

Organizational Regulations of the Board of Directors’ Sustainable Development and Strategy Committee of Chunghwa Telecom Co., Ltd.

Authorized in the 10th Meeting of the 3rd Board of Directors on Oct. 21, 2003.

Amended in the 13th Meeting of the 3rd Board of Directors on April 15, 2004.

Amended in the 17th Meeting of the 4th Board of Directors on Dec. 26, 2006.

Amended in the 2nd Meeting of the 6th Board of Directors on July 27, 2010.

Amended in the 17th Meeting of the 6th Board of Directors on Aug. 29, 2012.

Amended in the 6th Meeting of the 7th Board of Directors on March 25, 2014.

Amended in the 5th Meeting of the 8th Board of Directors on March 7, 2017.

Amended in the 7th Meeting of the 10th Board of Directors on August 9, 2023.

Amended in the 2nd Meeting of the 11th Board of Directors on November 7, 2025.

Article 1 (Purpose and Basis for Establishment)

In order to enhance sustainable development and the efficiency of executive decisions of the Company, Chunghwa Telecom Co., Ltd. (Herein referred to as the “Company”), with reference to the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies, hereby establishes the "Board of Directors’ Sustainable Development and Strategy Committee of Chunghwa Telecom Co., Ltd." (hereinafter referred to as the “Committee”) and formulates these Organizational Regulations of the Committee (hereinafter referred to as the “Regulations”) for compliance.

Article 2 (Scope of Application)

Matters relating to the number of members, term of office, powers and duties, rules of procedure, and other relevant issues of the Committee shall be governed by these Regulations, unless otherwise provided by laws, regulations, or the Articles of Incorporation.

Article 3 (Disclosure for Reference)

The Company shall publish the contents of these Regulations on the Company’s website and TWSE Market Observation Post System (MOPS).

Article 4 (Composition of the Committee, Promotion, and Implementation Units)

This Committee, subject to the board, shall consist of five to nine directors of the Company. The members of this committee, recommended by the Chairman of the

Company's board and appointed by the board, shall more than half be independent directors as well as nominate and elect one person among themselves to serve as the convener and Committee Chairman.

The secretariat of this Committee shall be assumed by the Corporate Planning Department of the Company.

To ensure effective promotion and implementation of sustainability development matters, the management may establish a Sustainability Promotion Committee. Functional subgroups may also be formed as necessary according to business needs.

The Company may appoint a Chief Sustainability Officer (CSO) from among senior executives, as designated by the Chairperson, to ensure the effective promotion of the Company's sustainability-related work.

Article 5 (Term and By-election of Committee Members)

The term of each Committee member shall end at the same time as that of the board that appointed the members. If the members of this committee change, the term of new members will expire until the term of original members.

In case of the members are dismissed for any reason so that the Committee members are less than five, the Company shall hold board meeting to appoint a replacement within three months since the date of fact.

Article 6 (Responsibilities)

This Committee shall hold meetings as may be authorized by the board. All conclusions of the Committee's meetings shall be submitted to the board.

The Committee may also hold special meetings within its discretion to discuss and review the major corporate sustainable development and strategy issues. However, all meeting findings shall be submitted to the Board of Directors for resolution and consign management team to push forward.

Major corporate sustainable development and strategy issues, as mentioned in the foregoing paragraph, include:

1. Mid to long term goals and strategies (including sustainable development)
2. Sustainable development policies and management approach establishment
3. Review of the sustainability report
4. Major investments and mergers and acquisitions
5. A major reorganization of the Company
6. Application or return of business license
7. Annual operating plan and budget compilation and revision
8. Capital increase or decrease

9. Other major strategic issues

Article 7 (Convocation and Notice of Meetings)

Meetings should be called at least twice a year and as needed.

The notice of convocation of the Committee shall specify the purpose of the meeting and be given to all members at least seven days in advance. However, this requirement shall not apply in case of an emergency.

The notice of convocation may be delivered in writing or by electronic means.

Article 8 (Agenda and Attendance)

The agenda of the Committee meetings shall be set by the convener, and other members may also propose matters for discussion by the Committee. The agenda shall be provided to the Committee members in advance.

If the convener of the Committee is on leave or otherwise unable to convene a meeting, the convener shall designate another Committee member to act as the deputy. If no deputy is designated, one member shall be elected by the other members to act as the deputy.

