

**Major Resolutions of the 6th Meeting of
Chunghwa Telecom's 7th Board of Directors
(March 25, 2014)**

The Company convened the board meeting on March 25, 2014. The Board approved the following major resolutions:

Discussion matters:

1. The 2013 business report and financial statements of the Company.
2. The 2013 Internal Control Statements for the purpose of domestic regulatory and Sarbanes-Oxley Act compliance of the Company.
3. The 2013 earning distribution of the Company.
4. The cash distribution from capital surplus of the Company.
5. The 2013 distribution of other bonus to employees of the Company.
6. The amendment to the Articles of Incorporation of the Company.
7. The amendment to the Organizational Regulations for Strategy Committee of the Board of Directors of the Company.
8. The amendment to the Accounting System of the Company.
9. The amendment to the Procedures for Acquisition or Disposition of Asset of the Company.
10. The standards of Chairman's and President's compensations of the Company.
11. The release from non-compete restriction from director and CEO of the Company.
12. The agenda of 2014 Annual General Meeting.
13. Mr. Hui-Min Wang, the current President, to act as the Chairman of the Company's investee, "Chunghwa Telecom (China) Co., Ltd", for a new term and concurrently act as the President.
Mr. Yi-Qing Chen to continuously act as the Vice Chairman of "Xiamen Shuotai Shangwu Keji CO., LLC." for a new term. Mr. Wen-Ming Zhuang to continue to act as the President for a new term.