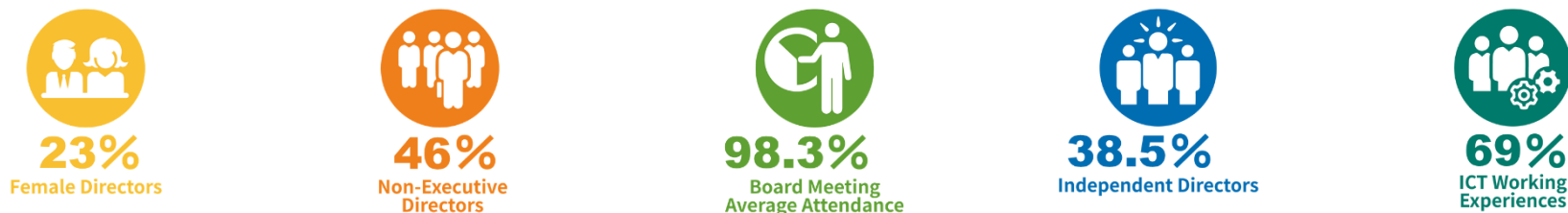


## Board of Directors of Chunghwa Telecom and its Implementation of Diversification Policy



The Company's Board of Directors currently consists of 13 directors, including 2 executive directors, 1 labor director, 5 non-executive directors and 5 independent directors.

The Company ensures a diverse Board that reflects its business operations, dynamics, and development needs by considering factors like gender, age, nationality, culture, and ethnicity. The Company values gender equality and is committed to having at least one female director on its Board, with a target to reach 30% female directors by 2025.

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

The members of the Company's board possess extensive industry experience and expertise in the MSCI GICS industry sectors of Information Technology (Software and Services) and Communication Services (Telecommunication Services, Media and Entertainment), which aligns with the requisite professional capabilities necessary for the development and promotion of the Company's core and emerging businesses, including but not limited to, telecommunications, information and communication technology, broadband, 5G and wireless broadband networks, artificial intelligence of things, big data, artificial intelligence, cybersecurity, cloud technology, financial technology, block chain, and digital business. Overall, the Company's Board of Directors possesses the necessary expertise and experience to effectively govern and guide the Company.

Directors' Name	Date of Appointment	Terms of Office (Note)	Gender	Age	Telecom Industry Experiences (years)	Industry Experiences							Professional Knowledge & Skills		Committees				
						Management Business	ESG	ICT	Fintech	Audit & Risk Management	Marketing & Commerce	Audiovisual & Music Culture Creativity	Human Resources Management & Development	Legal	Accounting & Finance	Audit Committee	Compensation Committee	Sustainable Development & Strategy Committee	Risk Management Committee
Shui-Yi Kuo	2019.4.26		M	51~60	21	V	V	V		V	V				V			V	
Chau-Young Lin	2023.7.4		M	61~70	36	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					V							
Shin-Yi Chang	2019.6.21		M	61~70	4.4	V	V	★	★	V	V				V			V	V
Sin-Horng Chen	2019.6.21		M	61~70	43			V											
Hsiu-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	V	V	V
Chung-Chin Lu	2018.6.15	3	M	61~70	33	★	V	V		V					V			V	V
Yi-Chin Tu	2019.6.21	2	M	41~50	27	V	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	V	V
Su-ming Lin	2022.5.27	1	M	61~70		V	V	★	★	V	★		★	V	V	V	V	V	V
Total						10	10	7	3	7	6	1	3	2	3	5	3	9	7

★ 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.

