

Corporate Governance

Basic Approach

Guided by our corporate philosophy of “creating a new world of communications culture,” DOCOMO’s management policy is to maximize corporate value. To this end, DOCOMO will help to achieve a vibrant and enriched society by promoting mobile multimedia through the provision of services useful to customers’ lives and businesses. DOCOMO believes that maintaining effective corporate governance is crucial to continuously increasing corporate value. Accordingly, the Company has established a governance structure that allows it to both make management decisions without delay and reinforce its audit and internal controls.

Overview of Corporate Governance Structure

DOCOMO has adopted a corporate governance structure consisting of a Board of Directors, audit & supervisory board members, and an Audit & Supervisory Board. This structure supports the realization of consistent and stable business operations through the effective utilization of management resources and the strengthening of the auditing and control functions. In addition, to further bolster management supervision and auditing, the Company appoints outside directors and outside audit & supervisory board members.

In consideration of the vital role of mobile phones as social infrastructure, DOCOMO believes that directors should have a key role in important business execution matters. Accordingly, the Company has introduced the corporate officer system. Under this system, more than half of the members of the Board of Directors serve concurrently as corporate officers. Also, a portion of the business execution authority of the Board of Directors has been transferred to the representative directors and corporate officers. These measures enhance the mutual supervision of the members of the Board of Directors and strengthen the management supervision function. At the same time, these measures enable agile business execution by the responsible corporate officers.

Management Supervision, Audit, and Business Execution Systems

The Board of Directors consists of 14 members, including two outside directors. The Board of Directors meets in principle once a month, and extraordinary meetings are convened if necessary. In this way, decisions are made on important business matters. Moreover, status reports are received as needed from members of the Board of Directors who have been assigned the responsibility for business execution. In this manner, 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 audit & supervisory board members. 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 and chief executive officer. The Audit &

Supervisory Board consists of five members, including three outside audit & supervisory board members. The Audit & Supervisory Board meets in principle once a month to make decisions on audit policies, plans, methods, and other important issues relating to the audit of the Company. Each audit & supervisory board member, in accordance with audit policies and audit plans determined by the Audit & Supervisory Board, 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, audit & supervisory board members appropriately conduct audits of the status of execution of duties by the directors and report to the Audit & Supervisory Board on the status of audit implementation. The Company’s audit & supervisory board members promote mutual understanding and information-sharing with the audit & supervisory board members of subsidiaries. Audit & supervisory board members ensure the effectiveness of audits by collaborating and exchanging information on audit plans and results with the Internal Audit Department, an independent unit established to perform internal audits of the Company and with its registered public accountants on a regular basis.

Compensation of Directors and Audit & Supervisory Board Members

Matters regarding the compensation of directors are determined by the Board of Directors. The compensation of directors comprises monthly compensation as well as bonuses, with the monthly compensation based on the duties and responsibilities of each rank. Bonuses are paid in consideration of such factors as the Company’s results. To reflect results over the medium-to-long term, a portion of monthly compensation is contributed to a director stock purchase plan through the Directors’ Shareholders Association. The shares of the Company that are purchased through the plan are held throughout the term of office.

In consultation with audit & supervisory board members, it has been decided to pay only monthly compensation to audit & supervisory board members in order to ensure a high degree of independence. The aggregate compensation paid to directors and audit & supervisory board members during fiscal 2012 was as follows.

