

## Appendix

(The underlined represent the revisions)

Current Articles of Incorporation	Proposed Amendment
<p>Article 1. (Corporate Name)</p> <ol style="list-style-type: none"> <li>1. The Company shall be incorporated pursuant to the Act on Nippon Telegraph and Telephone Corporation, Etc. and the name of the Company shall be <u>Nippon Denshin Denwa Kabushiki Kaisha</u>.</li> <li>2. The name of the Company in English translation shall be <u>Nippon Telegraph and Telephone Corporation</u>.</li> </ol> <p>Article 2. (Purpose)</p> <ol style="list-style-type: none"> <li>1. The purpose of the Company shall be to hold all the shares which both <u>Nippon Telegraph and Telephone East Corporation</u> and <u>Nippon Telegraph and Telephone West Corporation</u> (hereinafter referred to as the “Regional Companies”) respectively issue and to ensure proper and stable provision of telecommunications services by the Regional Companies as well as to conduct research relating to the telecommunications technologies that will form the foundation for telecommunications.</li> <li>2. The Company shall engage in the following business activities: <ol style="list-style-type: none"> <li>(1) (Omitted)</li> <li>(2) (Omitted)</li> <li>(3) (Omitted)</li> <li>(4) such business activities as are incidental to the business activities of the preceding three items.</li> </ol> </li> <li>3. The Company may, besides the business activities <u>referred to</u> in the preceding paragraph, engage in business activities necessary to achieve the purpose of the Company.</li> </ol> <p>Article 5. (Organs)</p> <p>The Company shall, besides the general meeting of Shareholders and the Members of the Board, have the following organs:</p> <ol style="list-style-type: none"> <li>(1) Board of Directors;</li> <li>(2) <u>Audit &amp; Supervisory Board Members</u>;</li> <li>(3) <u>Audit &amp; Supervisory Board</u>; and</li> <li>(4) Accounting Auditor.</li> </ol> <p>Article 11. (Share Handling Regulations)</p> <p>Administrative work related to the Company’s</p>	<p>Article 1. (Corporate Name)</p> <ol style="list-style-type: none"> <li>1. The Company shall be incorporated pursuant to the Act on Nippon Telegraph and Telephone Corporation, Etc. and the name of the Company shall be <u>NTT Kabushiki Kaisha</u>.</li> <li>2. The name of the Company in English translation shall be <u>NTT, Inc.</u></li> </ol> <p>Article 2. (Purpose)</p> <ol style="list-style-type: none"> <li>1. The purpose of the Company shall be to hold all the shares which both <u>NTT EAST, Inc.</u> and <u>NTT WEST, Inc.</u> (hereinafter referred to as the “Regional Companies”) respectively issue and to ensure proper and stable provision of telecommunications services by the Regional Companies as well as to conduct research relating to the telecommunications technologies that will form the foundation for telecommunications.</li> <li>2. The Company shall engage in the following business activities: <ol style="list-style-type: none"> <li>(1) (No changes)</li> <li>(2) (No changes)</li> <li>(3) (No changes)</li> <li>(4) such business activities as are incidental to the business activities of the preceding three items.</li> </ol> </li> <li>3. The Company may, besides the business activities <u>prescribed</u> in the preceding paragraph, engage in business activities necessary to achieve the purpose of the Company.</li> </ol> <p>Article 5. (Organs)</p> <p>The Company shall, besides the general meeting of Shareholders and the Members of the Board, have the following organs:</p> <ol style="list-style-type: none"> <li>(1) Board of Directors;</li> <li>(2) <u>Audit and Supervisory Committee</u>; and</li> <li>(3) Accounting Auditor.</li> </ol> <p>Article 11. (Share Handling Regulations)</p> <p>Administrative work related to the Company’s</p>

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.

Article 13. (Transfer Agent)

1. (Omitted)
2. The transfer agent, its location and the scope of its authority shall be determined by a resolution of the Board of Directors and public notice shall be given with respect thereto.

