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[Document Filed] Extraordinary Report ("Rinji Hōkokusho")

[Filed With] Director, Kanto Local Finance Bureau

[Filing Date] June 20, 2025

[Company Name] Nippon Denshin Denwa Kabushiki Kaisha

[Company Name in English] NIPPON TELEGRAPH AND TELEPHONE CORPORATION

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[Place Where Available for Public Tokyo Stock Exchange, Inc.

Inspection] (2-1, Nihombashi Kabutocho, Chuo-ku, Tokyo)

1. Reasons for filing

At the 40th Ordinary General Meeting of Shareholders of Nippon Telegraph and Telephone Corporation ("NTT" or "the Company") held on June 19, 2025, 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 19, 2025

(2) Matters resolved:

[Company Proposals]

<u>First Item</u> Distribution of Earned Surplus

. Type of asset to be distributed: Cash

ii. Matters relating to allotment of dividends and total amount of dividends to be distributed:

Total amount of dividends: ¥215,210,146,216

iii. Date on which the dividend becomes effective: June 20, 2025

Second Item Amendment to the Articles of Incorporation

(1) Matters regarding change of corporate name

Amendments will be made as necessary to change the corporate name of Nippon Telegraph and Telephone Corporation to NTT, Inc., and to change the corporate names of Nippon Telegraph and Telephone East Corporation and Nippon Telegraph and Telephone West Corporation. The effective date of the amendments will be July 1, 2025

- (2) Matters regarding changes in institutional design, etc.
 - It will be stipulated that the Company shall establish an Audit and Supervisory Committee as a
 corporate organ, new provisions will be established regarding the Audit and Supervisory
 Committee, and provisions will be deleted regarding Audit & Supervisory Board Members
 and the Audit & Supervisory Board,
 - ii. New provisions will be established regarding the number of Members of the Board who are Audit and Supervisory Committee Members and their terms of office,
 - iii. A new provision will be established stating that the Board of Directors may, by resolution of the Board of Directors, delegate all or part of decisions on the execution of important operations,
 - iv. the Company also proposes to amend or delete relevant provisions, change the number of articles, and make other necessary changes

<u>Third Item</u> Election of Ten (11) Members of the Board (excluding Audit and Supervisory Committee Members)

Eleven Members of the Board (excluding Audit and Supervisory Committee Members) were elected: Jun Sawada, Akira Shimada, Takashi Hiroi, Riaki Hoshino, Sachiko Oonishi, Patrizio

Mapelli, Ken Sakamura, Yukako Uchinaga, Koichiro Watanabe, Noriko Endo, and Natsuko Takei. Ken Sakamura, Yukako Uchinaga, Koichiro Watanabe, Noriko Endo, and Natsuko Takei are Outside Members of the Board.

Fourth Item Election of Five (5) Members of the Board who are Audit and Supervisory Committee Members

Five Members of the Board who are Audit and Supervisory were elected: Keiichiro Yanagi, Kanae Takahashi, Kensuke Koshiyama, Hideki Kanda, and Kaoru Kashima. Kensuke Koshiyama, Hideki Kanda, and Kaoru Kashima are Outside Members of the Board.

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

Substitute Member of the Board who is an Audit and Supervisory Committee Member, Natsuko Takei was elected.

<u>Sixth Item</u> Determination of Amount and Other Details of Compensation, etc. for Members of the Board (excluding Audit and Supervisory Committee Members)

New amounts of monetary compensation for Members of the Board (excluding Audit and Supervisory Committee Members) was set at ¥830 million or less annually (of which ¥200 million or less annually is allocated to outside Members of the Board), and the amount paid by the Company to Members of the Board (excluding outside Members of the Board) as funds for acquiring NTT's shares of common stock through the Board Members Shareholding Association System at ¥70 million or less annually, separately from the monetary compensation above.

Seventh Item Determination of Amount of Compensation, etc. for Members of the Board who are Audit and Supervisory Committee Members

Newly amounts of monetary compensation for Members of the Board who are Audit and Supervisory Committee Members was set at ¥200 million or less annually.

<u>Eighth Item</u>
Determination of Amount and Other Details of Performance-Related Stock
Compensation, etc. to Members of the Board (excluding Outside Members of the Board and Audit and Supervisory Committee Members)

A new maximum amount for financial contributions for the Performance-Related Stock Compensation system for the Company's Members of the Board (excluding Outside Members of the Board and Audit and Supervisory Committee Members) was set as ¥150 million per fiscal year (¥450 million over three fiscal years).

[Shareholder Proposals]

Ninth Item Amendment to the Articles of Incorporation (Prohibition against lowering the real wages of general employees other than managers and supervisors)

This item was rejected.

<u>Tenth Item</u> Tenth Item Amendment to the Articles of Incorporation (Equal treatment of company proposals and shareholder proposals in materials for General Meetings of Shareholders and other materials)

This item was rejected.

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

This item was rejected.

