

Management System and CSR

One important management priority for a corporation is to ensure that its internal organization fulfills its respective roles efficiently and legally in the course of steadily executing strategies to achieve the corporation's vision. Another crucial management issue for a corporation today is to remain appropriately engaged with society and to look for ways to contribute to society in a distinctive manner as it delivers sustained growth. For its part, DOCOMO also sees its management system and CSR activities as important strengths, and is working to improve both of these areas on a daily basis.

Corporate Governance

Basic Approach

Guided by its corporate philosophy of "creating a new world of communications culture," DOCOMO's management policy is to maximize corporate value so as to earn a high degree of trust and recognition from shareholders and customers. To this end, the Company will help to achieve a vibrant and enriched society by promoting mobile multi-media through the provision of services useful to customers' lives and businesses. At the same time, we will strive to enhance and bolster our core businesses with an emphasis on promoting wider adoption of FOMA services.

We believe that maintaining effective corporate governance is crucial to continuously increasing corporate value. Aiming to achieve the goal of ensuring promptness, transparency and soundness in our business management, we have been working to establish a governance structure that allows us to both make management decisions without delay and reinforce our audit and internal controls, as well as to improve our communications with stakeholders.

Governance Structure

The Company has adopted a corporate governance structure led by the Board of Directors, which makes decisions on execution of important business and supervises the execution of duties by directors; and the corporate auditors/Board of Corporate Auditors, which audits the execution of duties by directors independently of the Board of Directors.

Also, the Company has introduced the corporate officer system and transferred a portion of business execution authority from the Board of Directors to the representative directors, corporate officers, and executive officers to enable agile business execution by the responsible corporate officers.

Furthermore, more than half of the members of the Board of Directors are assigned the responsibility of serving concurrently as corporate officers. As a result, the effectiveness of the mutual supervision of the

members of the Board of Directors in business execution is enhanced, and the management supervision function is strengthened.

Business Execution and Management Supervision System

The Board of Directors consists of 13 members, including one outside director. In principle, the Board of Directors meets once a month, and extraordinary meetings are convened if necessary. In this way, decisions are made on important business matters, status reports are received as needed from Board of Directors members assigned the responsibility for business execution, and management supervision is implemented. For decision making on important matters related to business execution, the Company has established the Management Committee, which includes the president and chief executive officer, senior executive vice presidents, executive vice presidents and full-time corporate auditors. The Management Committee meets in principle once a week, and extraordinary meetings are convened if necessary, to enable flexible, rapid decision-making by the president.

Audit Structure

The Board of Corporate Auditors consists of five members, including three outside corporate auditors. The Board of Corporate Auditors in principle meets once a month to make decisions on audit policies, plans, methods, and other important issues relating to the audit of the Company. Each corporate auditor, in accordance with audit policies and audit plans determined by the Board of Corporate Auditors, attends important meetings, such as meetings of the Board of Directors, and receives reports from directors, examines important documents, and conducts on-site examinations of the head office, major work sites, and major subsidiaries. In this way, corporate auditors appropriately conduct audits of the status of execution of duties by the directors and report to the Board of Corporate Auditors on the status

Relationship With Parent Company

The corporate group led by our parent company, NIPPON TELEGRAPH AND TELEPHONE CORPORATION (NTT), operates the following main businesses: the regional communications business, the long distance and international communications business, the mobile communications business and the data communications business. As of March 31, 2010, NTT owned 66.43% of the voting rights of the Company and was in a position to influence the Company's management decision-making through the exercise of majority shareholder rights. However, the Company has its own management responsibility and conducts operational management in accordance with its own decision-making.

IR Activities and Programs for Investors

Our efforts to achieve transparency in management include timely and fair disclosure of management information, enabled by developing disclosure controls and procedures. In particular, the Company is implementing IR activities with an emphasis on fair disclosure, such as streaming results presentations in real time. Furthermore, we are working to create opportunities for direct communication between our top management and investors, such as through presentations for institutional investors in Japan and overseas and IR seminars targeted at individual investors. Meanwhile, we simultaneously disseminate IR information over the Internet. The opinions the Company receives are duly considered in the management of the Company and are also shared internally to improve our services and operating results.

