

[Cover]

[Document Filed]	Extraordinary Report (“ <i>Rinji Hōkokusho</i> ”)
[Filed With]	Director, Kanto Local Finance Bureau
[Filing Date]	June 27, 2022
[Company Name]	Nippon Denshin Denwa Kabushiki Kaisha
[Company Name in English]	NIPPON TELEGRAPH AND TELEPHONE CORPORATION
[Title and Name of Representative]	Akira Shimada, President and Chief Executive Officer
[Address of Head Office]	5-1, Otemachi 1-chome, Chiyoda-ku, Tokyo
[Phone No.]	+81-3-6838-5481
[Contact Person]	Takuro Hanaki, Head of IR, Finance and Accounting Department
[Contact Address]	5-1, Otemachi 1-chome, Chiyoda-ku, Tokyo
[Phone No.]	+81-3-6838-5481
[Contact Person]	Takuro Hanaki, Head of IR, Finance and Accounting Department
[Place Where Available for Public Inspection]	Tokyo Stock Exchange, Inc. (2-1, Nihombashi Kabutocho, Chuo-ku, Tokyo)

1. Reasons for filing

At the 37th Ordinary General Meeting of Shareholders of Nippon Telegraph and Telephone Corporation (“NTT”) held on June 24, 2022, matters were resolved as stated below. NTT is filing this Extraordinary Report pursuant to the provisions of Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Information, etc.

2. Matters to be reported

(1) Date the Ordinary General Meeting of Shareholders was held:

June 24, 2022

(2) Matters resolved:

First Item Distribution of Earned Surplus

- i. Type of asset to be distributed: Cash
- ii. Matters relating to allotment of dividends and total amount of dividends to be distributed:
 - Per share of common stock: ¥60
 - Total amount of dividends: ¥212,551,333,560
- iii. Date on which the dividend becomes effective: June 27, 2022

Second Item Amendments to the Articles of Incorporation

- i. Since the revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) are to become effective on September 1, 2022, NTT has made necessary amendments to its Articles of Incorporation related to the introduction of a system for providing information materials for the General Meeting of Shareholders in electronic format.
- ii. Following the enforcement of the Act Partially Amending the Industrial Competitiveness Enhancement Act and Other Related Laws and Regulations (Act No. 70 of 2021), listed companies that have received confirmation from the Minister of Economy, Trade and Industry and the Minister of Justice may now hold general meetings of shareholders without designating a location (so called “virtual-only general meeting of shareholders”) by stipulating it in their Articles of Incorporation. Therefore, to enable the General Meeting of Shareholders to be held in the future without designating a location, such as in the case of an outbreak of infectious disease, the occurrence of a natural disaster or other such occurrences, NTT has made necessary amendments to its Articles of Incorporation.
- iii. To further enhance and strengthen the audit system, NTT has made necessary amendments to increase the number of Audit & Supervisory Board Members by one to a maximum of six members.

Third Item Election of Ten (10) Members of the Board

Ten Members of the Board were elected: Jun Sawada, Akira Shimada, Katsuhiko Kawazoe, Takashi Hiroi, Akiko Kudo, Ken Sakamura, Yukako Uchinaga, Ryoji Chubachi, Koichiro Watanabe, and Noriko Endo.

Ken Sakamura, Yukako Uchinaga, Ryoji Chubachi, Koichiro Watanabe, and Noriko Endo are Outside Members of the Board.

Fourth Item Election of Two (2) Audit & Supervisory Board Members

Two Audit & Supervisory Board Members were elected: Keiichiro Yanagi and Kensuke Koshiyama. Kensuke Koshiyama is an Outside Audit & Supervisory Board Member.

(3) Status of voting rights:

Number of shareholders holding voting rights	691,552	shareholders
Total number of voting rights	35,379,553	voting rights

(4) Number of voting rights exercised for approval or disapproval of or abstention from each matter resolved, requirements for adopting each resolution and results thereof:

Item	Approval (A) (voting rights)	Disapproval (voting rights)	Abstention (voting rights)	Total number of voting rights exercised (B) (voting rights)	Approval rate ((A)/(B))	Results of resolutions
First Item	29,532,974	17,738	1,064	29,554,616	99.93%	Adopted
Second Item	29,153,179	322,219	76,352	29,554,590	98.64%	Adopted
Third Item						
Jun Sawada	28,271,785	1,278,891	1,059	29,554,575	95.66%	Adopted
Akira Shimada	27,797,593	1,753,088	1,059	29,554,580	94.06%	Adopted
Katsuhiko Kawazoe	29,137,994	381,615	32,137	29,554,586	98.59%	Adopted
Takashi Hiroi	29,138,189	381,411	32,137	29,554,577	98.59%	Adopted
Akiko Kudo	29,176,614	342,998	32,137	29,554,589	98.72%	Adopted
Ken Sakamura	29,247,094	303,586	1,059	29,554,579	98.96%	Adopted
Yukako Uchinaga	29,058,467	492,178	1,059	29,554,544	98.32%	Adopted
Ryoji Chubachi	29,290,588	260,095	1,059	29,554,582	99.11%	Adopted
Koichiro Watanabe	29,301,872	248,777	1,059	29,554,548	99.15%	Adopted
Noriko Endo	28,746,607	804,074	1,059	29,554,580	97.27%	Adopted
Fourth Item						
Keiichiro Yanagi	29,265,649	178,337	107,770	29,554,596	99.02%	Adopted
Kensuke Koshiyama	29,520,369	30,122	1,277	29,554,608	99.88%	Adopted

Notes: (1) Requirements for adopting each of the resolutions are as follows:

- First Item: Majority vote of shareholders entitled to exercise their voting rights present at the meeting.
- Second Item: Two-thirds(2/3) or more vote of shareholders present at the meeting at which shareholders who hold shares representing in the aggregate one-third (1/3) or more of the total number of voting rights of shareholders who are entitled to exercise their voting rights are present.

- Third Item and Fourth Item: Majority vote of shareholders present at the meeting at which shareholders who hold shares representing in the aggregate one-third (1/3) or more of the total number of voting rights of shareholders who are entitled to exercise their voting rights are present.
- (2) “Total number of voting rights exercised” is the sum of the number of voting rights exercised in advance up to and including the day before the Ordinary General Meeting of Shareholders plus the number of voting rights of shareholders who attended the meeting.

- (5) Reason for not including certain voting rights held by shareholders attending the Ordinary General Meeting in the number of voting rights exercised for approval or disapproval of or abstention from each matter resolved:

The sum of the number of voting rights exercised up to and including the day before the meeting and the number of voting rights held by principal shareholders whose votes had been confirmed on the day of the meeting met the approval or rejection requirements for each matter to be resolved.

Accordingly, the number of voting rights held by shareholders (other than principal shareholders) attending the Ordinary General Meeting and exercised for approval, disapproval or abstention have not been included.