<u>Twelfth Item</u> Amendment to the Articles of Incorporation (Formulation and disclosure of a

corporate philosophy)

This item was rejected.

Thirteenth Item Amendment to the Articles of Incorporation (Information disclosure regarding the

capital policy)

This item was rejected.

<u>Fourteenth Item</u> Amendment to the Articles of Incorporation (Criteria for nationality of Members of

the Board)

This item was rejected.

<u>Fifteenth Item</u> Amendment to the Articles of Incorporation (Judgment standard for resolutions of

the Board of Directors)

This item was rejected.

<u>Sixteenth Item</u> Distribution of earned surplus (Special dividend)

This item was rejected.

Seventeenth Item Determination of compensation for granting stock acquisition rights as stock

options to Executive Directors

This item was rejected.

<u>Eighteenth Item</u> Amendment to the Articles of Incorporation aimed at reducing the environmental

impact through electronic provision of informational materials to shareholders

This item was rejected.

(3) Status of voting rights:

Number of shareholders holding voting rights

2,563,004

shareholders

Total number of voting rights

827,653,270

voting rights

(4) Number of voting rights exercised for the 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				
[Company Proposals]										
First Item	649,692,444	1,359,156	40,343	652,559,004	99.56%	Adopted				
Second Item	630,084,419	20,964,888	42,735	652,559,103	96.56%	Adopted				
Third Item										
Jun Sawada	636,367,021	14,677,223	47,247	652,558,552	97.52%	Adopted				
Akira Shimada	633,697,438	17,345,925	47,843	652,558,267	97.11%	Adopted				
Takashi Hiroi	636,846,036	14,197,295	47,843	652,558,235	97.59%	Adopted				
Riaki Hoshino	641,968,942	9,074,966	47,247	652,558,216	98.38%	Adopted				
Sachiko Oonishi	641,366,416	9,677,607	47,247	652,558,331	98.28%	Adopted				
Patrizio Mapelli	641,546,153	9,497,279	47,247	652,557,740	98.31%	Adopted				
Ken Sakamura	641,629,697	9,413,675	47,843	652,558,276	98.33%	Adopted				
Yukako Uchinaga	641,302,047	9,741,343	47,843	652,558,294	98.28%	Adopted				
Koichiro Watanabe	641,601,205	9,442,167	47,843	652,558,276	98.32%	Adopted				
Noriko Endo	641,702,147	9,341,987	47,247	652,558,442	98.34%	Adopted				
Natsuko Takei	641,876,423	9,167,645	47,247	652,558,376	98.36%	Adopted				
Fourth Item										
Keiichiro Yanagi	636,543,906	14,500,350	47,490	652,558,807	97.55%	Adopted				
Kanae Takahashi	636,025,896	15,017,926	47,490	652,558,373	97.47%	Adopted				
Kensuke Koshiyama	642,671,442	8,372,573	47,490	652,558,566	98.48%	Adopted				
Hideki Kanda	641,442,942	9,600,726	47,490	652,558,219	98.30%	Adopted				
Kaoru Kashima	641,710,205	9,333,786	47,490	652,558,542	98.34%	Adopted				
Fifth Item	649,305,484	1,743,931	41,959	652,558,435	99.50%	Adopted				
Sixth Item	648,247,870	2,584,824	259,374	652,559,129	99.34%	Adopted				
Seventh Item	648,463,954	2,545,508	82,701	652,559,224	99.37%	Adopted				
Eighth Item	648,585,028	2,465,227	41,805	652,559,121	99.39%	Adopted				

[Shareholder Proposals]									
Ninth Item	19,841,931	630,846,587	401,356	652,556,935	3.04%	Rejected			
Tenth Item	88,273,983	562,746,042	70,093	652,557,179	13.53%	Rejected			
Eleventh Item	98,566,837	552,452,779	70,271	652,556,948	15.10%	Rejected			
Twelfth Item	19,161,432	631,792,226	136,532	652,557,251	2.94%	Rejected			
Thirteenth Item	27,662,897	623,269,821	157,503	652,557,282	4.24%	Rejected			
Fourteenth Item	18,504,434	632,414,856	170,185	652,556,536	2.84%	Rejected			
Fifteenth Item	19,458,094	631,493,917	138,209	652,557,281	2.98%	Rejected			
Sixteenth Item	23,291,801	627,627,496	171,022	652,557,380	3.57%	Rejected			
Seventeenth Item	18,553,578	632,398,560	138,690	652,557,889	2.84%	Rejected			
Eighteenth Item	19,234,018	631,645,005	208,630	652,554,714	2.95%	Rejected			

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

- First Item, Sixth Item to Eighth Item, Sixteenth Item and Seventeenth Item: Require a majority vote of shareholders entitled to exercise their voting rights present at the meeting.
- Second Item, Ninth Item to Fifteenth Item, and Eighteen Item: Require a 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 at the meeting.
- Third Item to Fifth Item: Require a 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 at the meeting.
- (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 who exercised their voting rights for approval, disapproval or abstention have not been included.