Name	Industry Work Experiences
<b>Executive Directors</b>	
Shui-Yi Kuo	<p>Shui-Yi Kuo is the Chairman and Chief Executive Officer of the Company. Before assuming his current role, he served as the President of the Company from May 2019 to May 2023. In addition, he held the key positions of Senior Executive Vice President and Chief Financial Officer from August 2017 to September 2020, and Senior Executive Vice President of Investment at the Company from March 2017 to August 2017. Throughout his 20-year career with the Company and its affiliate, Mr. Kuo occupied various managerial roles within the Corporate Planning, Accounting, and Investment Departments. He attained a master's degree in Accounting from National Chengchi University and holds a CPA certificate in the ROC.</p>
Chao-Young Lin	<p>Chao-Young Lin is the President of the Company. Before assuming the role of President in July 2023, he held the position of President of the Company's Information Technology Group from 2020 to June 2023. Prior to that, from 2019 to 2020, he served as the Executive Vice President of Administration, and from 2018 to 2019, he held the position of President of the Company's Southern Business Group. In addition to his extensive experience in the ICT industry, Mr. Lin's professional strengths primarily lie in the domains of large-scale information system development, project management, and systems engineering. Furthermore, he possesses exceptional skills in strategic business planning, transformative strategy formulation, and market exploration. Mr. Lin holds a Ph.D. degree in Electronic Engineering from the National Taiwan University of Science and Technology.</p>
<b>Labor Director</b>	
Shih-Hung Tseng	<p>Mr. Tseng has been with the Company for over 40 years, and currently serves as the labor director. He specializes in Customer Network Access and the Labor Standards Act. As a member of the Board, he ensures that employees' voices are heard and their rights are protected. Mr. Tseng holds a degree in Electronic Engineering from Kun Shan Institute of Technology.</p>



## Non-Executive Directors

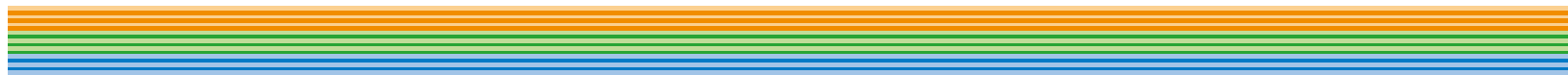
Hsiang-Ling Hu	Mr. Hu has extensive experience in the transportation industry and has practical management experience in corporate governance, business management, and risk management. Mr. Hu holds a bachelor's degree in the Department of Transportation and Management from National Chiao Tung University.
Ching-Hwi Lee	Ms. Lee specializes in cultural administration, cross-boundary governance, performing arts, as well as the audiovisual and music-related creative content industry. Given her extensive industry experience in media and entertainment, she is well-equipped to contribute to the Company's efforts in continuously promoting the development of its Media-on-Demand (MOD) service 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 the Accounting Department in various government organizations. He was also a lecturer on risk management and crisis management at the National Academy of Civil Service Examination Yuan and served as the Executive Secretary of the Internal Control Project Promotion Team at the Ministry of Economic Affairs for six years. Mr. Chang holds an MBA degree from National Taiwan University
Sin-Horng Chen	Dr. Chen has an impressive background in academia and industry. He served as the Acting President of one of Taiwan's most prestigious universities, National Yang Ming Chiao Tung University, and has conducted extensive research in speech processing, speech recognition and synthesis, with a current focus on advanced technology development and application system development in Information & Communication Technology. Moreover, Dr. Chen has significant practical industry experience, having served as the CEO of National Science and Technology Program of Telecommunication and Network Communication at the National Science Council, and worked as an engineer in the Telecom Lab of Chunghwa Telecom From 1978 to 1980. Dr. Chen holds a Ph.D. degree in Electrical Engineering from Texas Tech University, USA, further attesting to his qualifications and expertise in the field.



Hsiu-Chuan Tsai	<p>Dr. Tsai previously held the positions of Political Deputy Minister and Spokesperson at the Ministry of Civil Service, where she had significant responsibilities in risk management. She is an expert in government governance, performance management, public human anti-corruption, transparency, and government and policy marketing. Currently, Dr. Tsai serves as a board member of Transparency International Chinese Taipei, an organization with a crucial mission to promote government transparency and integrity in Taiwan. The organization aims to raise public awareness of corruption through the development of anti-corruption education programs and social marketing campaigns. Her extensive professional expertise and work experience have consistently provided valuable insights to the Company's Board, particularly in the areas of anti-corruption measures and organizational development. Dr. Tsai holds a Ph.D. in Public Administration from National Chengchi University.</p>
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### Independent Directors

