

**RESOLUTIONS ADOPTED AT THE ORDINARY GENERAL MEETING OF SHAREHOLDERS  
ON JUNE 24, 2009**

June 24, 2009

To the Shareholders

From: Representative Director and President  
Satoshi Miura  
Nippon Telegraph and Telephone Corporation  
3-1, Otemachi 2-chome, Chiyoda-ku, Tokyo

**Re: Resolutions adopted at the 24th Ordinary General Meeting of Shareholders**

This is a notice on the matters presented and resolved at the 24th Ordinary General Meeting of Shareholders held today.

**Matters Presented:**

1. Report on the business report, consolidated balance sheet, consolidated statement of income, consolidated statement of shareholders' equity and audit results of independent auditors and corporate auditors for the 24th fiscal year (from April 1, 2008 to March 31, 2009).
2. Report on the non-consolidated balance sheet, non-consolidated statement of income and non-consolidated statement of shareholders' equity for the 24th fiscal year (from April 1, 2008 to March 31, 2009).

The above matters were presented.

**Matters Resolved:**

**First Item** Distribution of Retained Earnings as Dividends

It was resolved as proposed that a year-end dividend of ¥55 per share be paid.

**Second Item** Partial Amendment of the Articles of Incorporation

The item was resolved as proposed. The main changes were as follows:  
These amendments to the Articles of Incorporation delete or modify provisions relating to share certificates and beneficial owners and make other necessary changes throughout the Articles of Incorporation in connection with the conversion of share certificates of listed companies to electronic form which took effect upon the implementation of the "Law for Partial Amendment to the Law Concerning Book-Entry Transfer of Corporate Bonds and Other Securities for the Purpose of Streamlining the Settlement of Trades of Stocks and Other Securities (Law No. 88 of 2004)" ("Settlement Streamlining Law"); the amendments also provide, as supplementary provisions, transitional measures regarding the register of lost share certificates and transitional measures regarding the rights of persons who were holders of fractional shares. In addition, to make the content clearer, the Articles of Incorporation were being amended to ensure consistency of expression.

**Third Item** Election of two Directors

It was resolved as proposed that the following two persons be elected as Directors:  
Messrs. Hiromichi Shinohara and Tetsuya Shouji.

Notes:

1. The above resolved items 1, 2 and 3 were also approved by the Minister of Internal Affairs and Communications today in accordance with the Law Concerning Nippon Telegraph and Telephone Corporation, etc.
2. At the Meeting of the Board of Directors held after this Ordinary General Meeting of Shareholders, the following person was elected as Director and Executive Vice President: Mr. Yasuyoshi Katayama.

**Payment for the 24th fiscal year year-end dividends**

1. Please find enclosed the “Notice of dividend” and “Confirmation of your account” for those shareholders who wish to receive payment of the dividend by transfer of funds to a financial institution designated by you and the “Notice of dividend” and “How to receive payment of the dividend” for those shareholders who wish to receive payment of the dividend according to the “dividends in proportion to the number of shares held per account” allocation method.
2. For other shareholders, please find enclosed the “Postal order for the 24th fiscal year year-end dividend” and collect your dividends at your nearest Japan Post Bank branch or post office (as a bank agency) as soon as possible.