

Board of Directors of Chunghwa Telecom and its Implementation of Diversification Policy



The Company's Board of Directors currently consists of 13 directors, including 5 independent directors and 8 legal representative directors.

The Company's Board is comprised in a diversified manner and based on the Company's business operations, operating dynamics, and development needs, while gender, age, nationality, culture and ethnicity also take into consideration.

In accordance with Article 20 of the Company's Code of Corporate Governance, the Board shall possess overall competence which includes operating judgment, accounting & finance, operating management, crisis management, industry knowledge, global market knowledge, leadership and decision-making ability.

In addition, based on MSCI GICS Sector: Information Technology (Software and Services) and Communication Services (Telecommunication Services, Media and Entertainment) and the Company's core and emerging businesses (Telecommunications, ICT, Broadband, 5G and wireless broadband network, AIoT, Big Data, Artificial Intelligence, Cyber Security, Cloud, Fintech, Block Chain, and Digital Business and so on), the Company's board members also possess industrial experience and expertise as follows:

Name	Industry Work Experiences
Executive Directors	
Chi-Mau Sheih	Chi-Mau Sheih is the Chairman and Chief Executive Officer of the Company. Mr. Sheih has served with the Company for more than 40 years. He has a comprehensive experience in the telecom industry and held numerous positions at the executive level throughout the Company's different Business Groups. In his capacity, he has been responsible for the Company's marketing planning, customer services, business management and development, network technology, and administrative affairs. Mr. Sheih holds an MBA degree from National Taiwan University.
Shui-Yi Kuo	Shui-Yi Kuo has been the President of the Company since May 2019. Prior to that, he served as the Senior Executive Vice President and Chief Financial Officer from August 2017 to September 2020 and the Senior Executive Vice President of Investment of the Company from March 2017 to August 2017. During his 20-year career with the Company and its affiliate, Mr. Kuo held various managerial positions in the Corporate Planning, Accounting, and Investment Departments. Mr. Kuo holds a master's degree in Accounting from National Chengchi University and a CPA certificate in the ROC.
Non-Executive Directors	
Hsiang-Ling Hu	Mr. Hu is well experienced in transportation industry. He also extends his practical management experience in corporate governance, business and risk management. Mr. Hu holds a bachelor's degree in the Department of Transportation and Management from National Chiao Tung University.
Ching-Hwi Lee	Ms. Lee has been working in the field of culture and performing arts, and has also served in various government departments, making her well versed in cultural administration. With her rich experiences, she is capable to make contributions to the Company to continually promote the development of its service on Media-on-Demand (MOD) and other digital content businesses. Ms. Lee holds a bachelor's degree in History from National Taiwan Normal University

Shin-Yi Chang	Mr. Chang is an accounting expert who has served as the Head of Accounting Department in different government organizations. He had been a lecturer on risk management and crisis management of the National Academy of Civil Service Examination Yuan and had been the Executive Secretary of the Internal Control Project Promotion Team of the Ministry of Economic Affairs for 6 years. Mr. Chang holds an MBA degree from National Taiwan University.
Sin-Horng Chen	Dr. Chen had been the Acting President of Taiwan's one of the most prestigious universities, National Yang Ming Chiao Tung University. His major research area is speech processing, speech recognition and synthesis, while advanced technology development and application system development in Information & communication technology is his current focus. Other than his academia experience, Dr. Chen had been the CEO of National Science and Technology Program of Telecommunication and Network Communication, National Science Council. Dr. Chen holds a Ph.D. degree in Electrical Engineering from Texas Tech University, USA.
Shiu-Chuan Tsai	Dr. Tsai had been the Political Deputy Minister and Spokesman of Ministry of Civil Service, risk management was one of her daily task. Her expertise is government governance, performance and human resources management and the marketing of government policy. Dr. Tsai holds a Ph.D. degree in Public Administration from National Chengchi University.
Shih-Hung Tseng	Mr. Tseng is the Company's labor director who has worked in the Company for over 40 years and is specialized in Customer Network Access and Labor Standards Act. His presence on the Board ensures that employees' voices are heard as well as their rights are well protected. Mr. Tseng graduated from the Electronic Engineering Department of Kun Shan Institute of Technology.



