

[English Translation]

May 23, 2023

Company name: Internet Initiative Japan Inc.

Company representative: Eijiro Katsu, President and Representative Director
(Stock Code Number: 3774, The Prime Market of the Tokyo Stock Exchange)

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Notice regarding Change in Major Shareholder (Scheduled)

TOKYO -May 23, 2023 - Internet Initiative Japan Inc. (“IIJ”, the “Company”, TSE Prime: 3774) announced hereby that the change in a Major Shareholder occurred as described below.

1. Background to Change

As announced on May 18, 2023, in connection with a series of transactions scheduled to be implemented for a portion of IIJ’s shares of common stock held by Nippon Telegraph and Telephone Corporation (“NTT”), which is a Major Shareholder of IIJ, in accordance with the NTT’s policy of disposing of the shares held by it (Note), NTT notified IIJ that all of the series of transactions had been executed as intended by NTT. As a consequence, it is confirmed that the percentage of the number of voting rights held solely by NTT to the number of voting rights held by all shareholders of IIJ became less than 10% on May 25, 2023, and that NTT is no longer a Major Shareholder of IIJ.

(Note) Please see “Partial Disposal of Shares of Common Stock Held by Nippon Telegraph and Telephone Corporation (Largest Shareholder), Acquisition of Shares of Common Stock by KDDI Corporation, Acquisition of Treasury Stock, etc.” which IIJ published on May 18, 2023 and “Notice regarding Result and Completion of Purchase of Treasury Stock through Off-Auction Own Share Repurchase Trading (ToSTNeT-3) and Change in Largest Shareholder that is Major Shareholder (Scheduled)” which IIJ published on May 19, 2023

2. Overview of the Shareholder to be changed

(1)	Name	NIPPON TELEGRAPH AND TELEPHONE CORPORATION
(2)	Address	5-1, Otemachi 1-chome, Chiyoda-ku, Tokyo
(3)	Name and Title of Representative	Akira Shimada, President and Chief Executive Officer
(4)	Description of Businesses	Mobile communications services, regional communications services, long-distance and international communications services, data communications services and other businesses
(5)	Paid-in Capital	JPY937,950 million (as of March 31, 2023)

3. “Number of Voting Rights (Number of Shares) Held by Relevant Shareholder” and “Percentage of Number of Voting Rights Held by Relevant Shareholder to Number of Voting Rights Held by All Shareholders”, Before and After Change

	Number of Voting Rights (Number of Shares)	Percentage of Number of Voting Rights Held by Relevant Shareholder to Number of Voting Rights Held by All Shareholders	Ranking of Largest Shareholders
Before Change (as of May 18, 2023)	403,800 (40,380,000 Shares)	22.35 %	First rank
After Change	122,270 (12,227,000 Shares)	6.92%	Second rank

(Note 1) Percentage of “Number of Voting Rights Held by Relevant Shareholder to Number of Voting Rights Held by All Shareholders” before the change is calculated based on the total number of voting rights of IJ as of March 31, 2023 (1,806,701), which is obtained by deducting the number of shares without voting rights (6,399,500 shares) as of March 31, 2023, from the total number of shares issued of IJ as of the same date (187,069,600 shares), and is rounded off to two decimal places.

(Note 2) Percentage of “Number of Voting Rights Held by Relevant Shareholder to Number of Voting Rights Held by All Shareholders” after the change is calculated based on the number of voting rights of IJ (1,767,416), which is obtained by (i) deducting the number of shares without voting rights (6,399,500 shares) as of March 31, 2023, from the total number of shares issued by IJ as of the same date (187,069,600 shares), and (ii) further deducting therefrom the number of treasury shares (3,928,500 shares) acquired through the Acquisition of Treasury Stock on May,19,2023, and is rounded off to two decimal places.

(Note 3) The ranking of largest shareholders after the change is based on the shareholders registry as of March 31, 2023.

4. Future outlook

IJ does not expect that the change in a Major Shareholder will have an impact on the performance of IJ’s group, nor will it have an impact on IJ’s management structure.

5. Other

As the series of transactions had been executed by NTT as planned, the total number of shares of IJ’s common stock held by NTT and NTT Communications Corporation, which is NTT’s indirect wholly owned subsidiary (“NTT Communications”; NTT and NTT Communications are hereinafter collectively referred to as “NTT Shareholders’ Group”) will be 20,387,000 shares (Number of Voting Rights Held by Relevant Shareholder to Number of Voting Rights Held by All Shareholders :11.53% (Note)), which is the same number of shares, 20,387,000 shares (Number of Voting Rights Held by Relevant Shareholder to Number of Voting Rights Held by All Shareholders :11.53% (Note)), that KDDI will hold. As announced on May 18, 2023, NTT informed IJ that NTT Shareholders’ Group intends to continue holding the remaining 20,387,000 shares of IJ’ common stock for the time being.

(Note) Percentage of “Number of Voting Rights Held by Relevant Shareholder to Number of Voting Rights Held by All Shareholders” after the change is calculated based on the number of voting rights of IJ (1,767,416), which is obtained by (i) deducting the number of shares without voting rights (6,399,500 shares) as of March 31, 2023, from the total number of shares issued by IJ as of the same date (187,069,600 shares), and (ii) further deducting therefrom the number of treasury shares (3,928,500 shares) acquired through the Acquisition of Treasury Stock on May,19,2023, and is rounded off to two decimal places.

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About Internet Initiative Japan Inc.

Founded in 1992, IJ is one of Japan's leading Internet-access and comprehensive network solutions providers. IJ and its group companies provide total network solutions that mainly cater to high-end corporate customers. IJ's services include high-quality Internet connectivity services, mobile services, security services, cloud computing services, and systems integration. Moreover, IJ operates one of the largest Internet backbone networks in Japan that is connected to the United States, the United Kingdom and Asia. IJ listed on the First Section of the Tokyo Stock Exchange (“TSE”) in 2006 and transitioned to the Prime Market of TSE from April 2022.

IJ Investor Relations

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