

**CHUNGHWA TELECOM CO., LTD.
AGENDA**

Matters for Ratification:

1. Ratification of 2013 business report and financial statements
2. Ratification of the proposal for the distribution of 2013 earnings

Matters for Discussion:

3. The proposal for a cash distribution from capital surplus
4. Amendment to the "Articles of Incorporation"
5. Amendment to the "Procedures for Acquisition or Disposal of Assets"
6. The proposal to release non-compete restrictions on directors
 - 6.1 Chich-Chiang Fan
 - 6.2 Lih-Shyng Tsai (Chairman)

**Chunghwa Telecom Co., Ltd.
JPMorgan Chase Bank, N.A., Depository
P.O. Box 64507, St. Paul, MN 55164-0507**

Voting Instruction Card

JPMorgan Chase Bank, N.A. (the "Depository") has received advice that the Annual General Shareholders' Meeting (the "Meeting") of Chunghwa Telecom Co., Ltd. (the "Company") will be held at Chunghwa Telecom Training Institute (No. 168, Minzu Road, Banchiao District, New Taipei City, Taiwan, R.O.C.), on Tuesday, June 24, 2014, at 9:00 a.m., for the purposes set forth above.

If you are desirous of having the Depository, through its Nominee or Nominees, vote or execute a proxy to vote the Common Shares represented by your ADRs FOR or AGAINST or to ABSTAIN from the Resolutions to be proposed, or any of them, at the Meeting, kindly execute and forward to the Depository, the attached Voting Instruction Card. The enclosed postage paid envelope is provided for this purpose. This Voting Instruction Card should be executed in such manner as to show clearly whether you desire the Nominee or Nominees of the Depository to vote FOR or AGAINST or to ABSTAIN from the Resolutions, or any of them, as the case may be. This Voting Instruction Card MUST be forwarded in sufficient time to reach the Depository before 12:00 p.m., June 17, 2014. Only the registered holders of record at the close of business on April 24, 2014, will be entitled to execute the attached Voting Instruction Card.

If more than 51% of the ADSs are voted in one manner on the Resolutions, the Depository, will give a proxy to the voting representative to vote 100% in that manner. If we do not receive 51% or more one way or the other on the Resolutions, the Depository will give a discretionary proxy to the voting representative to vote as he desires.

The signatory, a holder of record as of the close of business on April 24, 2014, of ADRs representing Common Shares of the Company, hereby requests and authorizes the Depository, through its Nominee or Nominees, to vote or execute a proxy to vote the underlying Common Shares of the Company, represented by ADRs, registered in the name of the signatory at the Meeting, or at any adjournment thereof.

These instructions, when properly signed and dated, will be voted in the manner directed herein.

Additionally, the annual report and 2014 proxy related information for Chunghwa Telecom Co., Ltd.'s upcoming Annual General Shareholders' Meeting is available for viewing on the internet at <http://www.cht.com.tw/ir> on or about May 25, 2014.

NOTE: In order to have the aforesaid shares voted, this Voting Instruction Card MUST be returned before 12:00 p.m., June 17, 2014.

JPMorgan Chase Bank, N.A., Depository

PLEASE MARK, DATE AND SIGN ON REVERSE SIDE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE.

Please see reverse side for Voting Instructions.