Yu-Fen Lin	<p>Ms. Lin is a transactional attorney with extensive experience in international investments, banking and electronic payment legal affairs, as well as corporate compliance and finance transactions. Ms. Lin holds a double degree of L.L.B. and B.A. from National Taiwan University.</p>
Chung-Chin Lu	<p>Dr. Lu is an independent director of our company. Dr. Lu has been a professor in the Department of Electrical Engineering at National Tsing Hua University since August 2000. Dr. Lu has been teaching and researching in the areas of communication systems, networks, and information theory for more than 35 years and specializes in digital communications, error-correcting codes, systems bioinformatics, quantum computation, as well as machine learning. Further to Dr. Lu's academic efforts, he has been selected and appointed by the Premier of the Executive Yuan as a director of the National Science and Technology Council since July 2020, based on his expertise in the field of disaster reduction research. The Council is established to enhance the competence of Taiwan in the research and development of science and technology for disaster reduction, and promote the implementation and application of the outcomes and technologies of the science and technology for disaster reduction. Dr. Lu holds a Ph.D. degree in Electrical Engineering from the University of Southern California.</p>



## Independent Directors

Yi-Chin Tu (a.k.a. Ethan Tu)	<p>Mr. Tu is the founder of PTT, which is a non-profit open-source organization and the largest BBS (Bulletin Board System) site in Taiwan. Before that, he worked at Microsoft, where he served as the Principal Development Manager in the Microsoft AI and Research Group, and later as the Chief R&amp;D Officer, leading the artificial intelligence services development in the Asia Pacific region. In 2017, he left Microsoft to return to Taiwan and founded the Taiwan Artificial Intelligence Lab, which focuses on healthcare, smart cities, and human-machine interfaces as its three AI research and development cores. Mr. Tu specializes in AI data governance, software platform R&amp;D, and digital talent incubation. His expertise will be valuable for helping the Company expand its emerging businesses and acquire corporate customers. Mr. Tu holds a master's degree in Computer Science and Information Engineering from National Taiwan University and is recognized by MSCI as an industry expert on the Audit Committee.</p>
Su-ming Lin	<p>Dr. Lin has been currently a professor in the Department of Accounting, National Taiwan University since August 2001. Dr. Lin is a Certified Public Accountant of the R.O.C. and specializes in accounting, finance, tax laws, as well as international taxation. He has participated in Taiwan's tax reforms and served as the 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.</p>



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## Independent Directors

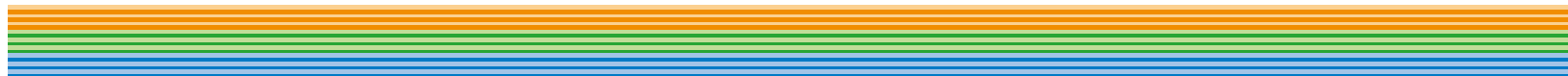
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### Chia-Chung Chen

Mr. Chen is currently the independent director of MOSPEC Semiconductor Corp. and Dimerco Data System Corp. Prior to this, Mr. Chen had over 30 years of experience in banking and finance, specializing in digital finance. Before retiring, Mr. Chen served as the Chief Executive Officer of E.SUN Bank (China) Co., Ltd. and E.SUN Commercial Bank, Ltd., as well as the Chairman of E.SUN Securities Co., Ltd. He led a team that launched the first internet banking service in 1992, earning him the title of the “pioneer of internet banking in Taiwan.” Additionally, in 2000, he initiated and promoted the first E-coin in Taiwan, and in 2012, Mr. Chen led a team in establishing the cross-strait payment platform for third-party payments. Mr. Chen is also well-versed in strategic planning, operational management, and risk management, with extensive experience in corporate governance. He has served as an information consultant for the Taiwan Academy of Banking and Finance and as an executive director of the Taiwan Internet and E-Commerce Association. Mr. Chen's expertise is crucial to the Company's digital banking development, and he holds a master's degree in Agricultural Economics from National Taiwan University.

Note:

1. Independent director, Mr. Chia-Chung Chen is of Hakka descent, which is a sub-ethnic group in Asia.
2. Mr. Chen is recognized by MSCI as the Company's independent director with risk management expertise. Please see below for his prior experiences.



### Independent Director Mr. Chia-Chung Chen's prior experiences in risk management

Employment History			Specific Duties to Risk Management
2000~2005	e-Banking Division / E.SUN Commercial Bank	Executive Vice President (EVP)	In 2000, Mr. Chen led the e-banking team to initiate and promote a new and innovative business in Taiwan called E-coin. He was also responsible for relevant risk management and anti-money laundering mechanisms.
2005	E.SUN Securities Co., Ltd.	Deputy President	As the Deputy President of E. Sun Securities, Mr. Chen was responsible for overseeing corporate risk management.
2007~2008	Wealth Management Division/E.SUN Commercial Bank	Deputy President	During the financial crisis of 2007~2008, working as the Deputy President of the Wealth Management Division of E.Sun Bank and a member of its executive-level risk management committee, Mr. Chen was tasked with the duty of monitoring the Bank's risk management indicators on a daily basis.
2012~2015	Personal Consumer Division/E. Sun Commercial Bank	Deputy President	Mr. Chen, as the Deputy President of E. Sun Bank's Personal Consumer Division and a member of its executive-level risk management committee concurrently, worked on cross-strait third-party payment, and was responsible for reporting risk management and anti-money laundering mechanisms to the local authorities for obtaining its business licenses.