Article 20. (Number of Members of the Board)

There shall be no more than fifteen (15) Members of the Board of the Company.  
(New Article)

Article 21. (Election of Members of the Board)

1. (Omitted)
  2. (Omitted)
- (New Article)

Article 22. (Term of Office of Members of the Board)

1. The term of office of Members of the Board shall expire at the conclusion of the Ordinary General Meeting of Shareholders relating to the last business year ending within two (2) years from their assumption of office.

(New Article)

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 13. (Transfer Agent)

1. (No changes)
2. The transfer agent, its location and the scope of its authority shall be determined by a resolution of the Board of Directors, or by a Member of the Board delegated by a resolution of the Board of Directors, and public notice shall be given with respect thereto.

Article 20. (Number of Members of the Board)

1. There shall be no more than seventeen (17) Members of the Board of the Company.
2. Of the Members of the Board described in the preceding paragraph, no more than five (5) Members of the Board shall be Members of the Audit and Supervisory Committee.

Article 21. (Election of Members of the Board)

1. (No changes)
2. (No changes)
3. The effect of a resolution electing a substitute Member of the Board who is an Audit & Supervisory Committee Member shall expire upon the commencement of the Ordinary General Meeting of Shareholders relating to the last business year ending within two (2) years after such Board Member's assumption of office.

Article 22. (Term of Office of Members of the Board)

1. The term of office of Members of the Board (excluding Audit and Supervisory Committee Members) shall expire at the conclusion of the Ordinary General Meeting of Shareholders relating to the last business year ending within one (1) year from their assumption of office.
2. The term of office of Members of the Board who are Audit and Supervisory Committee