Aggregate Compensation Paid to Directors and Audit & Supervisory Board Members

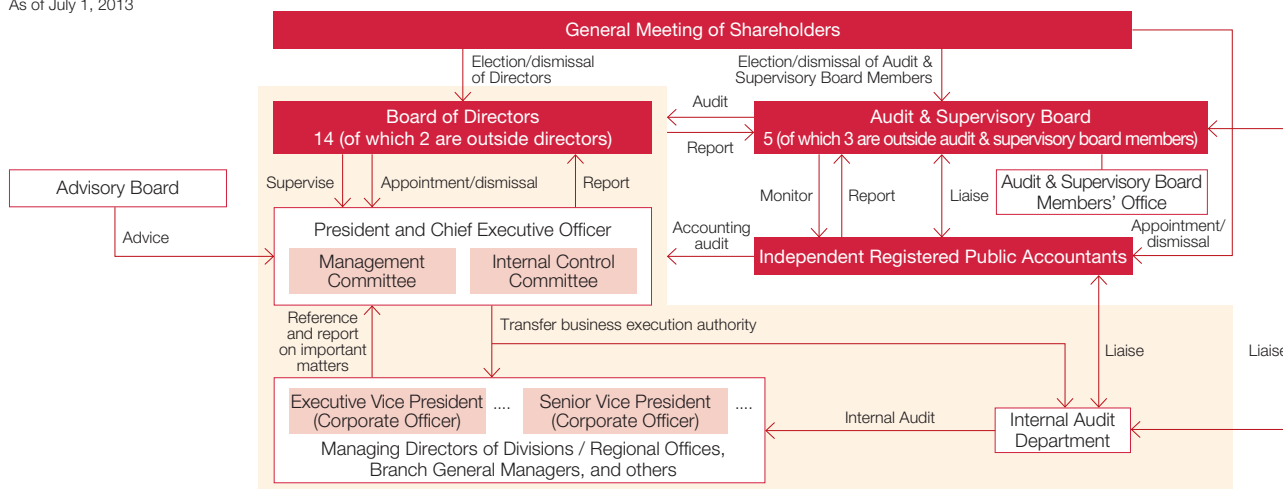
Position	Number	Total compensation
Directors	16 ^{*1}	¥484 million
Audit & supervisory board members	6 ^{*2}	¥114 million
Total	22	¥599 million

^{*1} This figure includes four directors who retired at the conclusion of the 21st Ordinary General Meeting of Shareholders held on June 19, 2012.

^{*2} This figure includes one audit & supervisory board member who retired at the conclusion of the 21st Ordinary General Meeting of Shareholders held on June 19, 2012.

DOCOMO's Business Execution and Management Supervision Mechanism

As of July 1, 2013



The total includes the following compensation paid to outside directors.

	Number	Total compensation
Total amount of compensation paid to outside directors	3	¥54 million

Relationship with Parent Company

The corporate group led by the 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, 2013, NTT owned 66.65% 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.

Advice from Objective Experts

The Company periodically establishes advisory boards composed of experts in various fields, including prominent business leaders, university professors, commentators, and journalists. In this way, these experts can provide objective opinions and proposals in such areas as management issues and the role of communications technology in society, and DOCOMO can reflect those opinions and proposals in management.

To receive advice from a global viewpoint, the Company also periodically establishes U.S. advisory boards. These advisory boards have a chairman and a board member as well as a guest speaker for each meeting.

The 7th Advisory Board, Board Members

	Professor, Faculty of Economics, The University of Tokyo
Dr. Motoshige Itoh	President, National Institute for Research Advancement (NIRA)
Mr. Shin Kikuchi	Partner, Mori Hamada & Matsumoto
Mr. Koh Koike	President and CEO, Representative Director, Oricon Inc.
Ms. Main Kohda	Novelist
Mr. Masaaki Shintaku	Executive Vice President, Special Olympics Nippon
Mr. Jitsuro Terashima	CEO, Japan Research Institute
	President, Tama University
Mr. Taizo Nishimuro	President & CEO, Representative Executive Officer, Japan Post Holdings Co., Ltd.
	Adviser to the Board, Toshiba Corporation
Dr. Hideo Miyahara	Professor Emeritus, Osaka University

The 6th U.S. Advisory Board, Board Members

Members for the 1st, 2nd, and 3rd Meetings	
Chairman	Managing Director, Core Capital Partners
Mr. Tom Wheeler	Former CEO, Cellular Telecommunications & Internet Association (CTIA)
Member	Professor, University of California, Berkeley
Dr. Michael L. Katz	Former Chief Economist, Federal Communications Commission (FCC)
Members for the 4th Meeting	
Chairman	Same as above
Dr. Michael L. Katz	
Member	Partner, Wiltshire & Grannis, LLP.
Mr. John Nakahata	Former Chief of Staff, Federal Communications Commission (FCC)

Note: In addition to the chairmen and members, one guest speaker was invited for each meeting.

