

Organizational Regulations of Board of Directors Corporate Strategy Committee of Chunghwa Telecom Co., Ltd.

Authorized in the 10th Meeting of the 3rd Board of Directors on Oct. 21, 2003.

Amended in the 13th Meeting of the 3rd Board of Directors on April 15, 2004.

Amended in the 17th Meeting of the 4th Board of Directors on Dec. 26, 2006.

Amended in the 2nd Meeting of the 6th Board of Directors on July 27, 2010.

Amended in the 17th Meeting of the 6th Board of Directors on Aug. 29, 2012.

Amended in the 6th Meeting of the 7th Board of Directors on March 25, 2014.

Article 1 In order to enhance the efficiency of executive decisions of the Company, Chunghwa Telecom Co., Ltd. (herein referred to as the "Company") hereby establishes the "Chunghwa Telecom Co., Ltd. Board of Directors Strategy Committee" (hereinafter referred to as the "Committee").

Article 2 This Committee shall hold meetings as may be authorized by the Board. Any and all conclusions of the Committee's meetings shall be submitted to the Board.

The Committee may also hold special meetings to within its discretion to discuss and review the major corporate development issues. However, all meeting findings shall be submitted to the Board of Directors for resolution.

Article 3 Major corporate development issues, as mentioned in the foregoing paragraph, include:

1. Budget compilation and revision
2. Capital increase or decrease
3. New re-investments and capital increase, capital reduction, or withdrawal of investments
4. Application or return of business license
5. Reorganization of business groups, Telecommunication Laboratories or Telecommunication Training Institute.
6. All mid-range and long-range development plans
7. Other major issues

Article 4 The members of this committee shall consist of five to seven directors of the Company, who shall nominate and elect one person among

themselves to serve as the Committee Chairman. The Chairman of the Company's Board shall nominate five individuals from the Board as candidates to fill the Committee. The term of each Committee member shall last until the expiration of the term of the Company's board. Any new member elected to fill a vacancy resulted from removal, resignation or changes shall serve until expiration of the original term.

Article 5 The Committee shall establish an attendance record book, which must be signed by the Committee's members at meetings. Those members participating in meetings via video conferencing must fax their signature to be considered as having attended the meeting.

The Committee may invite specialists, scholars, or relevant the Company's management department personnel to attend its meetings as observers.

Article 6 Resolutions made by the Committee shall be recorded as the meeting minutes, which shall either be signed or sealed by the Chairman. The meeting minutes shall be distributed to all members and observers within seven days after the meeting.

Article 7 The Committee's members shall receive no compensation. However, the Committee members, specialists, and scholars shall be paid a meeting attendance fee and travel allowance in accordance with relevant regulations. However, members who are the Company's employees shall not receive attendance fees.

Article 8 The Committee secretarial functions shall be supported by the Corporate Planning Department of the Company.

Article 9 These Organizational Regulations shall be effective upon approval of the Board. Any amendment hereof shall require the same process.