<p>2. The term of office of any Member of the Board elected to fill a vacancy or elected because of <u>an increase in number shall be the same as the remainder of the term of office of the other Members of the Board.</u></p> <p>Article 23. (Election of Representative Members of the Board and Members of the Board with Specific Powers)</p> <p>1. The Members of the Board shall elect from among its members one (1) President.</p> <p>2. ~ 4. (Omitted)</p> <p>5. The Board of Directors may elect one (1) or more Members of the Board from among its members to be Representative Members of the Board of the Company, in addition to the President.</p> <p>6. (Omitted)</p> <p>7. When the President is unable to act, one of the other Members of the Board shall act on his or her behalf in accordance with the order predetermined by a resolution of the Board of Directors.</p> <p>Article 24. (Meetings of the Board of Directors)</p> <p>1. (Omitted)</p> <p>2. ~ 3. (Omitted)</p> <p>4. Notice of a meeting of the Board of Directors shall be dispatched to each Member of the Board <u>and Audit &amp; Supervisory Board Member</u> no later than three (3) days prior to the date of the meeting. Such period of notice may, however, be shortened in case of urgency.</p> <p>5. ~ 7. (Omitted)</p> <p>(New Article)</p>	<p><u>Members shall expire at the conclusion of the Ordinary General Meeting of Shareholders relating to the last business year ending within two (2) years from their assumption of office.</u></p> <p>3. The term of office of any Member of the Board who is an Audit and Supervisory Committee Member elected as a substitute for an Audit and Supervisory Committee Member of the Board who has retired before the expiration of their term shall be the same as the remainder of the term of office of the retired Audit and Supervisory Committee Member.</p> <p>Article 23. (Election of Representative Members of the Board and Members of the Board with Specific Powers)</p> <p>1. The Members of the Board shall elect from among its members <u>(excluding Audit and Supervisory Committee Members)</u> one (1) President.</p> <p>2. ~ 4. (No changes)</p> <p>5. The Board of Directors may elect one (1) or more Members of the Board from among its members <u>(excluding Audit and Supervisory Committee Members)</u> to be Representative Members of the Board of the Company, in addition to the President.</p> <p>6. (No changes)</p> <p>7. When the President is unable to act, one of the other Members of the Board <u>(excluding Audit and Supervisory Committee Members)</u> shall act on his or her behalf in accordance with the order predetermined by a resolution of the Board of Directors.</p> <p>Article 24. (Meetings of the Board of Directors)</p> <p>1. (No changes)</p> <p>2. ~ 3. (No changes)</p> <p>4. Notice of a meeting of the Board of Directors shall be dispatched to each Member of the Board no later than three (3) days prior to the date of the meeting. Such period of notice may, however, be shortened in case of urgency.</p> <p>5. ~ 7. (No changes)</p> <p><u>Article 26. (Delegation of Decisions on Execution of Important Operations)</u>  <u>Pursuant to the provisions of Article 399-13, Paragraph (6) of the Companies Act, the Company may, by a resolution of the Board of Directors,</u></p>
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<p>Article 26. (Exemption of Members of the Board from Liabilities) (Omitted)</p> <p>CHAPTER V. <u>AUDIT &amp; SUPERVISORY BOARD MEMBERS AND AUDIT &amp; SUPERVISORY BOARD</u></p> <p><u>Article 27. (Number of Audit &amp; Supervisory Board Members)</u> <u>There shall be no more than six (6) Audit &amp; Supervisory Board Members of the Company.</u></p> <p><u>Article 28. (Election of Audit &amp; Supervisory Board Members)</u> <u>Audit &amp; Supervisory Board Members shall be elected at a general meeting of Shareholders by a majority vote of Shareholders present at a meeting at which Shareholders entitled to exercise their voting rights present hold shares representing in the aggregate one-third (1/3) or more of voting rights of all the Shareholders.</u></p> <p><u>Article 29. (Term of Office of Audit &amp; Supervisory Board Members)</u> 1. <u>The term of office of Audit &amp; Supervisory Board Members shall expire at the conclusion of the Ordinary General Meeting of Shareholders held relating to the last business year ending within four (4) years from their assumption of office.</u> 2. <u>The term of office of any Audit &amp; Supervisory Board Member elected to fill a vacancy shall be the same as the remainder of the term of office of his or her predecessor.</u></p> <p><u>Article 30. (Full-time Audit &amp; Supervisory Board Members)</u> The <u>Audit &amp; Supervisory Board</u> shall, by its resolution, elect one (1) or more full-time <u>Audit &amp; Supervisory Board</u> Members.</p> <p><u>Article 31. (Meetings of Audit &amp; Supervisory Board)</u> 1. Notice of a meeting of the <u>Audit &amp; Supervisory Board</u> shall be dispatched to each <u>Audit &amp; Supervisory Board</u> Member no later than three (3) days prior to the date of the</p>	<p><u>delegate all or part of decisions on the execution of important operations (excluding the matters set forth in each item of paragraph (5) of the same Article) to Members of the Board.</u></p> <p>Article <u>27</u>. (Exemption of Members of the Board from Liabilities) (No changes)</p> <p>CHAPTER V. <u>AUDIT AND SUPERVISORY COMMITTEE</u></p> <p>(Deleted)</p> <p>(Deleted)</p> <p>(Deleted)</p> <p>Article <u>28</u>. (Full-time <u>Audit and Supervisory Committee</u> Members) The <u>Audit and Supervisory Committee</u> shall, by its resolution, elect one (1) or more full-time <u>Audit and Supervisory Committee</u> Members.</p> <p>Article <u>29</u>. (<u>Meetings of Audit and Supervisory Committee</u>) 1. Notice of a meeting of the <u>Audit and Supervisory Committee</u> shall be dispatched to</p>