Board of Directors

As of July 1, 2013



President and Chief Executive Officer

1 Kaoru Kato

Senior Executive Vice Presidents

2 Kazuto Tsubouchi

Chief Financial Officer

Responsible for:

Global business

Corporate

3 Fumio Iwasaki

Chief Privacy Officer and Chief Information Security Officer

Responsible for:

Multimedia

Technology

Executive Vice Presidents

4 Tsutomu Shindou

Managing Director of Corporate Marketing Division

Managing Director of Corporate Marketing Department II

Managing Director of TOHOKU Reconstruction Support Office

5 Takashi Tanaka

Responsible for:

Consumer Sales

Branches in Kanto and

Koshinetsu areas

6 Kazuhiro Yoshizawa

Managing Director of Corporate

Strategy & Planning Department

Managing Director of Structural

Reform Office

Responsible for:

Mobile Society Research Institute

7 Seizo Onoe

Chief Technical Officer

Managing Director of R&D Center

Executive Vice Presidents

8 Wataru Kagawa

Managing Director of General Affairs Department

Managing Director of Corporate Citizenship Department

Managing Director of Improvement Action Office

Responsible for: CSR

9 Kiyoshi Tokuhira

Managing Director of Network Department

Responsible for: Network

Senior Vice Presidents

10 Hiroataka Sato

Managing Director of Accounts

and Finance Department

11 Kazuhiro Takagi

Managing Director of Human

Resources Management

Department

Members of the Board of Directors

12 Ryuji Yamada

Chief Strategic Advisor

13 Teruyasu Murakami¹

14 Takashi Nakamura¹

1. Outside director

Audit & Supervisory Board Members



Full-time Audit & Supervisory Board Members

1 **Takanori Utano** 2 **Kenji Ota**

3 **Haruo Morosawa²** 4 **Naoto Shiotsuka²**

Audit & Supervisory Board Member

5 **Eiko Tsujiyama²**

2. Outside audit & supervisory board member

Message from Outside Audit & Supervisory Board Member

It has been two years since I became an outside audit & supervisory board member at DOCOMO in June 2011. Outside audit & supervisory board members act on behalf of DOCOMO's shareholders, who have limited opportunities to directly access the Company's internal activities. Accordingly, outside audit & supervisory board members have the role of monitoring management from the outside to ensure sound, sustainable growth for DOCOMO. To guarantee the soundness, transparency, and efficiency of management, robust internal control and the clarification of management responsibility are essential, and outside monitoring plays an important role.

Recently, there have been many discussions about taking steps to enhance the corporate governance system, such as making outside directors mandatory. From this year, DOCOMO has increased its number of outside directors by one. I expect that this initiative will help to further enhance DOCOMO's corporate governance system. However, rather than the mandatory appointment of outside directors and outside audit & supervisory board members, I believe it is important for companies to independently establish governance systems that earn the trust of shareholders and society and to be committed to using those systems effectively. Even if the number of outside directors and outside audit & supervisory board members is not large, I think it is possible for companies to make the most of their insight and to establish robust governance systems.

DOCOMO is working on a Companywide basis to "enhance the basic elements," such as improving customer

Audit & Supervisory Board Member

Eiko Tsujiyama

Professor, Faculty of Commerce,
Waseda University
Corporate Auditor of Mitsubishi Corporation
Outside Director of ORIX Corporation
Corporate Auditor of Lawson, Inc.
Audit & Supervisory Board Member of
Shiseido Co., Ltd.



satisfaction and implementing structural reforms. To achieve effective corporate governance in its true sense, the elements I mentioned — enhancing internal control, clarifying management responsibility, and strengthening outside monitoring — are important, but it is also essential for management leaders to clearly explain to employees the corporate philosophy and the issues the company faces; to foster a common understanding of the philosophy and issues among all employees, including those of subsidiaries; and to create a corporate culture in which all employees can work together to address them. Accordingly, I believe that the effective functioning of the corporate governance system, in the true sense, is supported by a shared commitment to the corporate vision among all employees, including young employees, and by all employees working together to "enhance the basic elements."

