

NTT DOCOMO INC
Form 6-K
May 12, 2005
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE
SECURITIES EXCHANGE ACT OF 1934**

For the month of May, 2005.

Commission File Number: 001-31221

Total number of pages: 13

NTT DoCoMo, Inc.

(Translation of registrant's name into English)

Sanno Park Tower 11-1, Nagata-cho 2-chome

Chiyoda-ku, Tokyo 100-6150

Japan

(Address of principal executive offices)

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Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F **Form 40-F**

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's home country), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes " **No**

If **Yes** is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

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Information furnished in this form:

1. Press release dated May 12, 2005 announcing amendment of Financial Results Forecasts for Fiscal Year Ending March 31, 2006.
2. Press release dated May 12, 2005 announcing the company's executive reorganization.

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For Immediate Release

Financial Results Forecasts for Fiscal Year Ending March 31, 2006 Amended

NTT DoCoMo to Sell Stake in Hutchison 3G UK Holdings

TOKYO, JAPAN, May 12, 2005 NTT DoCoMo, Inc. announced today that it will complete the sale of its 20% stake in Hutchison 3G UK Holdings Limited (H3G UK) to Hutchison Whampoa Limited (HWL) on June 23, 2005.

DoCoMo will record a gain on sale of affiliate shares of approximately 62 billion yen on a consolidated basis in the fiscal year ending March 31, 2006 including foreign currency translation adjustment and as a result, will amend its consolidated financial forecasts, which were announced on May 10, 2005.

The non-consolidated financial forecast remains unchanged.

DoCoMo and HWL signed a Sale and Purchase Agreement on May 27, 2004 under which DoCoMo was to sell its entire stake in H3G UK to HWL for £120 million in three installments to be completed by February 15, 2007. However, HWL notified DoCoMo on May 9, 2005 of its intention to accelerate the final closing of the transaction to June 23, 2005.

For the amended forecasts for the fiscal year ending March 31, 2006, please refer to the attachment.

For further information, please contact:

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<https://www.nttdocomo.com/presscenter/contact/form.html>

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About NTT DoCoMo

NTT DoCoMo is the world's leading mobile communications company, serving more than 50 million customers. The company offers a wide variety of leading-edge mobile multimedia services, including i-mode[®], which provides e-mail and Internet access to over 44 million subscribers as the world's most popular mobile Internet service, and FOMA[®], launched in 2001 as the world's first 3G mobile service based on W-CDMA. In addition to wholly owned subsidiaries in Europe and North America, the company is expanding its global reach through strategic alliances with mobile and multimedia service providers in Asia-Pacific and Europe. NTT DoCoMo is listed on the Tokyo (9437), London (NDCM), and New York (DCM) stock exchanges. For more information, visit www.nttdocomo.com.

i-mode and FOMA are trademarks or registered trademarks of NTT DoCoMo, Inc. in Japan and other countries.

NTT DoCoMo's FOMA service is only available to subscribers in Japan.

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**Amended Consolidated Financial Results Forecasts
for Fiscal Year Ending March 31, 2006**

	(Millions of yen)				
	Operating Revenues	Operating Income	Income before Income Taxes	Net Income	Free Cash Flows*
Previous	4,805,000	810,000	812,000	497,000	590,000
Forecast (A) Amended	4,805,000	810,000	874,000	533,000	614,000
Forecast (B) Increase/ (Decrease)			62,000	36,000	24,000
(B - A)					
Change (%)			7.6%	7.2%	4.1%
Results for the Fiscal Year Ended March 31, 2005	4,844,610	784,166	1,288,221	747,564	1,003,600

* Free cash flows do not include the changes in investments for cash management purpose .

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Special Note Regarding Forward-Looking Statements

This release contains forward-looking statements such as forecasts of results of operations, management strategies, objectives and plans, forecasts of operational data such as expected number of subscribers, and 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 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:

Competition from other cellular service providers or other technologies could limit our acquisition of new subscribers, retention of existing subscribers and average revenue per unit (ARPU), or may lead to an increase in our costs and expenses.

The new services and usage patterns introduced by our corporate group may not develop as planned, which could limit our growth.

The introduction or change of various laws or regulations or the application of such laws and regulations to our corporate group may adversely affect our financial condition and results of operations.

The introduction of number portability in Japan may increase our expenses, and may lead to a decrease in our number of subscribers if our subscribers choose to switch to other cellular service providers.