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<p>meeting. Such period of notice may, however, be shortened in case of urgency.</p> <p>2. Unless otherwise provided by laws or regulations, resolutions at a meeting of the <u>Audit &amp; Supervisory Board</u> shall be adopted by a majority vote of the <u>Audit &amp; Supervisory Board Members</u>.</p> <p>3. Unless otherwise provided by laws or regulations or by these Articles of Incorporation, any other matters with respect to the <u>Audit &amp; Supervisory Board</u> shall be governed by the Regulations of the <u>Audit &amp; Supervisory Board</u> established by the <u>Audit &amp; Supervisory Board</u>.</p> <p><u>Article 32. (Exemption of Audit &amp; Supervisory Board Members from Liabilities)</u></p> <p><u>The Company may, pursuant to the provisions of Article 426, Paragraph 1 of the Companies Act, exempt Audit &amp; Supervisory Board Members (including former Audit &amp; Supervisory Board Members) from their liabilities as provided in Article 423, Paragraph 1 of the Companies Act to the extent permitted by laws or regulations pursuant to a resolution of the Board of Directors.</u></p> <p><u>The Company may, pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, enter into agreements with Audit &amp; Supervisory Board Members limiting their liabilities as provided in Article 423, Paragraph 1 of the Companies Act; provided, however, that said limits on liability based on agreements shall be limited to the extent permitted by laws or regulations.</u></p> <p>Article <u>33</u>. (Business Year) (Omitted)  (New Article)</p>	<p>each <u>Audit and Supervisory Committee Member</u> no later than three (3) days prior to the date of the meeting. Such period of notice may, however, be shortened in case of urgency.</p> <p>2. Unless otherwise provided by laws or regulations, resolutions at a meeting of the <u>Audit and Supervisory Committee</u> shall be adopted by a majority vote of the <u>Audit and Supervisory Board Committee Members at which majority of the Audit and Supervisory Board Committee Members eligible to vote are in attendance</u>.</p> <p>3. Unless otherwise provided by laws or regulations or by these Articles of Incorporation, any other matters with respect to the <u>Audit and Supervisory Committee</u> shall be governed by the Regulations of the <u>Audit and Supervisory Committee</u> established by the <u>Audit and Supervisory Committee</u>.</p> <p>(Deleted)</p> <p>Article <u>30</u>. (Business Year) (No changes)</p> <p><u>Article 31. (Organ for Determining Distributions of Surplus, etc.)</u></p> <p><u>The Company may determine the matters set forth in each item of Article 459, Paragraph 1 of the Companies Act, including the distribution of</u></p>
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<p>Article <u>34</u>. (Distributions of Surplus, etc.) (Omitted)</p> <p>Article 35. (Interim Dividends)</p> <p>1. Pursuant to Article 151, Paragraph 1 of the Book-Entry Transfer Act, the Company shall, <u>by resolution of the Board of Directors</u>, be entitled to make distributions of surplus <u>in accordance with Article 454, Paragraph 5 of the Companies Act</u> (hereinafter referred to as “interim dividends”) to Shareholders as identified by notice to the Company from the transfer institution, or persons designated as pledgees of such shares as identified by such notice to the Company from the transfer institution, on the 30th day of September of each year as stipulated in Paragraph 1 of the preceding Article.</p> <p>2. (Omitted)</p> <p>(New Article)</p> <p>(New Article)</p>	<p><u>surplus, by resolution of the Board of Directors, except as otherwise provided by laws and regulations.</u></p> <p>Article <u>32</u>. (Distributions of Surplus, etc.) (No changes)</p> <p>Article <u>33</u>. (Interim Dividends)</p> <p>1. Pursuant to Article 151, Paragraph 1 of the Book-Entry Transfer Act, the Company shall be entitled to make distributions of surplus (hereinafter referred to as “interim dividends”) to Shareholders as identified by notice to the Company from the transfer institution, or persons designated as pledgees of such shares as identified by such notice to the Company from the transfer institution, on the 30th day of September of each year as stipulated in Paragraph 1 of the preceding Article.</p> <p>2. (No changes)</p> <p>(Supplementary Provisions)</p> <p><u>Article 1.</u> <u>The amendments to Article 1 and Article 2, Paragraph 1 of the Articles of Incorporation shall take effect on July 1, 2025. Upon the effective date of the amendment of Article 1 and Article 2, Paragraph 1 of the Articles of Incorporation, this Article shall be deleted and the following paragraph shall be renumbered accordingly.</u></p> <p><u>Article 2.</u> <u>Pursuant to Article 426, Paragraph 1 of the Companies Act, the Company may, by resolution of the Board of Directors, to the extent permitted by laws and regulations, exempt members of the Audit &amp; Supervisory Board (including former members) from liability under Article 423, Paragraph 1 of the Companies Act, for neglecting their duties prior to the effective date of the partial amendment to the Articles of Incorporation resolved at the 40th Ordinary General Meeting of Shareholders.</u></p>
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