In the future, IT is likely to make further progress at a pace that exceeds our imaginations. I also believe that society's expectations of DOCOMO, a supporter of Smart Life and Smart Communities, will increase further. As an outside audit & supervisory board member, I will do my utmost to watch carefully over DOCOMO as the Company strives to record sustained growth and contribute to society.

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. These initiatives are centered on the Internal Control Committee. Furthermore, the Company's Internal Audit Department implements audits with the objective of contributing to the minimization of risks and increased corporate value for the entire DOCOMO Group (Head Office, branches, and Group companies worldwide). The department's work includes evaluating the effectiveness of the internal control system.

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 Companywide 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

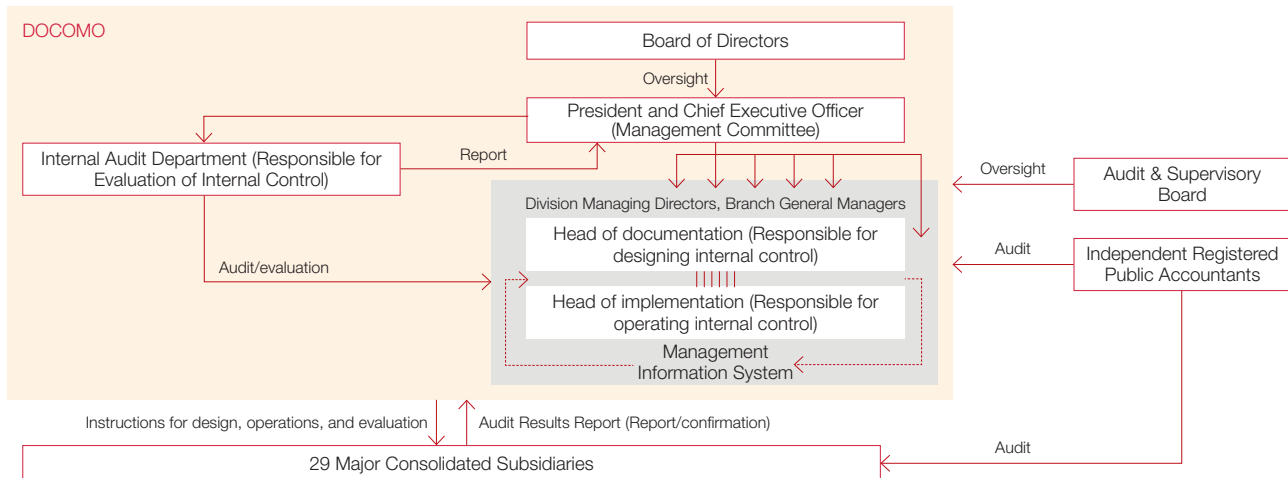
Each of our employees is instructed to follow the NTT DOCOMO Group Code of Ethics. Ensuring that activities are based on high ethical standards is the foundation of our compliance management. Specifically, we are building a compliance promotion system, which is centered on Compliance Promotion Committees, that implements initiatives pertaining to ethics and laws, stipulates that employees have an obligation to make a report if they notice any illegal or fraudulent incidents, and establishes avenues within and outside the Company for consulting on related issues. In addition, all divisions have employees with responsibility for compliance promotion, and we implement education and training in ethics and legal compliance for all employees. We have carried out initiatives to enhance awareness of compliance on a Companywide basis, including 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 2011, 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, 2013



Information Management

Enhancement of Information Management System

The DOCOMO Group has been entrusted with personal information (customer information) of approximately 61 million people, and accordingly, ensuring information security is an important management issue.