Status of IR-related activities

| | Supplementary explanation | Briefing by representative in person |
|---|--|--------------------------------------|
| Regular presentations held for individual investors | We hold presentations for individual investors, in which the president explained recent results, future initiatives, and the return of profits to shareholders, among other topics. In fiscal 2009, we held presentations in Tokyo in July 2009 and in Osaka in December 2009. More than 200 people attended each event. | Yes |
| Regular presentations held for securities analysts and institutional investors | Quarterly results are explained by either the president or the senior executive vice presidents, as well as by the corporate officers in charge of corporate finance, corporate planning, sales and other areas. We also hold presentations when announcing new products and services to provide detailed product or service explanations, and to explain sales forecasts, among other matters. Moreover, we brief investors on the status of our businesses at conferences sponsored by securities companies. In fiscal 2009, we held presentations in April, May, July, October, November and December 2009 as well as in January and March 2010. | Yes |
| Regular presentations held for overseas investors | We provide a live streaming broadcast of the aforementioned presentations for securities analysts and institutional investors with simultaneous interpretation in English on our web site. We also hold individual meetings as necessary, mainly in Western countries and Asia, to explain recent results, future initiatives, and the return of profits to shareholders, among other matters. | Yes |
| IR materials posted on the Company's web site | We post a variety of information on our web site, including monthly and quarterly operational and financial data, video and presentation documents for results presentations, and a special web site for individual investors. We also post earnings information, securities reports, and briefing documents. DOCOMO's IR web site: http://www.nttdocomo.co.jp/english/corporate/ir/ | Yes |
| IR-related departments assignment (of person in charge) | The departments involved with IR are the IR Department and the General Affairs Department. The corporate officer responsible for IR is a senior executive vice president. The liaison officers are the Head of Investor Relations and the Senior Manager in the General Affairs Department. | |

Initiatives to invigorate the general meeting of shareholders and promote efficient voting

Supplementary explanation

| | |
|---|--|
| Early mailing of convocation notices for the general meeting of shareholders | In 2010, we mailed convocation notices seven days before the statutory cut-off date (22 days before the general meeting date). |
| Scheduled the general meeting of shareholders so as to avoid days on which shareholder meetings are concentrated | In 2010, we held the Ordinary General Meeting of Shareholders on June 18 (Friday). |
| Electronic voting | <ul style="list-style-type: none"> • Enabled voting from Internet-enabled mobile phones and PCs • Enabled voting via the electronic proxy voting platform for institutional investors operated by Investors Communications Japan (ICJ) |
| Others | <ul style="list-style-type: none"> • We made convocation notices available both in Japanese and English on our web site. • We provided video streaming of the General Meeting of Shareholders over the Internet (live recording). • We set up a “communications lounge” at a separate venue on the same day as the General Meeting of Shareholders to showcase our initiatives and services, etc. |

Interview with Outside Corporate Auditor

Q1. What are your views on DOCOMO's governance practices?

DOCOMO's governance encompass three clearly defined goals. The first is to provide services that are useful to customers. The second is to ensure quality management that is attuned to the views of our shareholders. The third is to create an environment that is easy for employees to work in. To fulfill these goals, DOCOMO needs to comply with all laws and regulations while consistently generating profits, and it needs to have effective control functions to pursue transparency and ensure sound business management.

DOCOMO is a special listed company in that more than 60% of its shares are held by NTT, which raises some concerns in governance about problems connected with having a listed parent company and with conflicts of interest between shareholders. Auditors therefore confer regularly with management to ensure that its business practices are efficient, highly transparent, and sound, and that they also work in the interests of minority shareholders.

I believe DOCOMO's internal governance controls display the Company's typical excellence. First, it has created a work environment that allows employees to work efficiently and in keeping with regulations. This facilitates early detection and internal reporting of problems with employee behavior, which helps management resolve any issues promptly before they cause large problems. In addition, partially because DOCOMO was founded 20 years ago and is a relatively new member of the NTT Group, the Company is an exceptionally “clean” company. I believe this truly reflects sound governance practices. I have a real sense that DOCOMO's excellent management team puts these advantages to good use for stable and sound business operations.