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.

The W-CDMA technology that we use for our 3G system and/or mobile multimedia services may not be introduced by other overseas operators, which could limit our ability to offer international services to our subscribers.

Our domestic and international investments, alliances and collaborations may not produce the returns or provide the opportunities we expect.

Our PHS business, which is expected to operate at a loss until the service is terminated, may incur greater losses than we project.

As electronic payment capability and many other new features are built into our cellular phones, and services of parties other than those belonging to our corporate group are provided through our cellular handsets, potential problems resulting from malfunctions, defects, or missing of handsets or imperfection of services provided by such other parties may arise, which could have an adverse effect on our financial condition and results of operations.

Social problems that could be caused by misuse or misunderstanding of our products and services may adversely affect our credibility or corporate image.

Inadequate handling of subscriber information by our corporate group or contractors may adversely affect our credibility or corporate image.

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Earthquakes, power shortages, malfunctioning of equipment, and software bugs, computer viruses, cyber attacks and other problems could cause systems failures in our networks, handsets or other networks required for the provision of service, disrupting our ability to offer services to our subscribers.

Concerns about wireless telecommunications health risks may adversely affect our financial condition and results of operations.

Our parent company, Nippon Telegraph and Telephone Corporation (NTT), could exercise influence that may not be in the interests of our other shareholders.

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**Reconciliations of the Disclosed Non-GAAP Financial Measures to
the Most Directly Comparable GAAP Financial Measures**

The reconciliations for the year ending March 31, 2006 (forecasts) are provided to the extent available without unreasonable efforts.

1. EBITDA and EBITDA margin

	Billions of yen		
	Year ending March 31, 2006 (Forecasts)	Year ended March 31, 2005	Year ended March 31, 2004
a. EBITDA	¥ 1,580.0	¥ 1,625.7	¥ 1,858.9
Depreciation and amortization	(740.0)	(735.4)	(721.0)
Losses on sale or disposal of property, plant and equipment	(30.0)	(45.7)	(35.0)
Impairment loss		(60.4)	
Operating income	810.0	784.2	1,102.9
Other income (expenses), net	64.0	504.1	(1.8)
Income taxes	(339.0)	(527.7)	(429.1)
Equity in net losses of affiliates	(2.0)	(12.9)	(22.0)
Minority interests in earnings of consolidated subsidiaries		(0.1)	(0.0)
b. Net income	<u>533.0</u>	<u>747.6</u>	650.0
c. Total operating revenues	4,805.0	4,844.6	5,048.1
EBITDA margin (=a/c)	32.9%	33.6%	36.8%
Net income margin (=b/c)	<u>11.1%</u>	<u>15.4%</u>	12.9%

Note: EBITDA and EBITDA margin, as we use them, are different from EBITDA as defined in Item 10(e) of regulation S-K and may not be comparable to similarly titled measures used by other companies.

2. ROCE after tax effect

	Billions of yen		
	Year ending March 31, 2006 (Forecasts)	Year ended March 31, 2005	Year ended March 31, 2004
a. Operating income	¥ 810.0	¥ 784.2	¥ 1,102.9
b. Operating income after tax effect {=a*(1-effective tax rate)}	478.7	463.4	639.7
c. Capital employed	<u>4,968.2</u>	<u>4,826.4</u>	4,810.1
ROCE before tax effect (=a/c)	16.3%	16.2%	22.9%
ROCE after tax effect (=b/c)	9.6%	9.6%	13.3%

Notes: Capital employed = Two period ends average of (Shareholders' equity + Interest bearing liabilities)

Interest bearing liabilities = Current portion of long-term debt + Short-term borrowings + Long-term debt

Effective tax rate : Effective tax rate : Year ending March 31, 2006 (Forecasts) and Year ended March 31, 2005 = 40.9% Year ended March 31, 2004 = 42%

3. Free cash flows excluding the changes in investments for cash management purpose

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	Billions of yen		
	Year ending March 31, 2006 (Forecasts)	Year ended March 31, 2005	Year ended March 31, 2004
Adjusted free cash flows	¥ <u>614.0</u>	¥ 1,003.6	¥ 862.9
Changes in investments for cash management purpose		(400.3)	
Free cash flows	<u>614.0</u>	603.3	862.9
Net cash used in investing activities	(922.0)	(578.3)	(847.3)
Net cash provided by operating activities	1,536.0	1,181.6	1,710.2

Note: Changes in investments for cash management purpose were derived from purchases, redemption at maturity and disposals of financial instruments held for cash management purpose with original maturities of longer than three months. Net cash used in investing activities for the year ending March 31, 2006 are mainly capital expenditures and an investment in credit-card business, and are not taking into account the effect of changes in investments for cash management purpose due to difficulties in forecasting the effect.

