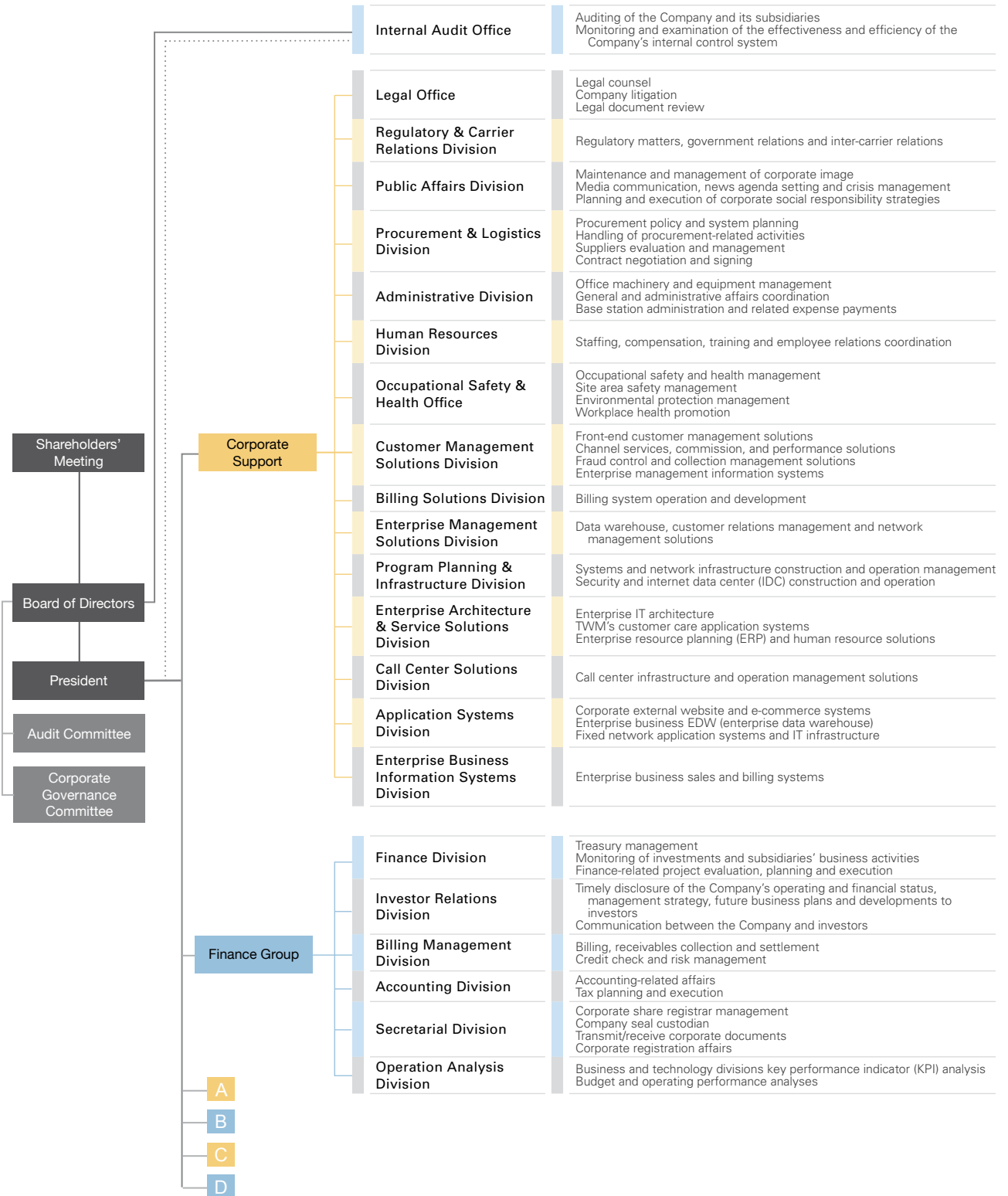