Independent Directors

Yu-Fen Lin	Ms. Lin is a transactional attorney with extensive experiences in international investments, banking and electronic payment legal affairs, and corporate compliance and finance transactions. Ms. Lin holds a bachelor's degree of Laws and Political Science from National Taiwan University.
Chung-Chin Lu	Dr. Lu has engaged in teaching and research in the areas of communication systems, networks and information theory for more than 34 years. Many of his research papers are published in famous journals. Dr. Lu holds a Ph.D. degree in Electrical Engineering from the University of Southern California, USA.
Yi-Chin Tu (a.k.a. Ethan Tu)	Mr. Tu has been the founder of PTT, the largest BBS (Bulletin Board System) site in Taiwan. In 2012, he joined Microsoft's Artificial Intelligence Division as Chief R&D Officer for Asia Pacific, responsible for leading the development of artificial intelligence interfaces in Asia, and left Microsoft in 2017 to return to Taiwan, where he founded the Taiwan Artificial Intelligence Lab, with healthcare, smart cities and human-machine interfaces as its three AI research and development cores. Mr. Tu's expertise will assist the Company to expand its emerging businesses and to acquire corporate customers. Mr. Tu holds a master's degree in Computer Science and Information Engineering from National Taiwan University.

Independent Directors

Chia-Chung Chen

Mr. Chen has over 30 years of banking and financial experience and specializes in digital finance. Before he retired, Mr. Chen had been the CEO of E. SUN (China) Bank Ltd., and held several leadership positions respectively, while working with E. Sun Bank and E. Sun Securities Corp. He led a team to launch the first internet banking back in 1992 and is known as the “pioneer of internet banking in Taiwan”. In addition, in 2000, he initiated and promoted the first E-coin in Taiwan, and in 2012, Mr. Chen led a team to establish the cross-strait payment platform for third-party payments. Mr. Chen is also familiar with strategic planning, operational management, and risk management and has extensive experience in corporate governance. He has served as an information consultant for Taiwan Academy of Banking and Finance and as an executive director of the Taiwan Internet and E-Commerce Association. Mr. Chen’s expertise is key to the Company’s digital banking development and he holds a master’s degree in Agricultural Economics from National Taiwan University.

Note: Independent director, Mr. Chia-Chung Chen is of Hakka descent, which is a sub-ethnic group in Asia.

Su-Ming Lin

Dr. Lin is an expert in researching and teaching financial accounting, tax laws, and international taxation. Moreover, Dr. Lin has participated in Taiwan’s tax reforms on multiple occasions and served as a board member and member of the Risk Management Committee and Audit Committee in the airlines and insurance sectors for many years. Dr. Lin holds a Ph.D. degree in Accounting from Arizona State University, and has passed both the Taiwan and U.S. CPA examinations.

Title	Name	Education	Past Experiences	Current Position	Expertise
Director	Chi-Mau Sheih	MBA, National Taiwan University	President, Chunghwa Telecom	Chairman & CEO, Chunghwa Telecom	Business Management, ICT, Broadband, Cyber Security, Cloud Computing, Big Data Applications
Director	Shui-Yi Kuo	Master, Accounting, National Chengchi University	CFO & SEVP, Chunghwa Telecom	President, Chunghwa Telecom	Accounting & Finance, ICT, Corporate Governance, Strategy Management, Corporate Risk Management, Merger & Acquisition, Audit
Director	Hsiang-Ling Hu	Bachelor, Transportation and Management, National Chiao Tung University	Director-General, Railway Bureau, MOTC	Political Deputy Minister, MOTC	Transportation Planning and Management, Transportation System Analysis, Railway Act, Railway Operation Management and Supervision, Railway Risk Management, Intelligent Railway Transportation
Director	Ching-Hwi Lee	Bachelor, History, National Taiwan Normal University	Deputy Director, National Palace Museum	Deputy Minister, Ministry of Culture (MOC)	Cultural Administration, Cross-Boundary Governance, Creative Content Industry

Title	Name	Education	Past Experiences	Current Position	Expertise
Director	Shin-Yi Chang	MBA, National Taiwan University	Director, Accounting Department, Ministry of Economic Affairs(MOEA)	Director, Accounting Department MOTC	Accounting, Risk Management, Crisis Management
Director	Sin-Horng Chen	Ph.D., Electrical Engineering, Texas Tech University, USA	Acting President, National Chiao Tung University	Professor, Department of Electrical Engineering, National Yang Ming Chiao Tung University	Advanced Technology Development and Application System Development in Information & Communication Technology, Speech Signal Processing, Speech Recognition, Speech Synthesis
Director	Shiu-Chuan Tsai	Ph.D., Public Administration, National Chengchi University	Political Deputy Minister, Ministry of Civil Service	Chairperson & Professor, Department of Political Science, Soochow University, Taiwan	Government Governance, Performance Management, Public Human Resources Management, Marketing of Government and Policy, Anti-Corruption and Transparent Governance
Director	Shih-Hung Tseng	Electronic Engineering Department of Kun Shan Institute of Technology	Member of CHT's Workers' Union & President of CHT's Corporate Union, Tainan Branch	Engineer, Tainan Branch, Chunghwa Telecom	ICT, Customer Network Access, Labor Standards Act, Labour Dispute Mediation