4. Market equity ratio

	Billions of yen		
	Year ending March 31, 2006 (Forecasts)	Year ended March 31, 2005	Year ended March 31, 2004
a. Shareholders' equity		¥ 3,907.9	¥ 3,704.7
b. Market value of total share capital		8,766.0	11,541.4
c. Total assets		6,136.5	6,262.3
Equity ratio (=a/c)		63.7%	59.2%
Market equity ratio (=b/c)		142.8%	184.3%

Note: Market equity ratio is not forecasted because it is difficult to estimate the market value of total share capital in the future.

5. Capital expenditures

	Billions of yen		
	Year ending March 31, 2006 (Forecasts)	Year ended March 31, 2005	Year ended March 31, 2004
Capital expenditures	¥ 848.0	¥ 861.5	¥ 805.5
Effects of timing differences between acquisition dates and payment dates		49.6	(2.6)
Purchases of property, plant and equipment		(668.4)	(625.3)
Purchases of intangible and other assets		(242.7)	(177.6)

Note: Capital expenditures are calculated on an accrual basis for the purchases of property, plant and equipment, and intangible assets. In preparing the forecasts for the year ending March 31, 2006, capital expenditures are not broken down into purchases of property, plant and equipment and purchases of intangible and other assets. In addition, effects of timing differences between acquisition dates and payment dates are not estimated for the year ending March 31, 2006.

Note: The amended parts are underlined.

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For Immediate Release

NTT DoCoMo Announces Executive Reorganization

TOKYO, JAPAN, May 12, 2005 NTT DoCoMo, Inc. announced changes to its executive staff to be effective June 21, 2005.

Executives Positions and Organizational Responsibilities (recommended)

	New Position(s)	Current Position(s)
Name	New Organizational Responsibilities	Current Organizational Responsibilities
Masao	President and Chief Executive Officer	President and Chief Executive Officer
Nakamura	Member of the Board of Directors	Member of the Board of Directors
Masayuki	Senior Executive Vice President	Senior Executive Vice President
Hirata	Managing Director of Global Business Division	Managing Director of Global Business Division
	Member of the Board of Directors	Member of the Board of Directors
	Public Relations Department	Public Relations Department
	Corporate Citizenship Department	Corporate Citizenship Department
	General Affairs Department	Personnel Development Department
	Personnel Development Department	Investor Relations Department

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Investor Relations Department

Internal Audit Office

Internal Audit Office

Customer Satisfaction Department

Customer Satisfaction Department

Affiliated Companies Department

Affiliated Companies Department

**Corporate Strategy & Planning
Department**

Kunio

Senior Executive Vice President

Senior Executive Vice President

Ishikawa

**Managing Director of Network
Division**

Managing Director of Network
Division

Member of the Board of Directors

Member of the Board of Directors

Information Systems Department

Information Systems Department

**Procurement and Supply
Department**

Procurement and Supply
Department

Intellectual Property Department

Intellectual Property Department

Information Security Department

Information Security Department

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Seijiro Adachi	Senior Executive Vice President	Senior Executive Vice President
	Member of the Board of Directors	Member of the Board of Directors
	Branches (Marunouchi, Shinjuku, Shibuya, Tama, Kanagawa, Chiba, Saitama, Ibaraki, Tochigi, Gunma, Yamanashi, Nagano, Niigata)	Branches (Marunouchi, Shinjuku, Shibuya, Tama, Kanagawa, Chiba, Saitama, Ibaraki, Tochigi, Gunma, Yamanashi, Nagano, Niigata)
Takanori	Executive Vice President	Executive Vice President
Utano	Managing Director of Research and Development Division	Managing Director of Research and Development Division
	Chief Technical Officer	Chief Technical Officer
	Member of the Board of Directors	Member of the Board of Directors
Kiyoyuki	Executive Vice President	Executive Vice President
Tsujimura	Managing Director of Products & Services Division	Managing Director of Corporate Strategy & Planning Department
	Member of the Board of Directors	Member of the Board of Directors
Takashi	Executive Vice President	Executive Vice President
Sakamoto	Managing Director of Marketing Division	Managing Director of Marketing Division
	Member of the Board of Directors	Member of the Board of Directors
Shuro	Executive Vice President	Executive Vice President