Corporate Auditor Takaaki Wakasugi

Professor, School of Business Administration,
Tokyo Keizai University
Outside Director, Nissui, Ltd.



Q2. What should DOCOMO do to further enhance governance?

The mobile communications market is reaching maturity in terms of subscriptions. Given this trend, I believe it is imperative to clearly define a vision for the future in which healthy earnings can be generated from customers using their mobile phones, both in Japan and abroad. In mature markets, increasing earnings while also aggressively cutting costs is an important management priority. DOCOMO urgently needs to examine business models that will ensure its survival under these challenging business conditions.

My work is to audit for compliance with laws and for the appropriateness of business strategies. At this junction in DOCOMO's development, I consider auditing for appropriateness of business strategies to be the more important task. This duty may not originally lie with the outside auditor for a company, but I want to encourage the Company by making positive recommendations for improving management. I hope to continue making such recommendations from a forward-looking perspective by regularly meeting with the Board of Directors and the management team.

Internal Control

Basic Policy for Internal Control

In accordance with the Basic Policy on Fortifying Internal Control Systems, as approved by the Board of Directors, we maintain a system for the purpose of securing rigorous compliance with laws and regulations, business effectiveness and efficiency, and financial reporting reliability. We regularly evaluate that system's effectiveness and implement improvements as needed. These initiatives are centered on the Internal Control Committee.

The Internal Audit Department, which is independent from other business execution, objectively tests and evaluates the status of business execution at departments in the head office, regional offices, and branches, and implements monitoring with the objective of improving internal control.

Risk Management

We strive to strengthen risk management with the basic policy of identifying and responding to business risk as early as possible. Specifically, in accordance with our Risk Management Principles, business risks are regularly identified, and the Internal Control Committee designates risks that require company-wide management. Management policies for those identified risks are formulated, and appropriate efforts are made to prevent such risks from materializing and to prepare for a quick response should they occur.

Ethics and Legal Compliance

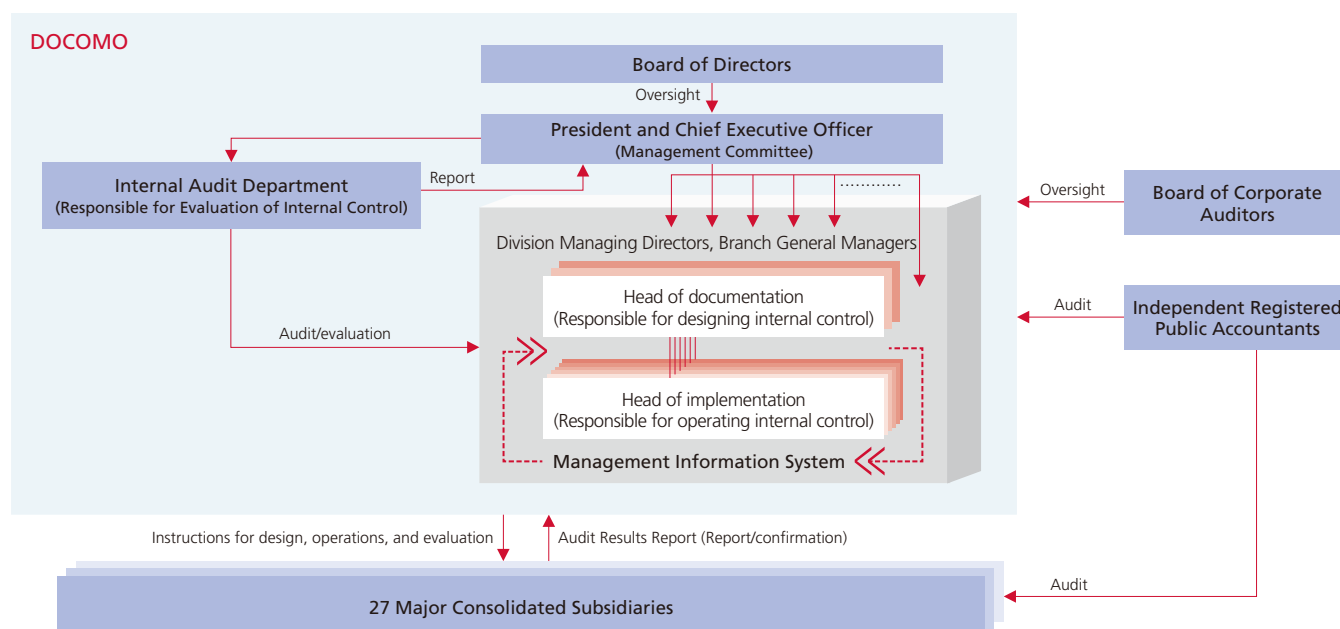
Each of our employees is instructed to follow the NTT DOCOMO Group Code of Ethics. Ensuring that activities are based on high ethical standards is the foundation of our compliance management. In addition, in order to increase the effectiveness of compliance management, we have strengthened the compliance promotion system, which is centered on Compliance Promotion Committees, and are building an information consultation system pertaining to compliance with ethics and laws. In addition, all divisions have employees with responsibility for compliance promotion, and at least once a year we implement employee education and training in ethics and legal compliance related to their duties. We have carried out initiatives to enhance awareness of compliance on a company-wide basis. In fiscal 2009, these included a training program to nurture risk and compliance leaders in each division, in which a total of 694 employees participated, and a compliance awareness survey of every employee, the results of which were reflected in our various measures to ensure compliance.

