

**Major Resolutions of the 11<sup>th</sup> Meeting of  
Chunghwa Telecom's Fifth Board of Directors**  
(August 26, 2008)

Discussion items:

1. Summary: The 2008 cable network plan is intended to strengthen the Company's broadband service infrastructure and boost MOD transmission quality. Due to the need to install additional equipment causing adjustments and accommodations of budgeted items, the planned budget will have a shortfall of NT\$955 million. The proposal to shift the support (i.e., additional funds, budget, etc.) from the mobile network plan and real estate development plan to the cable network plan was submitted to the board for a vote.

Resolutions: The attending directors unanimously approved the proposal and requested the management to implement the proposal in accordance with the prescribed procedures.

2. Summary: The draft of the Employee Bonus Issuance Implementation Guidelines was submitted to the board for a vote.

Resolutions:

(1) The attending directors unanimously approved the Guidelines and requested the management to implement the proposal in accordance with the prescribed procedures.

(2) The Company should issue cash bonuses until stock bonus issuance standards have been specified and implemented.

3. Summary: It is proposed that a record (ex-rights) date and cash capital reduction proposal be determined for the cash dividends from the Company's 2007 distribution of earnings together with capital increase by earnings recapitalization and capital increase out of capital reserves. The proposal that the Chairman & CEO be authorized to determine the record (ex-rights) date and capital reduction base day was submitted to the board for a vote.

Resolutions: The attending directors unanimously approved the proposal and requested the management to implement the proposal in accordance with the prescribed procedures.

4. Summary: The Company's financial reports (stand-alone and consolidated) and independent auditor's audit reports for the first half of 2008, which as prescribed in regulations, are required to be approved by the board and acknowledged by the supervisors, were submitted to the board for a vote.

Resolutions: The attending directors unanimously approved the reports and requested the management to implement to take action in accordance with the prescribed procedures.

5. Summary: The proposal that, in order to fully utilize assets and maximize value, a new high-rise office building be developed on the site of the Company's Dunnan business premises was submitted to the board for a vote.

Resolutions:

(1) The attending directors unanimously approved the proposal and requested the management to proceed with development of the new high-rise office building in accordance with the prescribed procedures.

(2) The management was requested to handle the purchase of 30% of the new building's floor area in accordance with the prescribed procedures.

6. Summary: The proposal to increase capital in the Company's Singapore subsidiary was submitted to the board for a vote, enclosed herewith the "Operating Procedures for Loans to Other Parties" drafted by the Singapore subsidiary (Chunghwa Telecom Singapore Pte. Ltd.) for the board's reference.

Resolutions:

(1) The attending directors unanimously approved the proposal and requested the management to implement the proposal in accordance with the prescribed procedures.

(2) All matters connected with the increased capital investment in the Singapore subsidiary must be completed before the end of May of 2010.

8. Summary: The proposal to participate in the 2008 capital financing plan of the Taipei Financial Center Corp. ("Taipei 101 company") was submitted to the board for a vote.

Resolutions: The attending directors unanimously approved the proposal and requested the management to implement the proposal in accordance with the prescribed procedures.

9. Summary: The proposal to establish offices in Beijing and Shanghai was submitted to the board for a vote.

Resolutions: The attending directors unanimously approved the proposal and requested the management to implement the proposal in accordance with the prescribed procedures.

10. Summary: The revised draft of the Chunghwa Telecom Co., Ltd. Table of Duties and Power Assigned to the Board of Directors was submitted to the board for a vote.

Resolutions: The attending directors unanimously approved the revised draft and requested the management to implement the proposal in accordance with the prescribed procedures.

11. Summary: Certain revised articles of the Chunghwa Telecom Co., Ltd. Internal Control Statement were submitted to the board for a vote.

Resolutions: The attending directors unanimously approved the revised draft following the deletion of Article 2 and Article 6 in Chapter 10, and requested the management to implement the proposal in accordance with the prescribed procedures.