

# SECURITIES AND EXCHANGE COMMISSION

## FORM 6-K

Current report of foreign issuer pursuant to Rules 13a-16 and 15d-16 Amendments

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### FILER

#### **INTERNET INITIATIVE JAPAN INC**

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SIC: **7370** Computer programming, data processing, etc.

Mailing Address  
*JINBOCHO MITSUI BLDG.,  
1-105 KANDA JINBO-  
CHO, CHIYODA-KU,  
TOKYO MO 101-0051*

Business Address  
*JINBOCHO MITSUI BLDG.,  
1-105 KANDA JINBO-CHO,  
CHIYODA-KU,  
TOKYO MO 101-0051  
011-813-5259-6500*

**FORM 6-K**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16 under  
the Securities Exchange Act of 1934**

For June 1, 2010

Commission File Number: 0-30204

**Internet Initiative Japan Inc.**

(Translation of registrant's name into English)

**Jinbocho Mitsui Bldg. 1-105 Kanda Jinbo-cho, Chiyoda-ku, Tokyo 101-0051, Japan**

(Address of principal executive offices)

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-

## EXHIBIT INDEX

<u>Exhibit</u>	<u>Date</u>	<u>Description of Exhibit</u>
1	2010/6/01	IIJ to Acquire Subsidiary From AT&T Japan LLC to make It IIJ's Wholly Owned Subsidiary
2	2010/6/01	IIJ Revises Full-Year Financial Targets for FY2010

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# SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

## **Internet Initiative Japan Inc.**

Date: June 01, 2010

By: /s/ Koichi Suzuki  
Koichi Suzuki  
President, Chief Executive Officer and  
Representative Director

## IIJ to Acquire Subsidiary From AT&T Japan LLC to make It IIJ's Wholly Owned Subsidiary

TOKYO, June 1, 2010 (GLOBE NEWSWIRE) -- Internet Initiative Japan Inc. ("IIJ") (Nasdaq:IIJI) (TSE1:3774), one of Japan's leading Internet access and comprehensive network solutions providers, signed today the stock purchase agreement with AT&T Japan LLC ("AT&TJLLC"). IIJ will be acquiring the stock of the new company ("the New Company") established by AT&TJLLC, which will be succeeding a part of the business provided by AT&TJLLC, AT&T Japan K.K and AT&T Japan Ltd. ("AT&T Japan").

### 1. Purpose of the acquisition of shares

IIJ will be succeeding mainly the domestic network outsourcing service business ("the acquiring business") such as the WAN services which are mainly provided to approximately 1,600 domestic corporate customers, by acquiring the stock of the New Company and making it a 100% owned subsidiary.

We expect to realize group synergy between the business of IIJ and the New Company by providing our network solution to the acquired customers through this acquisition, by providing WAN services to our client bases and by providing international services to the acquired customers through business tie-up with AT&T Japan. We expect to expand the scale of our business through this acquisition.

### 2. Method of Transfer

IIJ is scheduled to acquire the stock of the New Company from AT&TJLLC on September 1, 2010 by IIJ's own cash and new short-term bank borrowings. The date of stock purchase may change according to the future situation.

### 3. Basic information of the New Company (Scheduled)

(1) Company name	The current company name is provisional	
(2) Head office location	Shinnikko-Building, 2-10-1 Toranomom, Minato-ku, Tokyo	
(3) Representative	President, Toshinori Iwasawa	
(4) Principal business activities	Provides domestic network outsourcing related services including WAN service and international network related services	
(5) Capital	JPY100 (as of today) Capital as of September 1, 2010 is to be determined	
(6) Date of establishment	April 21, 2010	
(7) Fiscal year-end	December 31	
(8) Major shareholder and its ownership	AT&T Japan LLC (100%)	
(9) Number of employees	250 employees (Expected as of September 1, 2010)	
(10) Relationship with IIJ	Capital relationships	Not applicable
	Personnel relationships	Not applicable
	Transaction relationships	Not applicable
(11) Business	The New Company, established on April 21, 2010 by AT&TJLL,	

results	will be succeeding a part of the domestic network outsourcing related
in previous	business from AT&T Japan. Therefore, the New Company has no
fiscal year	business results data for the previous fiscal year.

#### 4. Basic information of AT&T Japan LLC

- |   |  |  |
|---|--|--|
| (1) Company name                        | AT&T Japan LLC (incorporated under the laws of Delaware)   |  |
| (2) Head office location                | Shinnikko-Building, 2-10-1 Toranomom, Minato-ku, Tokyo   |  |
| (3) Representative                      | Representative in Japan, Toshinori Iwasawa   |  |
| (4) Principal business activities       | Provides global connectivity services and managed applications to customers in Japan, with an advanced portfolio of hosting and other value-added services such as mobile enterprise applications, cloud computing, application management, security, Telepresence and unified communications. |  |
| (5) Capital                             | US\$856 million  |  |
| (6) Date of establishment               | March 12, 1999   |  |
| (7) Net assets                          | not disclosed  |  |
| (8) Total assets                        | not disclosed  |  |
| (9) Major shareholder and its ownership | AT&T Corporation (85.0%)<br>NTT Communications Corporation (15.0%)   |  |
| (10) Relationship with IIJ              | Capital relationships  | No significant relationship                              |
|   | Personnel relationships  | No significant relationship                              |
|   | Transaction relationships  | IIJ provides connectivity and other services to AT&TJLLC |
|   | Status as a related party  | The New Company is not a related party of IIJ            |