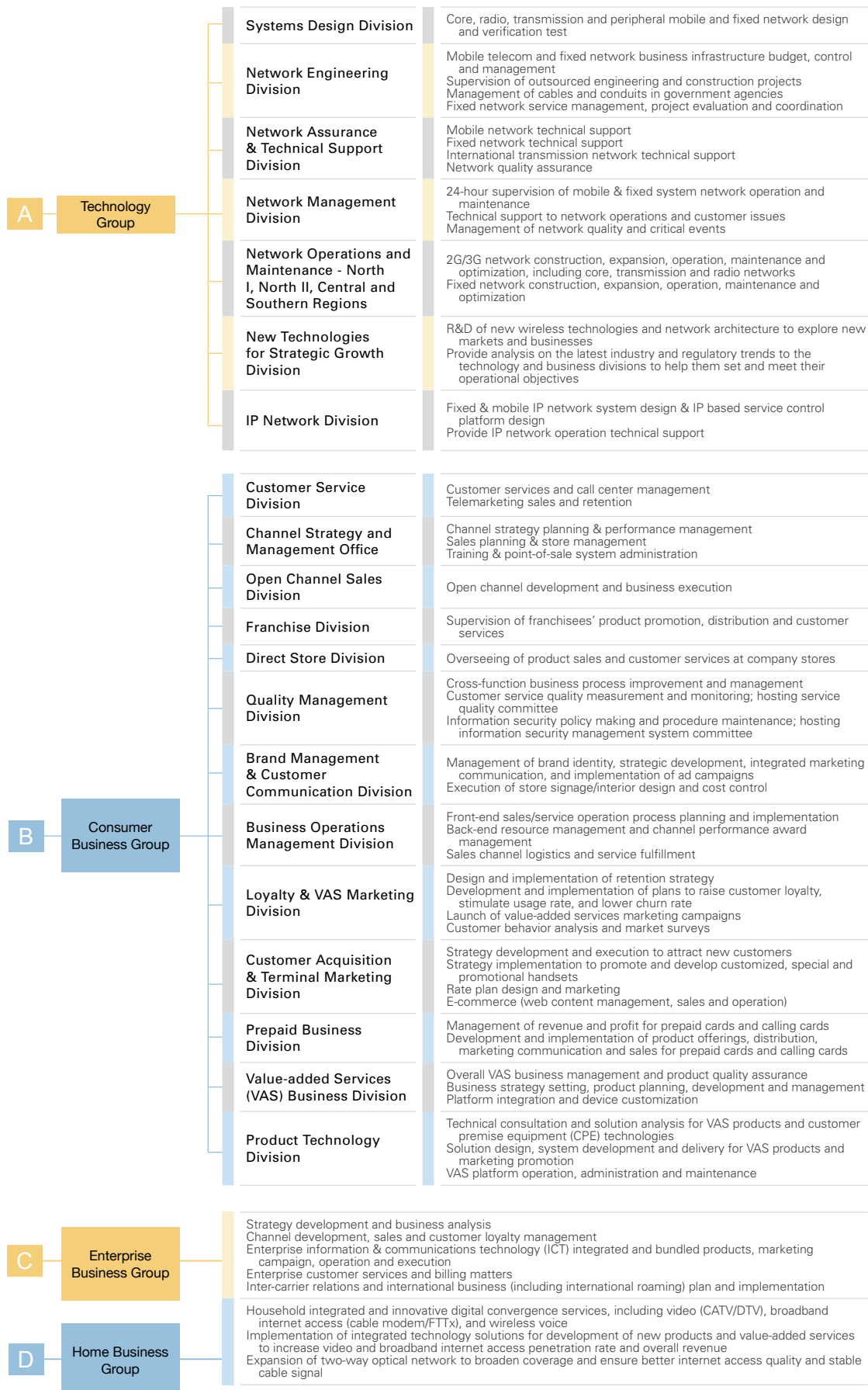


