

Chunghwa Telecom Co., Ltd.

Notice of 2022 Annual General Meeting

- I. The Company will hold the 2022 Annual Shareholders' Meeting at Chunghwa Telecom Training Institute (No.168, Minzu Road, Banchiao District, New Taipei City 220, Taiwan, R.O.C.) at 9:00 a.m., Friday, May 27, 2022. (shareholder registration will start at 8:00 a.m. at the venue of the meeting)

Meeting Agenda:

- (I) **Report Items:** 1. 2021 business report. 2. 2021 audit committee's review report. 3. 2021 compensation distribution to directors and employees. 4. Amendments to the Code of Ethics. 5. Amendments to the Ethical Corporate Management Best Practice Principles. 6. Issuance of unsecured straight corporate bonds for 2021.
 - (II) **Matters for Ratification:** 1. Ratification of 2021 business report and financial statements. 2. Ratification of 2021 earnings distribution proposal.
 - (III) **Matters for Discussion:** 1. Amendments to the Articles of Incorporation. 2. Amendments to the Procedures for Acquisition or Disposal of Assets. 3. Amendments to the Ordinance of Shareholders Meetings of the Company.
 - (IV) **Elections:** Election of the 10th term Directors.
 - (V) **Other Matters:** Release of non-competition restrictions on the 10th term Directors.
 - (VI) Extraordinary Motions
- II. Stock dividend: Cash dividend NT\$35,746,313,679, with NT\$4.608 per share. The record date of ex-cash dividend for distribution will be set after ratification by the Annual General Meeting.
- III. This election of Directors will be composed of 13 directors in total, including 5 independent directors.
- IV.
- (I) The list of candidates for directors for this election: 1. Representative of MOTC: Chi-Mau Sheih, 2. Representative of MOTC: Shui-Yi Kuo, 3. Representative of MOTC: Shin-Yi Chang, 4. Representative of MOTC: Sin-Horng Chen, 5. Representative of MOTC: Ching-Hwi Lee, 6. Representative of MOTC: Hsiang-Ling Hu, 7. Representative of MOTC: Shiu-Chuan Tsai, 8. Representative of MOTC: Shih-Hung Tseng.

- (II) The list of candidates for independent directors for this election: 1. Yu-Fen Lin, 2. Chung-Chin Lu, 3. Yi- Chin Tu, 4. Chia-Chung Chen, 5. Su-Ming Lin

Regarding the information about education, past experiences and current positions of the candidates for directors , please visit the Market Observation Post System (<http://mops.twse.com.tw>).

- V. According to Article 209 of the Company Act, it is proposed to the shareholders' meeting to release the non-competition restrictions on the Company's 10th term for the directors and independent directors in accordance with the laws. The activities of other companies which have the same or similar lines of business as the Company of the directors, please refer to the 2022 Annual General Meeting Handbook of Chunghwa Telecom Co., Ltd.
- VI. Please find the Notice of attendance and Proxy Form enclosed with the Meeting Notice. If you plan to attend in person, please affix your signature or personal seal on the "attendance sign-in card" and register at the meeting venue on the date of the meeting. If you plan to appoint a proxy to attend the Meeting, please affix your signature or personal seal on the proxy, fill out the name and address of the proxy, and deliver to the registrar of the Company, Stock Registration Department of Yuanta Securities Co., Ltd (B1F., No. 210, Sec. 3, Chengde Rd., Datong Dist., Taipei City 10366, Taiwan (R.O.C.)), five days prior to the annual shareholders' meeting, to facilitate dispatching attendance sign-in card to the engaged proxy.
- VII. The statistics and verification for the proxies of the Company is the Stock Registration Department of Yuanta Securities Co., Ltd.
- VIII. If there is any shareholder who intends to solicit for the Proxy Form, the Solicitor's Solicitation Information List compiled by the Company will be available on April 26, 2022 on the website of the Securities and Futures Institute (<http://free.sfib.org.tw>). For inquiries, please visit the website and click "Free Inquiry System for Information Related to the Public Announcement of Proxy Form"; then input the conditions of inquiry accordingly.
- IX. Regarding the major content of the annual shareholders' meeting, please visit the Market Observation Post System (<http://mops.twse.com.tw>) and click "Basic Information/Electronic Books/Information Related to Annual Report and Stockholders' Meeting.

- X. In this year's Annual Shareholders' Meeting, shareholders may exercise their voting rights by electronic means. The period for such electronic voting to be carried out is from April 27, 2022 to May 24, 2022. Please login to Taiwan Depository & Clearing Corporation's "Stock Vote" website and proceed in accordance with the instructions provided. 【Website: <https://www.stockvote.com.tw>】
- XI. In the event that the Company has to change the venue of the Annual Shareholders' Meeting due to impacts from the COVID-19 (novel coronavirus 2019) outbreak, such information will be announced in the Material Information section of the MOPS.

Sincerely,

The Board of Chunghwa Telecom Co., Ltd.