Ensuring Reliability of Financial Reporting

To meet the requirements of the Sarbanes-Oxley Act and the Financial Instruments and Exchange Act of Japan, we employ the COSO (the Committee of Sponsoring Organizations of the Treadway Commission) framework for the design, operation, and evaluation of our internal control system related to financial reporting. In fiscal 2009, we evaluated the Company and 27 major consolidated subsidiaries, and concluded that internal control over financial reporting was effective.

Sarbanes-Oxley Act, Section 404 Organization Chart

As of July 1, 2010



Information Management

Enhancement of Information Management System

The DOCOMO Group has been entrusted with personal information (customer information) for approximately 56 million people, and accordingly ensuring information security is an important management issue.

As a telecommunications company with public-oriented operations, the rigorous management and protection of customer information is our most important duty. In recognition of this, we have assigned the position of Chief Privacy Officer (CPO) to the Senior Executive Vice President level. The CPO heads the Information Management Committee, which meets on a regular basis. The committee considers and promotes personal information protection measures. In addition, to advance integrated information management, we have established information security departments and each work site has an employee who is responsible for information management. Outside contractors who perform work for the Company are required to designate a person responsible for the handling of that work for each organization and policy. We have established and are advancing a system that assigns responsibility for personal information management in each organization and operation.

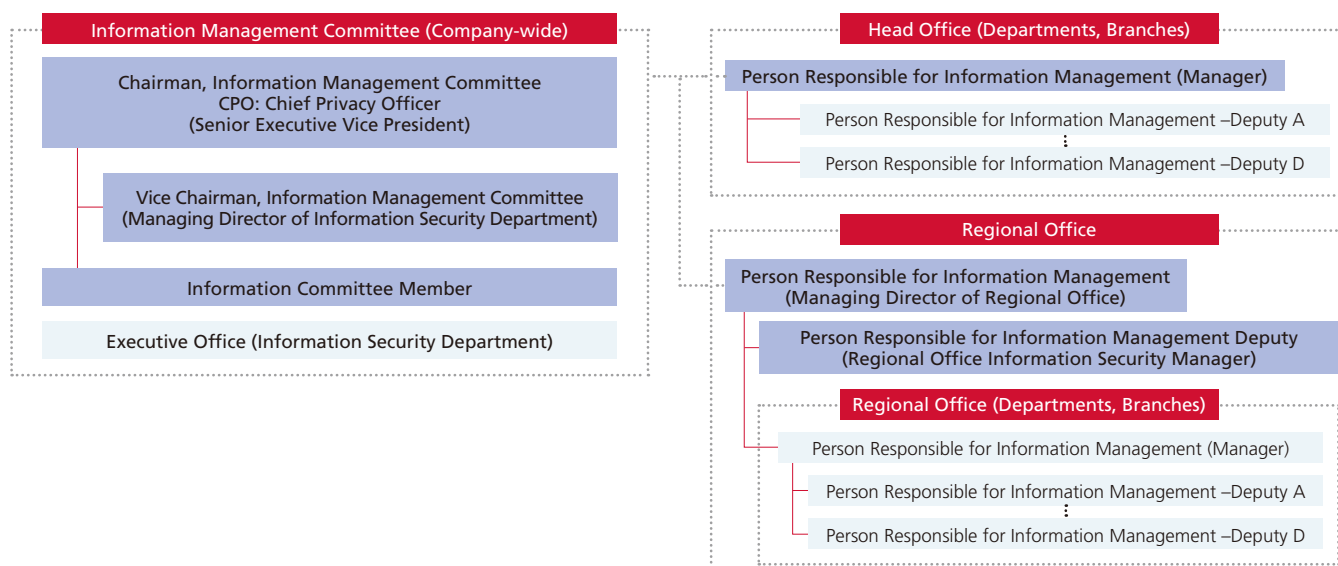
Formulation of Management and Administration Rules