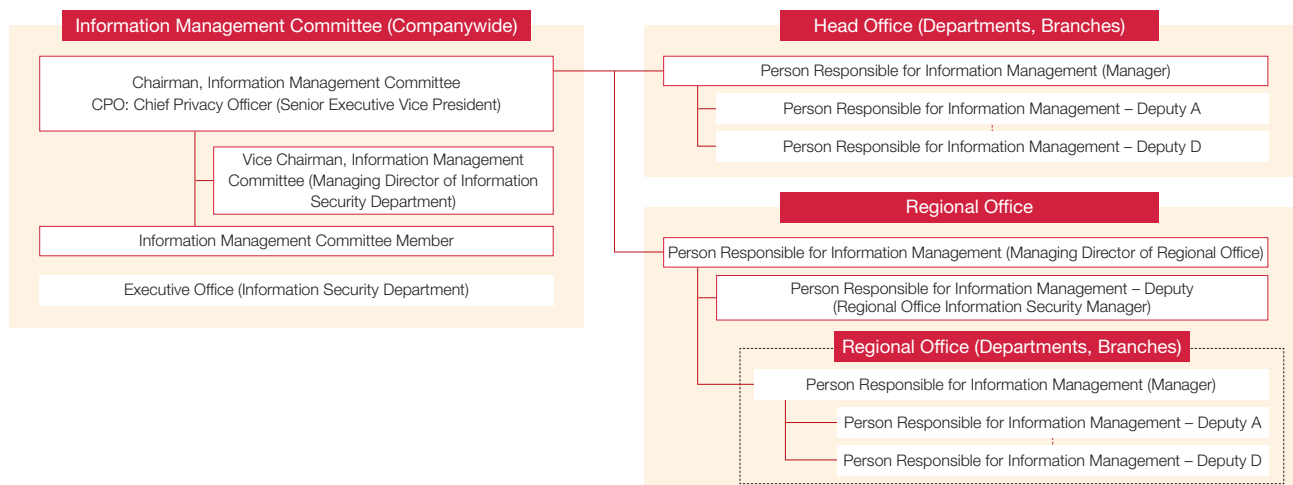
As a telecommunications company with public-oriented operations, the rigorous management and protection of customer information and administrative information is our most important duty. In recognition of this, we have assigned the position of Chief Privacy Officer (CPO) to the senior executive vice president level. The CPO heads the Information Management Committee, which meets on a regular basis. The committee considers and promotes personal information protection measures. 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 information management.

Formulation of Management and Administration Rules

To fulfill our obligations above, 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, 2013



Specific Initiatives

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

(1) Organizational Security

1. Enhancement of system for information security
2. Formulation of basic guidelines for information security / Establishment and application of regulations and manuals
3. Tracking and management of information assets
4. Implementation / application of audits / security checks
5. Implementation of measures to deal with accidents and violations

(2) Human Security

1. Agreements regarding duty of confidentiality and receipt of written pledges when employment contracts are concluded
2. Agreements regarding information management compliance for outside contractors
3. Implementation of training and education for employees, contractors, and sales agents
4. Formulation and distribution of training tools, such as handbooks and DVDs

(3) Physical Security

1. Restrictions on numbers of information management terminals and continuous optimization of installed locations and authorized people
2. Rigorous control of the lending and checking-out of portable terminals
3. Consolidation and special monitoring of terminals used to extract large amounts of customer information
4. Transition to paperless handling of documents, such as customer applications

(4) Technical Security

1. Access control, access-log retention, and periodic checks
2. Introduction of biometric identity confirmation for use of systems
3. Stricter customer information search parameters
4. Introduction of encryption software for information system terminals and communication channels
5. Strict monitoring to prevent unauthorized removal of information out of the office
6. Cyber attack countermeasures and system surveillance

Risk Factors

This annual report contains forward-looking statements, such as forecasts of results of operations, management strategies, objectives and plans, forecasts of operational data such as the expected number of subscriptions, and the expected dividend payments. All forward-looking statements that are not historical facts are based on management's current plans, expectations, assumptions, and estimates based on the information currently available. Some of the projected numbers in this annual report were derived using certain assumptions that are indispensable for making such projections in addition to historical facts. These forward-looking statements are subject to various known and unknown risks, uncertainties, and other factors that could cause our actual results to differ materially from those contained in or suggested by any forward-looking statement. Potential risks and uncertainties include, without limitation, the following:

- (1) Changes in the market environment in the telecommunications industry, such as intensifying competition from other businesses or other technologies caused by Mobile Number Portability, development of appealing new handsets, new market entrants, mergers among other service providers, and other factors, or the expansion of the areas of competition could limit the acquisition of new subscriptions and retention of existing subscriptions by our corporate group, or it may lead to ARPU diminishing at a greater than expected rate, an increase in our costs, or an inability to reduce expenses as expected.
- (2) If current and new services, usage patterns, and sales schemes proposed and introduced by our corporate group cannot be developed as planned, or if unanticipated expenses arise, the financial condition of our corporate group could be affected and our growth could be limited.
- (3) The introduction or change of various laws or regulations inside and outside of Japan, or the application of such laws and regulations to our corporate group, could restrict our business operations, which may adversely affect our financial condition and results of operations.
- (4) Limitations in the amount of frequency spectrum or facilities made available to us could negatively affect our ability to maintain and improve our service quality and level of customer satisfaction and could increase our costs.

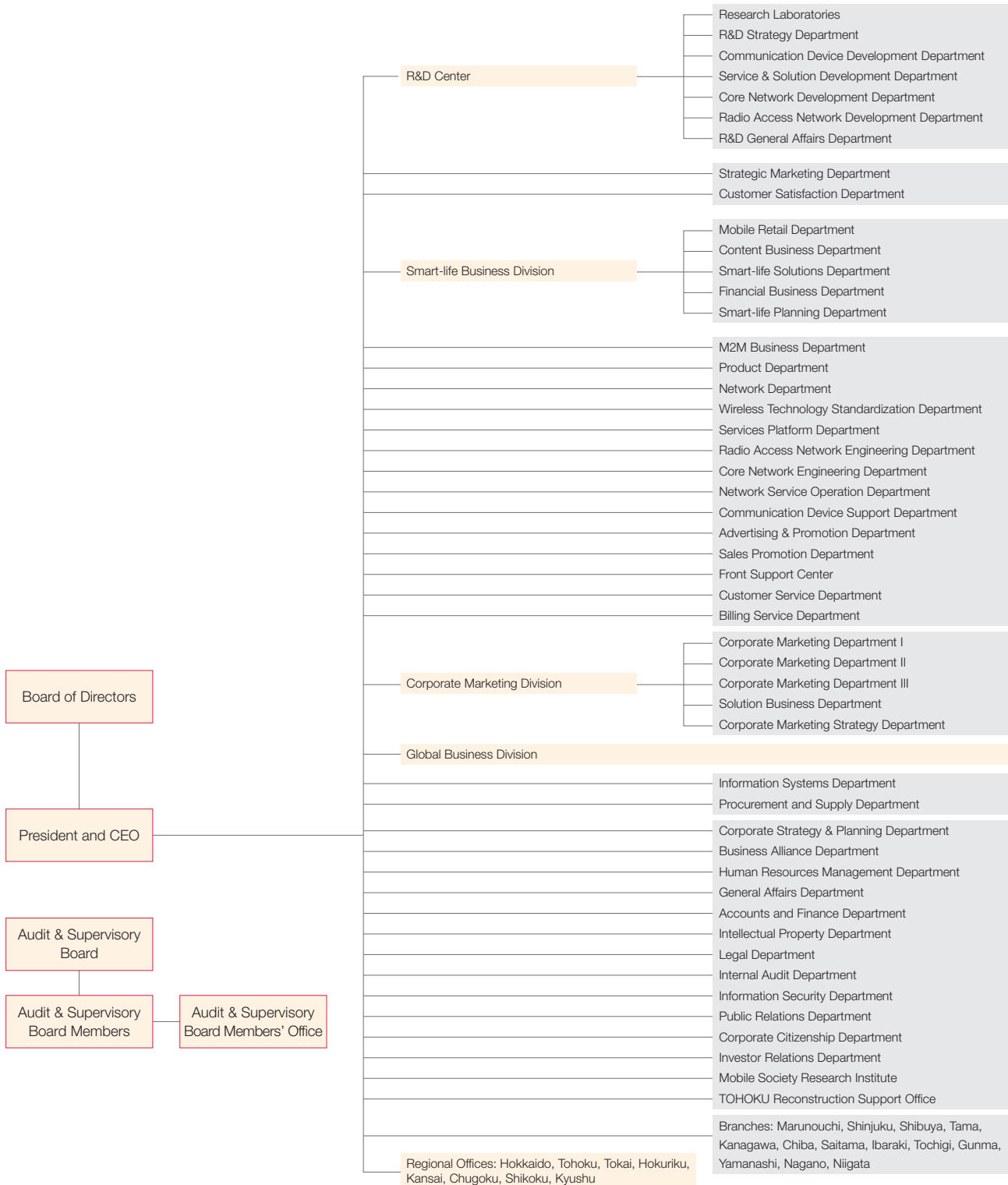
- (5) Other mobile service providers in the world may not adopt the technologies and the frequency bands that are compatible with those used by our corporate group's mobile communications system on a continuing basis, which could affect our ability to sufficiently offer international services.
- (6) Our domestic and international investments, alliances, and collaborations may not produce the returns or provide the opportunities we expect.
- (7) Malfunctions, defects, or imperfection in our products and services or those of other parties may give rise to problems.