#### 5. Number of shares to be acquired, acquisition price, and shareholdings before and after the acquisition

- |  |   |
|--|---|
| (1) Shareholdings before the acquisition | 0 shares (Voting shares: 0 shares)<br>(shareholding: 0%)  |
| (2) Number of shares to be acquired      | The number of shares to be acquired and its voting rights are to be determined<br>acquisition price: JPY9,170 million (planned) |
| (3) Shareholdings after the acquisition  | The number of shares after the acquisition and its voting rights are to be determined<br>(shareholding: 100%)                   |

#### 6. Schedule of Acquisition

- |                   |   |
|-------------------|---|
| June 1, 2010      | Board resolution for conclusion of stock purchase agreement |
| June 1, 2010      | Conclusion of stock purchase agreement                      |
| September 1, 2010 | Incorporation-type company split (planned)                  |
| September 1, 2010 | Transfer of shares (planned)                                |

#### 7. Future Outlook

The New Company is to become IIJ's 100% owned consolidated subsidiary on September 1, 2010 (planned) through this acquisition. As a result, IIJ's consolidated financial target for FY2010 announced on May 14, 2010 has been revised to include the effect from this acquisition and the new target was disclosed in today's press release "IIJ Revises Full-Year Financial Targets for FY2010"

## **About IIJ**

Founded in 1992, IIJ is one of Japan's leading Internet-access and comprehensive network solutions provider for corporate customers. IIJ's services include high-quality systems integration and security services, Internet access, hosting/housing, and content design. Moreover, IIJ has built one of the largest Internet backbone networks in Japan, and between Japan and the United States. IIJ was listed on NASDAQ in 1999 and on the First Section of the Tokyo Stock Exchange in 2006.

*The statements within this release contain forward-looking statements about our future plans that involve risk and uncertainty. These statements may differ materially from actual future events or results. Readers are referred to the documents furnished by Internet Initiative Japan Inc. with the SEC, specifically the most recent reports on Forms 20-F and 6-K, which identify important risk factors that could cause actual results to differ from those contained in the forward-looking statements.*

*This document is a translation for the form defined by the Tokyo Stock Exchange.*

The Internet Initiative Japan Inc. logo is available at <http://www.globenewswire.com/newsroom/prs/?pkgid=4613>

CONTACT: Internet Initiative Japan Inc.  
Investor Relations  
+81-3-5259-6500  
[ir@iij.ad.jp](mailto:ir@iij.ad.jp)  
<http://www.iij.ad.jp/en/IR>

## IIJ Revises Full-Year Financial Targets for FY2010

TOKYO, June 1, 2010 (GLOBE NEWSWIRE) -- Internet Initiative Japan Inc. ("IIJ") (Nasdaq:IIJ) (TSE1:3774) today announced that it has revised its full FY2010 consolidated financial targets from the targets announced on May 14, 2010.

### 1. Revision for Consolidated Financial Targets for FY2010

[Full FY2010 (From April 1, 2010 to March 31, 2011)]

	Revenues	Operating Income	Income before Income Tax Expense (Benefit)	Net Income Attributable to IIJ	Basic Net Income attributable to IIJ per Share
	JPY millions	JPY millions	JPY millions	JPY millions	JPY
Previous Target (A)	71,000	4,300	3,700	2,600	12,836.72
New Target (B)	84,500	4,800	4,100	3,000	14,811.60
Change (B-A)	13,500	500	400	400	
Change (%)	19.0	11.6	10.8	15.4	
<Reference> Results for FY2007	68,006	3,412	2,859	2,234	11,030.38

### 2. Reason for Revision

IIJ has announced today in the press release "IIJ to Acquire Subsidiary from AT&T Japan LLC to make it Wholly Owned Subsidiary," to acquire the shares of AT&T Japan's subsidiary on September 1, 2010 (planned).

As a result, IIJ's full FY2010 consolidated financial targets were revised accordingly to reflect the effect from this acquisition. First half FY2010 consolidated financial targets remain unchanged.

Target for full FY2010 cash dividend, announced on May 14, 2010, is unchanged. IIJ targets cash dividend of JPY2,500 per share of common stock.

(\* ) The above target for FY2010 consolidated financial results are based on information currently available at the time of announcement and the actual results may differ from the target due to various factors.

### About IIJ

Founded in 1992, Internet Initiative Japan Inc. is one of Japan's leading Internet-access and comprehensive network solutions provider. IIJ and its group companies provide total network solutions that mainly cater to high-end corporate customers. The company's services include high-quality systems integration and security services, Internet access, hosting/housing, and content design. Moreover, the company has built one of the largest Internet backbone networks in Japan, and between Japan and the United States. IIJ was listed on NASDAQ in 1999 and on the First Section of the Tokyo Stock Exchange in 2006. For more information about IIJ, visit the IIJ Web site at <http://www.iij.ad.jp/en/>.

The Internet Initiative Japan Inc. logo is available at <http://www.globenewswire.com/newsroom/prs/?pkgid=4613>



*The statements within this release contain forward-looking statements about our future plans that involve risk and uncertainty. These statements may differ materially from actual future events or results. Readers are referred to the documents furnished by Internet Initiative Japan Inc. with the SEC, specifically the most recent reports on Forms 20-F and 6-K, which identify important risk factors that could cause actual results to differ from those contained in the forward-looking statements.*

CONTACT: Internet Initiative Japan Inc.  
IIJ Finance Department  
Ms. Yuko Kazama  
+81-3-5259-6500  
ir@iij.ad.jp  
<http://www.iij.ad.jp/>