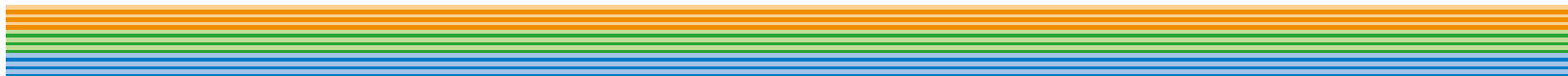
## The Independence of the Directors

All of the Company's external directors meet at least 4 out of the 9 criteria for the DJSI independent statement, and all of the Company's independent directors meet the requirements set forth in the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies.

The Company's independent directors maintain their independence within the scope of their duties and have no conflicts of interest with the Company. They serve as members of the Audit Committee and are responsible for overseeing the fair presentation of the Company's financial reports, hiring and dismissing the Company's CPA, ensuring the effectiveness of the Company's internal control system, managing the Company's risks, and ensuring compliance with relevant laws and regulations.

The Company's Chairman and President hold separate positions, and they are not related by spousal or familial relationships. This ensures that the Board of Directors can perform its duties of supervising management and directing the Company's strategy while being responsible for the Company and its shareholders.

All directors of the Company are not related as spouses or second-degree kinship, complying with paragraphs 3 and 4 of Article 26-3 of the Securities and Exchange Act. To ensure the independence of the Board's operations, according to Paragraph 1 of Article 17, of the Company's Meeting Rules of Order of the Board of Directors, if a director or a juristic person represented by the director is an interested party in relation to an agenda item, the director shall state the important aspects of the interested party relationship at the respective meeting. When the relationship is likely to prejudice the interest of this Company, that director may not participate in the discussion or voting on that agenda item and shall abstain from voting and discussion, and may not exercise voting rights as a proxy for another director. All directors of the Company have complied with these requirements and ensured that the discussion and voting of each resolution are based on the objective and independent judgment of the directors.



## 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
	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	
Directors' Name																
Shui-Yi Kuo		√	√			√	√	√	√	√	√	√	√	√		0
Chao-Young Lin			√			√	√	√	√	√	√	√	√	√		0
Hsiang-Ling Hu			√	√		√	√		√	√	√	√	√	√		0
Ching-Hwi Lee			√	√		√	√	√	√	√	√	√	√	√		0
Shin-Yi Chang	√		√	√		√	√		√	√	√	√	√	√		0
Sin-Horng Chen	√	√	√	√		√	√	√	√	√	√	√	√	√		1
Hsiu-Chuan Tsai	√		√	√		√	√	√	√	√	√	√	√	√		0
Shih-Hung Tseng			√			√	√	√	√	√	√	√	√	√		0
Yu-Fen Lin		√	√	√	√	√	√	√	√	√	√	√	√	√	√	2
Chung-Chin Lu	√		√	√	√	√	√	√	√	√	√	√	√	√	√	0
Yi-Chin Tu			√	√	√	√	√	√	√	√	√	√	√	√	√	1
Chia-Chung Chen			√	√	√	√	√	√	√	√	√	√	√	√	√	2
Su-ming Lin	√	√	√	√	√	√	√	√	√	√	√	√	√	√	√	1



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.



**All of the Company's external directors, except for two executive directors and one labor director, meet more than four out of the nine criteria for the DJSI independent statement**

<b>Board Independence Statement by DJSI</b>	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	
Ching-Hwi Lee	V	V	V	V	V	V		V	
Shin-Yi Chang	V	V	V	V	V	V		V	
Sin-Horng Chen	V	V	V	V	V	V		V	
Hsiu-Chuan Tsai	V	V	V	V	V	V		V	
Shih-Hung Tseng	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

V: Meets criteria