# Chap. 2 Organization |




## Organization





## Board of Directors

The board of directors, acting on behalf of the Company's shareholders, is charged with the task of supervising the management team. The board was elected and approved during the AGM on June 13, 2008, including four independent directors, which more than fulfills current regulations requiring public companies to have at least two independent directors. The Audit Committee comprised of all independent directors, replacing the position of supervisors. Information regarding the Company's Fifth Board of Directors is detailed below:

		
Chairman <b>Richard Tsai</b>	Vice Chairman <b>Daniel Tsai</b>	Director <b>Harvey Chang</b>
<b>Representative of Fu-Chi Venture Corp.</b>	<b>Representative of Fu-Chi Venture Corp.</b>	<b>Representative of TFN Investment Co., Ltd.</b>
<b>Date elected</b> 2008.06.13 <b>Term expires</b> 2011.06.12	<b>Date elected</b> 2008.06.13 <b>Term expires</b> 2011.06.12	<b>Date elected</b> 2008.06.13 <b>Term expires</b> 2011.06.12
<b>Shareholding when elected</b> <b>Shares</b> 4,849,515 <b>%</b> 0.128	<b>Shareholding when elected</b> <b>Shares</b> 4,849,515 <b>%</b> 0.128	<b>Shareholding when elected</b> <b>Shares</b> 355,622,851 <b>%</b> 9.356
<b>Current shareholding</b> <b>Shares</b> 6,387,515 *91,466,154 <b>%</b> 0.168 *2.406	<b>Current shareholding</b> <b>Shares</b> 6,387,515 *96,644,434 <b>%</b> 0.168 *2.543	<b>Current shareholding</b> <b>Shares</b> 355,622,851 *1,253,780 <b>%</b> 9.356 *0.033
<b>Spouse/minor's shareholdings</b> <b>Shares</b> 5,651,663 <b>%</b> 0.149	<b>Spouse/minor's shareholdings</b> <b>Shares</b> 8,646,863 <b>%</b> 0.227	<b>Spouse/minor's shareholdings</b> <b>Shares</b> - <b>%</b> -
<b>Education and experience</b> MBA, Stern School, New York University Chairman, Fubon Securities Co., Ltd	<b>Education and experience</b> LL.B., National Taiwan University LL.M., Georgetown University Chairman, Fubon Insurance Chairman, Fubon Land Development Co., Ltd.	<b>Education and experience</b> MBA, Wharton School, University of Pennsylvania Senior Vice President, Trust and Foreign departments of Chiao Tung Bank Founding President of Grand Cathay Securities Corp. President, China Development Corp. Chairman, China Securities Investment Trust Corp. Vice Chairman, KG Telecommunications Co., Ltd. SVP and CFO, Taiwan Semiconductor Manufacturing Co., Ltd.
<b>Current position(s) in other companies</b> Vice Chairman, Fubon Financial Holding Co., Ltd. Chairman, Fubon Life Assurance Co., Ltd. Vice Chairman, Taipei Fubon Commercial Bank Co., Ltd. Chairman, Taiwan Fixed Network Co., Ltd. Chairman, ING Life Insurance Co., Ltd.	<b>Current position(s) in other companies</b> Chairman, Fubon Financial Holding Co., Ltd. Chairman, Taipei Fubon Commercial Bank Co., Ltd. Vice Chairman, Taiwan Fixed Network Co., Ltd.	<b>Current position(s) in other companies</b> President, Taiwan Mobile Co., Ltd. Director and President, Taiwan Fixed Network Co., Ltd. Chairman, Taiwan Teleservices & Technologies Co., Ltd. Director and President, Taiwan Cellular Co., Ltd. Chairman, IC Broadcasting Co., Ltd. Director and President, TFN Investment Co., Ltd. Director, Taiwan Super Basketball Co., Ltd. Director, TFN Media Ltd. Director, Union Cable TV Co., Ltd. Director, Yeong Jia Leh Cable TV Co., Ltd. Director, Phoenix Cable TV Co., Ltd. Director, Globalview Cable TV Co., Ltd. Director, Taipei New Horizons Co., Ltd. Chairman, Taiwan Fund, Inc. Director, CX Technology Corp. Independent Director, Lite-on Technology Corp.
<b>Officer, director, or supervisor is a spouse or consanguineous within two degrees</b> <b>Title</b> Vice Chairman <b>Name</b> Daniel Tsai <b>Relationship</b> Brother	<b>Officer, director, or supervisor is a spouse or consanguineous within two degrees</b> <b>Title</b> Chairman <b>Name</b> Richard Tsai <b>Relationship</b> Brother	<b>Officer, director, or supervisor is a spouse or consanguineous within two degrees</b> None

Director **Vivien Hsu****Representative of TFN Investment Co., Ltd.**

**Date elected** 2008.06.13  
**Term expires** 2011.06.12

**Shareholding when elected**

**Shares** 355,622,851  
**%** 9.356

**Current shareholding**

**Shares** 355,622,851  
 \*175,000  
**%** 9.356  
 \*0.005

**Spouse/minor's shareholdings**

**Shares** -  
**%** -

**Education and experience**

MBA, University of New South Wales, Australia  
 MBA, National Chengchi University  
 EVP and CFO, KG Telecom Co.  
 President and CEO, Lambda Net Co.  
 President and CEO, KGEx.com Co.  
 President and CEO, KG Satellite Communication Co., Ltd.  
 CFO, Cathay Financial Holding Co.  
 SVP and Chief of Staff, Taiwan Mobile Co., Ltd.  
 Chairman, Taiwan Tele-Shop Co., Ltd.  
 Senior Consultant and Acting President, Taiwan Fixed Network Co., Ltd.

**Current position(s) in other companies**

SVP and CFO, Taiwan Mobile Co., Ltd.  
 Chairman, WinTV Broadcasting Co., Ltd.  
 Director and President, Taipei New Horizons Co., Ltd.  
 Director, Taiwan Fixed Network Co., Ltd.  
 Director, Taiwan Cellular Co., Ltd.  
 Supervisor, TFN Investment Co., Ltd.  
 Supervisor, TFN Media Ltd.  
 Director, Union Cable TV Co., Ltd.  
 Director, Yeong Jia Leh Cable TV Co., Ltd.  
 Director, Phoenix Cable TV Co., Ltd.  
 Director, Globalview Cable TV Co., Ltd.