To fulfill our obligations, in regard to the handling of information of customers, shareholders, employees, etc., we have systematically formulated internal regulations in accordance with the Personal Information Protection Act and the guidelines of related government ministries and agencies, clarified internal rules regarding information management, and formulated and announced a privacy policy that clarifies detailed handling policies in accordance with basic principles regarding customer information protection.

(<http://www.nttdocomo.co.jp/english/utility/privacy/>)

Information Management System

As of July 1, 2010



Specific Initiatives

In working to strengthen information management, we are advancing and developing the following safety management measures:

(1) Physical Security

- Restrictions on numbers of information management terminals, continuous optimization of installed locations and authorized people
- Rigorous control of the lending and checking-out of portable information terminals (laptop PCs, etc.)
- Secure storage of all types of recording media, and strict control of number stored and checking-in and checking-out
- Consolidation and special monitoring of terminals used to extract large amounts of customer information (lists) (Restricted room entry/Biometric identity confirmation at entry and exit/Usage-prevention and encryption measures for media/Implementation of continuous monitoring through monitoring cameras)
- Transition to paperless handling of documents, such as customer applications

(2) Human Security

- Implementation of information management training (at least once a year) for all employees, from top management to temporary employees, for Group companies, and for customer service agents (*docomo Shops*, etc.)
- Production and distribution of various tools for use in information management training
- Confirmation of implementation of information management training and evaluation of effectiveness (use of e-learning, etc.)

(3) Technical Security

- Periodic, mandatory password changes for information management terminals
- Information system access-log retention and periodic (monthly) checks
- Introduction of biometric identity confirmation for use of customer information management systems
- Stricter customer information search parameters
- Prevention of misdirected faxes through the introduction of virtual private networking (VPN) for fax lines (secure fax)
- Introduction of encryption software for information system terminals

(4) Organizational Security

- Establishment of system for assignment of responsibility for information management
- Advance confirmation of personal information management status prior to conclusion of consignment contracts
- Mandatory conclusion of information protection agreements and receipt of written pledges from all employees
- Uniform, periodic inspections at all work sites handling customer information and audits by the head office

Corporate Social Responsibility (CSR)

We connect people to people, and people to their world. We open the door to the future.
In accordance with its CSR Message, DOCOMO implements CSR activities with the aim of creating abundance and comfort in life and culture.

DOCOMO'S CSR Activities

CSR occupies an important position at the heart of DOCOMO's management approach, and promotion of CSR is a key tenet of DOCOMO's medium-term management vision, "Change and Challenge," formulated in October 2008. Our aim is to further develop our business by

helping, through our business activities, to realize a safe, secure and sustainable society in which all people can enjoy abundance and convenience. Our CSR Message has been developed with this role for DOCOMO in mind.

CSR Message of NTT DOCOMO

We connect people to people, and people to their world. We open the door to the future.