The Committee shall establish an attendance record book, which must be signed by the Committee members at meetings. Committee members shall attend the meetings in person. If a member cannot attend in person, he or she may appoint another member to attend as a proxy. Those members participating in meetings via video conferencing may return the attendance form by electronic means to be considered as having attended the meeting.

When a Committee member appoints another member to attend the meeting as a proxy, a proxy letter shall be issued for each meeting, specifying the scope of authorization with respect to the subjects of the convocation. A proxy may accept the appointment of only one member.

The Committee may invite specialists, scholars, or personnel of the Company's relevant departments to attend its meetings as observers.

Article 9 (Resolution Method)

Unless otherwise provided by laws, the Articles of Incorporation, or other regulations, a resolution of the Committee shall require the attendance of more than one-half of all members and the approval of a majority of the attending members.

When the chairperson inquires and no objection is raised by any attending member, the resolution shall be deemed adopted with the same effect as a vote. The results of the resolution shall be reported on the spot and recorded in the minutes.

Article 10 (Avoidance of Interests)

If a Committee member has a personal interest in any matter under discussion, the member shall disclose the material aspects of such interest. Where the interest may be detrimental to the interests of the Company, the member shall not participate in the discussion or voting on the matter, shall recuse himself or herself during such discussion and voting, and shall not act as a proxy for another member in exercising voting rights. If a Committee member's spouse, a relative within the second degree of kinship, or any company in which the member has a controlling or subordinate relationship has an interest in the matter, such interest shall be deemed the member's personal interest.

If, due to the provisions of the preceding paragraph, the Committee is unable to pass a resolution, the matter shall be reported to the Board of Directors for resolution.

Article 11 (Minutes and Their Preservation)

The proceedings of the Committee shall be recorded in minutes, which shall accurately document the following matters:

1. The session number, date, time, and location of the meeting.
2. The name of the chairperson.
3. Attendance of members, including names of those present, on leave, or absent.
4. Names of attendees .
5. Name of the minute taker.
6. Matters reported.
7. Matters discussed: the resolution results of each proposal, names of members with interests in accordance with the preceding Article and a description of the material content of such interests, reasons for recusal or non-recusal, recusal actions, and any dissenting or reserved opinions of Committee members.
8. Ad hoc motions: name of the proposer, the method and result of resolution, summaries of speeches by Committee members, experts, and other participants, names of members with interests in accordance with the preceding Article and a description of the material content of such interests, reasons for recusal or non-recusal, recusal actions, and any dissenting or reserved opinions of Committee members.
9. Other matters that should be recorded.

The attendance book of the Committee shall be considered part of the minutes, including relevant sign-in records or audiovisual materials retained when the

meeting is conducted via video conferencing.

Resolutions made by the Committee shall be recorded as the meeting minutes, approved by the chairperson. The meeting minutes shall be distributed to all members and observers within twenty days after the meeting. Excerpts of the meeting resolutions shall be reported to the Board of Directors, included in important records, and preserved for five years. The preparation and distribution of the minutes may be conducted electronically.

If, before the expiration of the aforementioned preservation period, any litigation arises regarding matters resolved by the Committee, the minutes shall continue to be preserved until the conclusion of the litigation.

Article 12 (Handling of Committee Resolutions)

For matters related to the exercise of its authority, or after commissioning professionals in accordance with Article 13 to carry out subsequent tasks, the Committee may authorize the convener, other Committee members, or designated units to continue with implementation. During the execution period, written or oral reports shall be submitted to the Committee. When necessary, the matters shall be submitted for ratification or reporting at the next Committee meeting.

Article 13 (Resources for Exercising Authority)

The Committee members shall receive no compensation. However, the Committee members, specialists, and scholars shall be paid a meeting attendance fee and travel allowance in accordance with relevant regulations. However, members who are the Company's employees shall not receive attendance fees.

The Committee may, by resolution, engage lawyers, accountants, or other professionals to conduct necessary audits or provide advisory services, or attend meetings to offer explanations related to the exercise of its authority. The related expenses shall be borne by the Company.

Article 14 (Implementation and Amendment)

The Organizational Regulations shall be implemented with the approval of the board of directors; so is the amendment.