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

[Filed With] Director, Kanto Local Finance Bureau

[Filing Date] June 25, 2021

[Company Name] Nippon Denshin Denwa Kabushiki Kaisha

[Company Name in English] NIPPON TELEGRAPH AND TELEPHONE CORPORATION

[Tile and Name of Representative] Jun Sawada, President and Chief Executive Officer

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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 36th Ordinary General Meeting of Shareholders of Nippon Telegraph and Telephone Corporation ("NTT") held on June 24, 2021, 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, 2021

(2) Matters resolved:

[Company Proposals]

<u>First Item</u> 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: ¥55

iii. Date on which the dividend becomes effective: June 25, 2021

Second Item Determination of Amount and Other Details of Performance-Related Stock

The Second Item is to introduce a new performance-related stock compensation system for the Company's Members of the Board (excluding outside Members of the Board) and establish a new maximum amount for financial contributions of ¥100 million per fiscal year (¥300 million over three fiscal years) for that system.

Third Item Revision of Amount and Other Details of Compensation, etc. for

The Third Item is to change the total amount of compensation, etc. for Members of the Board from the current ¥750 million or less annually to ¥600 million or less annually in monetary compensation (including ¥200 million for outside Members of the Board) and ¥50 million or less annually as an amount payed to Members of the Board (excluding outside Members of the Board) of the Company as funds for the acquisition of NTT's common shares through the Board Members Shareholding Association.

As a result of the above change, compensation, etc. for Members of the Board will be comprised of three components: 1) the amount of monetary compensation: ¥600 million or less annually, 2) the amount paid to Members of the Board as funds to acquire NTT's shares through the Board Members Shareholding Association: ¥50 million or less annually, and 3) the amount contributed for the performance-related stock compensation system: ¥100 million or less annually. Accordingly, the total amount of compensation, etc. will be ¥750 million or less annually, and the pre-existing level will be maintained.

[Shareholder Proposal]

<u>Fourth Item</u> Removal of Director Naoki Shibutani This proposal was rejected.

(3) Status of voting rights:

Number of shareholders holding voting rights 700,138 shareholders Total number of voting rights 36,174,027 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
[Company Proposals]						
First Item	29,866,471	24,481	2,099	29,896,772	99.90%	Adopted
Second Item	29,760,275	131,686	961	29,896,643	99.54%	Adopted
Third Item	29,742,875	133,191	16,842	29,896,629	99.49%	Adopted
[Shareholder Proposal]						
Fourth Item	1,093,387	28,794,367	4,745	29,896,220	3.66%	Rejected

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, 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 denial 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.