

**Major Resolutions of the 22nd Meeting of
Chunghwa Telecom's 6th Board of Directors
(April 30, 2013)**

The Company convened the board meeting on April 30, 2013. The Board approved the following major resolutions:

1. The Company's report to the 2013 Annual General Meeting on the adjustment of the distributable retained earnings and appropriation for special reserve, which apply of the International Financial Reporting Standards (IFRSs) for the first time.
2. The Company's 2012 earning distribution.
3. The Company's cash distribution from capital surplus.
4. The review and approval of the nominations for the Company's slate of candidates for directors of the 7th Board of Directors.
5. To release non-compete restrictions on the Company's 7th Board of Directors.
6. The revision to the Company's 2013 Annual General Meeting agenda.
7. The Company's procurement of Broadband Aggregation network equipment (MSER), from Taiwan International Standard Electronics Co., Ltd., a related party of the Company.
8. Xiu-Gu Huang, the President of Enterprise Business Group, to replace the Company's President, Mu-Piao Shih, as the Senior Executive Vice President (Technology). Guang-Yao Zhang, the Vice President of the Telecommunication Laboratories, to replace Xiu-Gu Huang as the President of Enterprise Business Group. Mr. Ban-He Liu to be discharged from the current position as the Company's representative director (Chairman) of the investee "Senao International Co., Ltd." and assume the other position; Mr. Feng-Wai Lai to be recommended to be the Chairman in the new office term. Mr. Fu-Gui Zhong to be discharged from the position as the Company's representative director (Chairman) of the investee "Chunghwa Telecom Vietnam Co., Ltd."; Mr. Zhi-Cheng Jian, the Vice President of International Business Group, to fill up the vacancy and perform concurrently.