Title	Name	Education	Past Experiences	Current Position	Expertise
Independent Director	Yu-Fen Lin	Bachelor, Political Science and Laws (double degrees), National Taiwan University	Partner, Kao & Partners, Attorneys-at-Law	Managing Partner, Lex & Honor, Attorneys-at-Law	International Commercial Investment, Corporate Investment Law, Administrative and Public Laws related Legal Consultancy
Independent Director	Chung-Chin Lu	Ph.D., Electrical Engineering, University of Southern California, USA	Chairperson, Department of Electrical Engineering, National Tsing Hua University	Professor, Department of Electrical Engineering, National Tsing Hua University	Digital Communications, Error-correcting Codes, Systems Bioinformatics, Quantum Computation and Quantum Communications, Machine Learning
Independent Director	Yi- Chin Tu	Master, Computer Science and Information Engineering, National Taiwan University	Founder, Taiwan AI Labs	Founder, Taiwan AI Labs & Foundation	Artificial Intelligence (AI), AI Data Governance, Software Platform R&D and Digital Talent Incubation
Independent Director	Chia-Chung Chen	Master, Agricultural Economics, National Taiwan University	CEO, E. SUN Bank (China)	Director, Mega Financial Holding Co., Ltd.	Digital Finance, Strategic Planning, Business Management, Risk Management and Corporate Governance
Independent Director	Su-Ming Lin	Ph.D., Accounting, Arizona State University, USA	Chairperson, Department of Accounting, National Taiwan University	Professor, Department of Accounting, College of Management, National Taiwan University	Financial Accounting, Tax Laws, International Taxation, Audit and Risk Management

Directors' Name	Date of Appointment	Terms of Office (Note)	Gender	Age	Telecom Industry Experiences (years)	Industry Experiences								Professional Knowledge & Skills		Committees		
						Management Business	Corporate Governance	ICT	Fintech	Audit & Risk Management	Marketing & Commerce	Audiovisual & Music Culture Creativity	Human Resources Management & Development	Legal	Accounting & Finance	Audit Committee	Compensation Committee	Corporate Strategy Committee
Chi-Mau Sheih	2017.1.4		M	61~70	46	V	V	V			V							
Shui-Yi Kuo	2019.4.26		M	51~60	21	V	V	V		V	V				V			V
Hsiang-Ling Hu	2022.5.27		M	61~70	1	V	V	V		V	★	★		★	★			
Ching-Hwi Lee	2022.5.27		F	51~60		V						V	★					
Shin-Yi Chang	2019.6.21		M	61~70	4.4	V	V	★	★	V	V				V			V
Sin-Horng Chen	2019.6.21		M	61~70	43			V										V
Shiu-Chuan Tsai	2022.5.27		F	51~60		V	V			V	V		V					
Shih-Hung Tseng	2021.4.6		M	61~70	43			V					V					V
Yu-Fen Lin	2017.6.23	3	F	51~60	4.8	V	V		V	V				V		V	V	
Chung-Chin Lu	2018.6.15	3	M	61~70	33	★	V	V		V						V		V
Yi- Chin Tu	2019.6.21	2	M	41~50	27	V	V	V	V		V					V		V
Chia-Chung Chen	2022.5.27	1	M	61~70		V	V		V		V		V			V	V	V
Su-Ming Lin	2022.5.27	1	M	61~70		V	V	★	★	V	★		★	V	V	V	V	V
Total						10	10	7	3	7	6	1	3	2	3	5	3	8

★ stands for partial competence

Note: The best practice of board tenure for independent directors in Taiwan is to serve no more than 3 terms. If appointed for additional terms, then explanations of independence are needed.

The Independence of the Company's Board of Directors

Criteria	Meet One of the Following Professional Qualification Requirements, Together with at Least Five Years Work Experience			Independence Criteria(Note 2)												Board Mandate
Directors' Name	An Instructor or Higher Position in a Department of Commerce, Law, Finance, Accounting, or Other Academic Department Related to the Business Needs of the Company in a Public or Private Junior College, College or University	A Judge, Public Prosecutor, Attorney, Certified Public Accountant, or Other Professional or Technical Specialist Who has Passed a National Examination and been Awarded a Certificate in a Profession Necessary for the Business of the Company	Have Work Experience in the Areas of Commerce, Law, Finance, or Accounting, or Otherwise Necessary for the Business of the Company	1	2	3	4	5	6	7	8	9	10	11	12	An individual who do not serve on more than four (4) other boards of publicly listed companies
				Chi-Mau Sheih			√			√	√	√	√	√	√	
Shui-Yi Kuo		√	√			√	√	√	√	√	√	√	√	√	√	√
Hsiang-Ling Hu			√	√		√	√		√	√	√	√	√	√		√
Ching-Hwi Lee			√	√		√	√	√	√	√	√	√	√	√		√
Shin-Yi Chang	√		√	√		√	√		√	√	√	√	√	√		√
Sin-Horng Chen	√	√	√	√		√	√	√	√	√	√	√	√	√		√
Shiu-Chuan Tsai	√		√	√		√	√	√	√	√	√	√	√	√		√
Shih-Hung Tseng			√			√	√	√	√	√	√	√	√	√		√
Yu-Fen Lin		√	√	√	√	√	√	√	√	√	√	√	√	√	√	√
Chung-Chin Lu	√		√	√	√	√	√	√	√	√	√	√	√	√	√	√
Yi- Chin Tu			√	√	√	√	√	√	√	√	√	√	√	√	√	√
Chia-Chung Chen			√	√	√	√	√	√	√	√	√	√	√	√	√	√
Su-Ming Lin	√	√	√	√	√	√	√	√	√	√	√	√	√	√	√	√