Any time, any place, we connect people to people, and people to the future.
 That is our mission at DOCOMO, in our aim to be a "Relation Service Company."

We listen to each individual customer and to society.

We innovate toward the future.

We create abundance and convenience in life and culture.

We address issues of the global environment and society, as part of our commitment to contribute to sustainable development of the society.

Working for the individual user

We carefully design our services so that all of our customers will find them convenient and easy to use.

Reliable quality

We provide stable communications quality everywhere and at all times, and offer critical communications functions even in disasters and other emergency situations.

Safe and secure

We make a serious effort to deal with information security and other issues that arise in society as a result of the use of communications technologies.

Protecting the global environment

We reduce environmental impact in each process of our business activities, and work closely with our customers to protect the global environment.

Principal Initiatives

Conservation of the global environment

We have formulated the DOCOMO Global Environmental Charter, and the entire Group is working together to respond to environmental issues, centered on increasing the energy efficiency of handsets and communications facilities, using clean energy, and promoting recycling and waste reduction. Initiatives to reduce emissions of greenhouse gases include building the Tachikawa ICT Ecology Center, which targets further reductions in the electricity consumption of communications equipment. Initial trials in this project demonstrated an effective CO₂ reduction of up to 66% compared with previous equipment—far outstripping the initial target of 50%.

Moreover, we will also continue to implement such initiatives as the use of natural energy, such as adoption of solar power systems, and the introduction of optical fiber connection base stations, high-efficiency electrical power supply equipment, and high-efficiency air-conditioning

systems. In the recycling of mobile phones, to strengthen our customer awareness and PR campaign, we collected around 3.76 million used mobile phones during fiscal 2009, bringing the cumulative total of used mobile phones collected as of the end of March 2010 to around 72.54 million. We added a further five locations to our *docomo Woods* forestation activities, bringing the total number to 48 locations as of the end of March 2010.



Promotion of universal design

DOCOMO is committed to the universal design (UD) approach of realizing products and services that are easy for each individual customer to use, including elderly customers, or those with disabilities. To that end, we are implementing an initiative, known as *docomo Hearty Style*,

to promote UD in our products and shops.

In products, we have formulated Universal Design (UD) Guidelines. We are working to implement development that reflects consideration for ease of use. Also, the cumulative nationwide sales of *Raku Raku PHONE* series handsets, which have enjoyed a favorable reputation among many users since their introduction in 1999, exceeded 17.05 million by the end of March 2010. In shops, by taking such steps as establishing counters based on UD principles, distributing guidebooks to staff members, and conducting training, we are working to further enhance our shops in both tangible and intangible ways. In fiscal 2009, we continued our effort to make existing *docomo Shops* barrier-free, such as introducing step-free entrances and wheelchair accessible counters and toilets (543 shops in fiscal 2009).

Realization of a secure, safe mobile society

The rapid adoption of mobile phones has facilitated convenient, abundant communications. On the other hand, there has been an increase in incidents where minors can access inappropriate content or become involved in crime or trouble. DOCOMO believes taking steps to deal with these problems is a natural duty of a mobile telecommunications operator. To help resolve these problems, we are working to implement educational activities regarding their safe use, such as the Mobile Phone Safety Program classes for minors, parents and teachers. These classes cover mobile phone rules and etiquette, and teach strategies for dealing with crime or trouble that may occur when using a mobile phone. From April 2009, we began to offer Mobile Phone Safety Program classes for seniors. These classes include countermeasures to help users avoid being targeted by telephone scams and other crimes. We held them approximately 600 times during fiscal 2009. Since June 2009 we have delivered free video educational materials to teach safe and secure use of mobile phones to approximately 31,500 Japanese elementary schools and junior high schools. In fiscal 2010 we will again produce updated materials and plan to continue delivering them to a large number of schools.

In regard to our *Access Restriction Service* (Filtering Service), from November 2009 we began offering an access filtered menu for customers signed up for the *Web Restriction Menu*, mainly targeting young elementary school children. From April 2010 we expanded the functionality of customizable access filtering by offering a time restriction setting. Furthermore, with the April 1, 2009 enforcement of the Act on Establishment of Enhanced Environment for Youth's Safe and Secure Internet Use, we strongly recommend use of the filtering service when new *i-mode* contracts are concluded. We are working to promote the further adoption of these services.