- (8) Social problems that could be caused by misuse or misunderstanding of our products and services may adversely affect our credibility or corporate image.
- (9) Inadequate handling of confidential business information, including personal information by our corporate group, contractors, and others, may adversely affect our credibility or corporate image.
- (10) Owners of intellectual property rights that are essential for our business execution may not grant us a license or other use of such intellectual property rights, which may result in our inability to offer certain technologies, products and/or services, and our corporate group may also be held liable for damage compensation if we infringe the intellectual property rights of others. In addition, the illicit use by a third party of the intellectual property rights owned by our corporate group could reduce our license revenues actually obtained and may inhibit our competitive superiority.
- (11) Events and incidents caused by natural disasters, social infrastructure paralysis such as power shortages, proliferation of harmful substances, terror or other destructive acts, the malfunctioning of equipment, software bugs, deliberate incidents induced by computer viruses, cyber attacks, equipment misconfiguration, hacking, unauthorized access, and other problems could cause failure in our networks, distribution channels, and/or other factors necessary for the provision of service, disrupting our ability to offer services to our subscribers, and such incidents may adversely affect our credibility or corporate image, or lead to a reduction of revenues and/or increase of costs.
- (12) Concerns about adverse health effects arising from wireless telecommunication may spread and consequently adversely affect our financial condition and results of operations.
- (13) Our parent company, NIPPON TELEGRAPH AND TELEPHONE CORPORATION (NTT), could exercise influence that may not be in the interests of our other shareholders.