Note 1: The corresponding boxes are checked only if applicable.

Note 2: A “V” is marked if applicable to the individual during the two years prior to being elected or during the term of the office.

Criteria 1. Not an employee of the company or any of its affiliates;

Criteria 2. Not a director or supervisor of the company or any of its affiliates;

Criteria 3. Not a natural-person shareholder who holds shares, together with those held by the person’s spouse, minor children, or held by the person under others’ names, in an aggregate amount of one percent or more of the total number of issued shares of the company or ranks as one of its top ten shareholders;

Criteria 4. Not a spouse, relative within the second degree of kinship, or lineal relative within the third degree of kinship, of any of the officer in the preceding 1 subparagraph, or of any of the above persons in the preceding subparagraphs 2 and 3;

Criteria 5. Not a director, supervisor, or employee of a corporate/institutional shareholder that directly holds five percent or more of the total number of issued shares of the company, ranks as of its top five shareholders, or has representative director(s) serving on the company’s board based on Article 27 of the Company Act.

Criteria 6. Not a director, supervisor, or employee of a company of which the majority of board seats or voting shares is controlled by a company that also controls the same of the company;

Criteria 7. Not a director, supervisor, or employee of a company of which the chairman or CEO (or equivalent) themselves or their spouse also serve as the company’s chairman or CEO (or equivalent);

Criteria 8. Not a director, supervisor, officer, or shareholder holding five percent or more of the shares of a specified company or institution that has a financial or business relationship with the company;

Criteria 9. Other than serving as a compensation committee member of the company, not a professional individual who, or an owner, partner, director, supervisor, or officer of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting services or consultation to the company or to any affiliate of the company, or a spouse thereof, and the service provided is an “audit service” or a “non-audit service which total compensation within the recent two years exceeds NTD500,000”;

Criteria 10. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the company;

Criteria 11. Not been a person of any conditions defined in Article 30 of the Company Act and

Criteria 12. Not a governmental, juridical person or its representative as defined in Article 27 of the Company Act.



Other than the two executive directors and the labor director, all the external directors of the Company meet at least 4 of the 9 criteria with DJSI independent directors' statement.

Board Independence Statement by DJSI	1. The director must not have been employed by the company in an executive capacity within the last year.	2. The director must not accept or have a "Family Member who accepts any payments from the company or any parent or subsidiary of the company in excess of \$60,000 during the current fiscal year", other than those permitted by SEC Rule 4200 Definitions.	3. The director must not be a "Family Member of an individual who is employed by the company or by any parent or subsidiary of the company as an executive officer."	4. The director must not be (and must not be affiliated with a company that is) an adviser or consultant to the company or a member of the company's senior management.	5. The director must not be affiliated with a significant customer or supplier of the company.	6. The director must have no personal services contract(s) with the company or a member of the company's senior management.	7. The director must not be affiliated with a not-for-profit entity that receives significant contributions from the company. cannot be considered independent.	8. The director must not have been a partner or employee of the company's outside auditor during the past year.	9. The director must not have any other conflict of interest that the board itself determines to mean they cannot be considered independent.
Hsiang-Ling Hu	V	V	V	V	V	V	V	V	V
Ching-Hwi Lee	V	V	V	V	V	V	V	V	V
Shin-Yi Chang	V	V	V	V	V	V	V	V	V
Sin-Horng Chen	V	V	V	V	V	V	V	V	V
Shiu-Chuan Tsai	V	V	V	V	V	V	V	V	V
Shih-Hung Tseng	V	V	V	V	V	V	V	V	V
Yu-Fen Lin	V	V	V	V	V	V	V	V	V
Chung-Chin Lu	V	V	V	V	V	V	V	V	V
Yi-Chin Tu	V	V	V	V	V	V	V	V	V
Chia-Chung Chen	V	V	V	V	V	V	V	V	V
Su-Ming Lin	V	V	V	V	V	V	V	V	V