Wide-ranging response in times of disaster

Mobile phones play an extremely important role as a lifeline when disasters occur. Accordingly, we have formulated Three Principles of Disaster Preparedness, and work not only to build networks that are highly reliable, but also to be prepared to restore them quickly if they are damaged. In an effort to secure means for communication in the event of a disaster, we have constructed backup circuits and facilities by adopting multiple transmission lines or looped transport circuits and installing redundancy systems in communication facilities or decentralizing equipment installations, and reinforced the earthquake resistance of our buildings. In fiscal 2009 we completed equipping all regional offices with vehicles with portable base stations equipped with satellite links to serve as network recovery aids. We are also developing a range of services to make mobile phones useful in times of disaster. In March 2010, we launched a service to perform a collective search of the disaster notice boards of all mobile phone providers. We also offer an *Area Mail* emergency alert service which can be used to transmit earthquake early warnings issued by the Japan Meteorological Agency and other disaster and emergency information to local residents. As of the end of March 2010 this service has been introduced and is being used in 23 municipalities.

In addition to the above initiatives, we have also launched our CSR procurement initiatives since August 2009. In October 2009 we posted the NTT DOCOMO CSR Procurement Guidelines on our website.

DOCOMO has been recognized for these CSR initiatives by its selection as a component of several socially responsible investment (SRI) indexes: the DOW Jones Sustainability Indexes (DJSI) Asia Pacific, a global SRI index; MS-SRI, an SRI index created by Morningstar Japan K.K.; and the FTSE4Good index, an SRI index created by FTSE, which is a subsidiary of the Financial Times Ltd. and the London Stock Exchange.



DOCOMO remains committed to further meeting the expectations of all of its stakeholders in order to ensure sustained growth.

>> For further information, please refer to the NTT DOCOMO Group CSR Report 2010 (<http://www.nttdocomo.com/about/csr/>)

Board of Directors and Corporate Auditors

As of July 1, 2010



From left: President and Chief Executive Officer **Ryuji Yamada**, Senior Executive Vice President **Masatoshi Suzuki**,
Senior Executive Vice President **Kiyoyuki Tsujimura**, Senior Executive Vice President **Hiroshi Matsui**

President and Chief Executive Officer

Ryuji Yamada

Senior Executive Vice Presidents

Kiyoyuki Tsujimura

Responsible for:
–Multimedia Services
–Technology

Masatoshi Suzuki

Responsible for:
–Global Business
–Corporate

Hiroshi Matsui

Responsible for:
–CSR
–Branches in Kanto and Koshinetsu areas

Executive Vice Presidents

Bunya Kumagai

Responsible for:
–Consumer Sales

Kazuto Tsubouchi

Managing Director of Accounts and Finance Department
Responsible for:
–Business Alliance Department

Kaoru Kato

Managing Director of Corporate Strategy & Planning Department

Mitsunobu Komori

Managing Director of R&D Center

Akio Oshima

Managing Director of Corporate Marketing Division

Fumio Iwasaki

Responsible for:
–Network

Senior Vice Presidents

Takashi Tanaka

Managing Director of Human Resources Management Department

Katsuhiko Nakamura

Managing Director of General Affairs Department
Managing Director of Corporate Citizenship Department

Member of the Board of Directors

Hiroshi Tsujigami¹

Full-time Corporate Auditors

Kenichi Aoki

Shunichi Tamari

Yoshitaka Makitani²

Kyouichi Yoshizawa²

Corporate Auditor

Takaaki Wakasugi²

¹ Mr. Hiroshi Tsujigami, Director, is an outside director as provided in Article 2, Paragraph 15 of the Corporation Law.

² Full-time Corporate Auditors, Mr. Yoshitaka Makitani and Mr. Kyouichi Yoshizawa, and Corporate Auditor Mr. Takaaki Wakasugi, are outside corporate auditors as provided in Article 2, Paragraph 16 of the Corporation Law.