For detailed information about risk factors, please refer to Form 20-F.

<http://www.nttdocomo.co.jp/english/corporate/ir/library/sec/index.html>

Organizational Structure

NTT DOCOMO, INC. As of July 1, 2013



Subsidiaries and Affiliates

As of March 31, 2013

Subsidiaries: 180

Company name	Voting rights ownership	Business activities
Service subsidiaries: 25		
DOCOMO Service Inc.	100.00%	Commissioned business from DOCOMO in sales support
DOCOMO Engineering Inc.	100.00%	Design, construction, and maintenance of telecommunication facilities
DOCOMO Mobile Inc.	100.00%	Maintenance and logistics of mobile phones and other terminals
DOCOMO Support Inc.	100.00%	Operations of call centers and support for sales agents
DOCOMO Systems, Inc.	100.00%	Development and maintenance of internal information systems and sales of hardware relating to information systems
DOCOMO Technology, Inc.	100.00%	Commissioned business from DOCOMO in research and development of mobile communication
DOCOMO Business Net Inc.	100.00%	Sales agent business and sales support business
and 18 other companies		
Other subsidiaries: 155		
Buongiorno S.p.A.	100.00%	Provision of mobile content and operation of content-distribution platform
DOCOMO Capital, Inc.	100.00%	Search for and investment in venture companies with innovative state-of-the-art technology applicable to mobile communications services
DOCOMO Communications Laboratories Europe GmbH	100.00%	Research on new mobile network technologies in Europe and participation in European standardization projects
DOCOMO Innovations, Inc.	100.00%	Promotion of open innovation and network technology research in Silicon Valley
DOCOMO interTouch Pte. Ltd.	100.00%	Provision of high-speed Internet connection services for hotels worldwide
DOCOMO PACIFIC, INC.	100.00%	Mobile communications business in Guam and the Commonwealth of the Northern Mariana Islands
net mobile AG	87.36%	Management of platforms related to mobile content distribution and billing
NTT DOCOMO USA, Inc.	100.00%	Support for DOCOMO overseas development in the United States
PacketVideo Corporation	100.00%	Development of software for mobile phones, such as software to connect household electronics devices, and provision of content distribution services
OAK LAWN MARKETING, INC.	51.00%	Mail-order business using televised media as main sales channel
Tower Records Japan Inc.	50.25%	Music and video software sales business
DOCOMO ANIME STORE, INC.	60.00%	Planning, development, and operation of anime-related content distribution services, centered on anime video
DOCOMO Innovation Ventures, Inc.	100.00%	Venture capital investment and incubation businesses
DOCOMO InsightMarketing, INC.	51.00%	Research and promotion businesses
DOCOMO.COM, INC.	100.00%	Consultancy targeting mobile content providers
docomo Healthcare, Inc.	66.00%	Platform business centered on management, use, and sharing of physical, health, and medical data
MAGASseek Corporation	71.28%	Fashion e-commerce business, including operation of the MAGASEEK comprehensive fashion e-commerce site
Radishbo-ya Co., Ltd.	90.00%	Membership-based home delivery service of organic and low-chemical agricultural products as well as additive-free foods
D2C Inc.	51.00%	Mobile advertising media development and operations and advertising sales business
mmbi, Inc.	60.45%	Basic broadcasting pursuant to Japan's Broadcast Act and provision of related services
and 135 other companies		

Affiliates: 30

Company name	Voting rights ownership	Business activities
Hutchison Telephone Company Limited	24.10%	Mobile communications business in Hong Kong and Macau
Robi Axiata Limited	30.00%	Mobile communications business in Bangladesh
Tata Teleservices Limited	26.50%	Mobile communications business in India
AEON MARKETING CO., LTD.	29.00%	Mobile, marketing, and sales promotion agent businesses
Weather Service inc.	35.00%	Provision of services offering a full range of weather-related information
Avex Broadcasting & Communications Inc.	30.00%	Membership-based mobile video distribution business
NTT Broadband Platform, Inc.	22.00%	Services pertaining to wireless network connections, plus merchandise sales utilizing information and communications systems
NTT Resonant Inc.	33.33%	Media business, including operation of "goo" portal site, and e-commerce
EveryStar Co., Ltd.	30.00%	UGC media operation via mobile
ZENRIN DataCom CO., LTD.	21.01%	Map, net navigation, and map solutions businesses for mobile phones
2Dfacto, Inc.	26.18%	Management of bookstore services for sale of e-books and paper books via the Internet
Nippon Telecommunications Network Co., Ltd.	37.43%	Provision of communications network facilities and applications and outsourcing of network construction
FeliCa Networks, Inc.	38.00%	FeliCa licensing and platform management businesses
Boardwalk Inc.	22.00%	Event ticketing sales and planning / production / sales of digital content
Sumitomo Mitsui Card Company, Limited	34.00%	Services related to credit cards, loans, warranties, and gift cards
Mobile Internet Capital, Inc.	30.00%	Support for venture firms in mobile Internet-related fields and investment fund management
Rakuten Auction, Inc.	40.00%	Internet auction services business
CXD NEXT CO., LTD.	40.00%	Provision of electronic settlement-related services and store support services
Jibe Mobile K.K.	34.48%	Software development
The JV, Ltd.	30.00%	Management of McDonald's membership organization, and planning, execution and management of membership-related services and promotions
and 10 other companies		