forward exchange contracts and other foreign exchange contracts, and the designation "exceptional accounting" is applied to interest-rate swaps that qualify for "exceptional accounting" (Accounting Standards for Financial Instruments, Footnote 14).

(2) Adoption of group tax sharing system

NTT applies for the group tax sharing system.

Notes to Non-consolidated Balance Sheet

1. Accumulated depreciation on property, plant and equipment: ¥334,594 million
2. Debt guarantees
NTT has made the following debt guarantees.
 - (1) Corporate bond issuances of subsidiaries
NTT Finance Corporation ¥1,662,750 million
 - (2) Electric power supply contract of subsidiaries
NTT Anode Energy Corporation ¥94,468 million
3. Accounts receivable from and payable to affiliates are as follows (excluding those otherwise classified):

Short-term accounts receivable:	¥338,256 million
Long-term accounts receivable:	¥1,359 million
Short-term accounts payable:	¥882,500 million
Long-term accounts payable:	¥2,353 million

Notes to Non-consolidated Statement of Income

Transactions with affiliated companies

Balance of operating transactions	
Operating revenues	¥141,624 million
Operating expenses	¥68,264 million
Balance of non-operating transactions	¥97,945 million

Notes to Non-consolidated Statement of Changes in Shareholders' Equity and Other Net Assets

Number of shares of treasury stock outstanding as of the end of the fiscal year ended March 31, 2026.

Common stock: 9,063,346,225 shares

(Note) Shares of NTT held by the officer compensation BIP trust and the stock-granting ESOP trust are not included in the above number of shares of treasury stock.

Notes Concerning Tax Effect Accounting

1. The major causes of the occurrence of deferred tax assets were "securities" and "liability for employees' retirement benefits." The major cause of occurrence of deferred tax liabilities was "net unrealized gains (losses) on securities."
Deferred tax assets exclude ¥201,657 million in valuation allowance.
2. Accounting for income taxes and local income taxes, and related tax effect accounting
NTT has adopted the group tax sharing system. NTT accounts for and discloses income taxes, local income taxes and the related tax effects in accordance with the "Practical Solution on the Accounting and Disclosure Under the Group Tax Sharing System" (ASBJ PITF No. 42, August 12, 2021).

Notes Concerning Related Party Transactions

Subsidiaries

(Millions of yen)

Affiliation	Name	Voting Rights Ownership Ratio	Relationship with Affiliated Party	Transaction Details	Transaction Amount	Category	Balance at End of Term
Subsidiary	NTT EAST, Inc.	100% direct ownership	Exercise of rights as shareholder, offering intermediary advice, and other support	Loan of capital ¹	100,000	Short-term loans receivable	38,000
						Long-term loans to subsidiaries	260,000
				Receipt of interest ¹	1,802	Other current assets	409
Subsidiary	NTT WEST, Inc.	100% direct ownership	Exercise of rights as shareholder, offering intermediary advice, and other support	Loan of capital ¹	250,000	Short-term loans receivable	250,000
						Long-term loans to subsidiaries	530,000
				Receipt of interest ¹	5,614	Other current assets	1,766
Subsidiary	NTT Finance Corporation	100% direct ownership	Exercise of rights as shareholder, offering intermediary advice, and other support	Borrowing of capital ²	3,897,322 ³	Current portion of long-term borrowings from subsidiaries	762,154
						Short-term borrowings	852,508
						Long-term borrowings from subsidiaries	5,842,238
				Payment of interest ²	69,001	Accrued expense	16,774
				Debt guarantees ⁴	1,662,750	—	—

Transaction Conditions and Standards for Determining Transaction Conditions

Notes:

- 1 Loan conditions are the same as those for procurement of capital by NTT. No security is provided.
- 2 Interest on borrowing of capital is set taking into consideration market rates. No security is provided.
- 3 For borrowings from the Cash Management System (CMS), the transaction amount that corresponds to the day-to-day operational funds is recorded as the average balance during the fiscal year. For other borrowings, the transaction amount is the total amount.
- 4 NTT has made debt guarantees regarding corporate bonds issued by NTT Finance Corporation, and does not receive any guarantee fees.

Notes Concerning Financial Data per Share

Net assets per share	¥84.57
Net income per share	¥11.21

Note: Shares of NTT held by the officer compensation BIP trust and the stock-granting ESOP trust that are recorded as treasury stock under shareholders' equity are included in the number of shares of treasury stock that is excluded from the average number of shares outstanding when calculating net income per share. In addition, these shares are included in the number of shares of treasury stock that is excluded from the number of shares outstanding at the end of the fiscal year when calculating net assets per share.

Other

Performance-related stock compensation for officer compensation (officer compensation BIP trust)

1. Overview of transactions
An overview of the transactions is presented in "1. Performance-related stock compensation for officer compensation (officer compensation BIP trust)" of "Other" in "Notes to Consolidated Financial Statements."
2. Shares of NTT held by the trust
The carrying amount and number of the shares of NTT held by the trust as of March 31, 2026 were ¥4,160 million and 31,611,838 shares, respectively, and the shares are treated as "Treasury stock" on the non-consolidated balance sheet.