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Hoshizawa	Managing Director of Corporate Marketing Division	Managing Director of Corporate Marketing Division
	Member of the Board of Directors	Member of the Board of Directors
Yoshiaki	Executive Vice President	Executive Vice President
Ugaki	Managing Director of Accounts and Finance Department	Managing Director of Accounts and Finance Department
	Chief Financial Officer	Chief Financial Officer
	Member of the Board of Directors	Member of the Board of Directors

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Harunari	Senior Vice President	Senior Vice President
Futatsugi	Managing Director of Personnel Development Department	Managing Director of Personnel Development Department
	Member of the Board of Directors	Member of the Board of Directors
Kenji Ota	Senior Vice President	Executive Vice President, NTT DoCoMo Kyushu, Inc.
	Managing Director of General Affairs Department	
	Member of the Board of Directors	
Noriaki Ito	Senior Vice President	Executive Vice President, NTT DoCoMo Hokkaido, Inc.
	Managing Director of Corporate Strategy & Planning Department	
	Member of the Board of Directors	
Sakuo	Member of the Board of Directors	General Manager, Department I, Nippon Telegraph and Telephone Corporation
Sakamoto Seiji Tanaka	Executive Vice President	Senior Vice President
	Deputy Managing Director of Corporate Marketing Division	Deputy Managing Director of Corporate Marketing Division
	Managing Director of System Marketing Department I, Corporate Marketing Division	Member of the Board of Directors

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Hideki Niimi	Senior Vice President	Senior Vice President
	Managing Director of Radio Access Network Engineering Department, Network Division	Managing Director of Procurement and Supply Department
		Member of the Board of Directors
Yojiro Inoue	Senior Vice President	Senior Vice President
	General Manager, Marunouchi Branch	General Manager, Marunouchi Branch
		Member of the Board of Directors
Hiroaki	Senior Vice President	Senior Vice President
Nishioka	General Manager, Kanagawa Branch	General Manager, Kanagawa Branch
		Member of the Board of Directors
Fumio	Senior Vice President	Senior Vice President
Nakanishi	Managing Director of DIG Promotion Office, General Affairs Department	Managing Director of DIG Promotion Office, General Affairs Department
		Member of the Board of Directors

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Akio Ooshima	Senior Vice President	Senior Vice President
	Managing Director of System Marketing Department II, Corporate Marketing Division	Managing Director of System Marketing Department II, Corporate Marketing Division
		Member of the Board of Directors
Masatoshi	Senior Vice President	Senior Vice President
Suzuki	Managing Director of Public Relations Department	Managing Director of Public Relations Department
		Member of the Board of Directors
Fumio	Senior Vice President	Senior Vice President
Iwasaki	Managing Director of Network Planning Department, Network Division	Managing Director of Network Planning Department, Network Division
		Member of the Board of Directors
Tsuyoshi	Senior Vice President	Senior Vice President
Nishiyama	Managing Director of Procurement and Supply Department	Managing Director of Radio Access Network Engineering Department, Network Division
		Member of the Board of Directors
Mitsunobu	Senior Vice President	General Manager, Department V, Nippon Telegraph and Telephone Corporation

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Komori	Managing Director of Core Network Engineering Department, Network Division	
Toru	Senior Vice President	Managing Director of System Marketing Department I, Corporate Marketing Division
Kobayashi	Managing Director of Sales Promotion Department, Marketing Division	
Yoshiharu	Senior Vice President	Managing Director of PHS Business Department, Marketing Division
Yamazaki	Managing Director of PHS Business Department, Marketing Division	
Takeshi	Senior Vice President	Managing Director of Multimedia Services Department, Products & Services Division
Natsuno	Managing Director of Multimedia Services Department, Products & Services Division	
Keisuke	Corporate Auditor	Corporate Auditor
Nakasaka		

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Shinichi	Corporate Auditor	Corporate Auditor
Nakatani		
Shoichi	Corporate Auditor	Corporate Auditor
Matsuhashi		
Michiharu	Corporate Auditor	Corporate Auditor
Sakurai		
Kazuo	Corporate Auditor	President, NTT LOGISCO Inc.
Yamanaka		

For further information, please contact:

Masanori Goto

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About NTT DoCoMo

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