Transaction making NTT DATA Group Corporation a wholly owned subsidiary of NTT

Pursuant to a resolution of its Board of Directors on May 8, 2025, NTT has conducted a series of transactions by implementing a tender offer for the common stock of NTT DATA Group Corporation ("NTT DATA Group," and its common stock, excluding the shares owned by NTT and the treasury shares owned by NTT DATA Group, the "NTT DATA Group Shares"), in accordance with the Financial Instruments and Exchange Act, with the aim of acquiring all NTT DATA Group Shares and making NTT DATA Group a wholly-owned subsidiary of NTT.

Tender Offer

On May 8, 2025, NTT resolved to acquire all of the NTT DATA Group Shares through the tender offer, and purchased the NTT DATA Group Shares for a total purchase price of ¥1,347.2 billion from May 9, 2025 to June 19, 2025. As a result of the tender offer, the NTT Group's ownership interests in NTT DATA Group increased from 57.73% to 81.75%

Share Consolidation

At the Board of Directors meeting held on July 24, 2025, NTT DATA Group resolved to submit a proposal to an extraordinary general meeting of shareholders to conduct a share consolidation whereby 256,029,428 shares would be consolidated into 1 share, in order to make the Company the sole shareholder of NTT DATA Group. The proposal was approved as originally proposed at the extraordinary general meeting of shareholders held on August 29, 2025. NTT has paid ¥1,024.1 billion as a share acquisition price for any fractional part of less than one share resulting from this share consolidation. As a result, NTT's ownership interests in NTT DATA Group is accounted for as 100% since the day of the resolution and the approval.

The shares acquired through this series of additional acquisitions of the NTT DATA Group Shares were recorded in Investments in subsidiaries and affiliated companies.

Funds for the acquisition

In order to secure the funds for a series of transactions, NTT borrowed from its subsidiary, NTT Finance Corporation.

Auditor's Report

Auditor's Report on Non-Consolidated Financial Statements

Independent Auditor's Report

To the Board of Directors of NTT, Inc.:

Opinion

We have audited the financial statements, which comprise the non-consolidated balance sheet, the non-consolidated statement of income, the non-consolidated statement of changes in shareholders' equity and other net assets and the notes to non-consolidated financial statements, and the accompanying supplementary schedules ("the financial statements and the accompanying supplementary schedules") of NTT, Inc. ("the Company") as at March 31, 2026 and for the year from April 1, 2025 to March 31, 2026 in accordance with Article 436-2-1 of the Companies Act.

In our opinion, the financial statements and the accompanying supplementary schedules referred to above present fairly, in all material respects, the financial position and the results of operations of the Company for the period, for which the financial statements and the accompanying supplementary schedules were prepared, in accordance with accounting principles generally accepted in Japan.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements and the Accompanying Supplementary Schedules* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements of public interest entities in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note "Transaction making NTT DATA Group Corporation a wholly owned subsidiary of NTT" in "Other" to the financial statements, which describes that the Company conducted a series of transactions with the aim of making NTT DATA Group Corporation a wholly owned subsidiary. The Company entered into borrowings from its subsidiary in order to secure the funds necessary to finance the aforementioned transactions.

Our opinion is not modified in respect of this matter.

Other Information

The other information comprises the business report and its supplementary schedules. Management is responsible for the preparation and presentation of the other information. The audit and supervisory committee are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the reporting process for the other information.

Our opinion on the financial statements and the accompanying supplementary schedules does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements and the accompanying supplementary schedules, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements and the accompanying supplementary schedules or our knowledge obtained in the audit, or otherwise

appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management and the Audit and Supervisory Committee for the Financial Statements and the Accompanying Supplementary Schedules

Management is responsible for the preparation and fair presentation of the financial statements and the accompanying supplementary schedules in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of financial statements and the accompanying supplementary schedules that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements and the accompanying supplementary schedules, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern in accordance with accounting principles generally accepted in Japan.

The audit and supervisory committee are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements and the Accompanying Supplementary Schedules

Our objectives are to obtain reasonable assurance about whether the financial statements and the accompanying supplementary schedules as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements and the accompanying supplementary schedules.

As part of our audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements and the accompanying supplementary schedules, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the objective of the audit is not to express an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements and the accompanying supplementary schedules or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate whether the presentation and disclosures in the financial statements and the accompanying supplementary schedules are in accordance with accounting standards generally accepted in Japan, the overall presentation, structure and content of the

financial statements and the accompanying supplementary schedules, including the disclosures, and whether the financial statements and the accompanying supplementary schedules represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the audit and supervisory committee regarding, among other matters, the planned scope and timing of the audit, significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the audit and supervisory committee with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Interest required to be disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Company which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Notes to the Readers of Independent Auditor's Report

This is an English translation of the Independent Auditor's Report as required by the Companies Act of Japan for the conveniences of the reader.

Yutaka Terasawa
Designated Engagement Partner
Certified Public Accountant

Kotetsu Nonaka
Designated Engagement Partner
Certified Public Accountant

Kei Sakayori
Designated Engagement Partner
Certified Public Accountant

KPMG AZSA LLC
Tokyo Office, Japan
May 7, 2026