**Officer, director, or supervisor is a spouse or consanguineous within two degrees**

None

Director **Benny Chen****Representative of Taiwan Fixed Network Co., Ltd.**

**Date elected** 2008.06.13  
**Term expires** 2011.06.12

**Shareholding when elected**

**Shares** 456,294,760  
**%** 12.005

**Current shareholding**

**Shares** 456,294,760  
 \*None  
**%** 12.005  
 \*None

**Spouse/minor's shareholdings**

**Shares** -  
**%** -

**Education and experience**

MBA, Southern Illinois University  
 Country Business Manager, Consumer Banking, Citigroup China  
 Deputy President, Consumer Banking Group, Chinatrust Financial Holding  
 Chief Business Strategy & Marketing Officer, Far EastOne Telecommunications Co., Ltd.  
 SVP and Chief Business Officer, Taiwan Mobile Co., Ltd.

**Current position(s) in other companies**

Consultant, Taiwan High Speed Rail Corp.  
 Director/Member of Executive Committee and Risk Control Committee, Ta Chong Bank Ltd.

**Officer, director, or supervisor is a spouse or consanguineous within two degrees**

None

Director **Howard Lin****Representative of Taiwan Fixed Network Co., Ltd.**

**Date elected** 2008.06.13  
**Term expires** 2011.06.12

**Shareholding when elected**

**Shares** 456,294,760  
**%** 12.005

**Current shareholding**

**Shares** 456,294,760  
 \*None  
**%** 12.005  
 \*None

**Spouse/minor's shareholdings**

**Shares** -  
**%** -

**Education and experience**

BS and MA in Chemical Engineering, National Cheng Kung University.  
 Ph.D. in Chemical Engineering, National Taiwan University

**Current position(s) in other companies**

Chairman, Fubon Multimedia Technology Co., Ltd.  
 Chairman, Sinostar Capital, Inc.  
 President, Fubon Financial Holding Venture Capital Co., Ltd.  
 Chairman, Fubon Venture Capital Consulting Co., Ltd.  
 Director, WinTV Broadcasting Co., Ltd.

**Officer, director, or supervisor is a spouse or consanguineous within two degrees**

None

Director **Victor Kung****Representative of Fu-Chi Venture Corp.**

**Date elected** 2008.06.13  
**Term expires** 2011.06.12

**Shareholding when elected**

**Shares** 4,849,515  
**%** 0.128

**Current shareholding**

**Shares** 6,387,515  
 \*None  
**%** 0.168  
 \*None

**Spouse/minor's shareholdings**

**Shares** -  
**%** -

**Education and experience**

MA in Economics and MBA in Finance, New York University  
 Executive Vice President, Walden International Investment Group (WIIG)  
 Executive Director, Citicorp Capital Asia Ltd.  
 Director of Direct Investments, AIG Investment Corp.

**Current position(s) in other companies**

Director and President, Fubon Financial Holding Co., Ltd.  
 Director, Fubon Insurance Co., Ltd.  
 Director, Taipei Fubon Commercial Bank Co., Ltd.  
 Chairman, Fubon Asset Management Co., Ltd.  
 Director, Fubon Bank (HK) Ltd.  
 Supervisor, Fubon Venture Capital Consulting Co., Ltd.  
 Supervisor, Fubon Financial Holding Venture Capital Co., Ltd.  
 Supervisor, Fubon Multimedia Technology Co., Ltd.  
 Supervisor, WinTV Broadcasting Co., Ltd.

**Officer, director, or supervisor is a spouse or consanguineous within two degrees**

None



Independent Director **Jack J.T. Huang**      Independent Director **Tsung-Ming Chung**      Independent Director **Wen-Li Yeh**      Independent Director **J. Carl Hsu**

**Representative of Fu-Chi Venture Corp.**

**Date elected** 2008.06.13  
**Term expires** 2011.06.12

**Shareholding when elected**  
**Shares** -  
**%** -

**Current shareholding**  
**Shares** -  
**%** -

**Spouse/minor's shareholdings**  
**Shares** -  
**%** -

**Education and experience**  
 LL.B., National Taiwan University  
 LL.M., Northwestern University  
 S.J.D., Harvard University

**Current position(s) in other companies**  
 Partner-in-charge, Jones Day Taipei  
 Director, Yulon Motor Co., Ltd.  
 Independent Director, World Peace Holding  
 Independent Director, Systex Corp.  
 Independent Director, Chinatrust Financial Holding Co., Ltd.

**Officer, director, or supervisor is a spouse or consanguineous within two degrees**  
 None

**Representative of Fu-Chi Venture Corp.**

**Date elected** 2008.06.13  
**Term expires** 2011.06.12

**Shareholding when elected**  
**Shares** -  
**%** -

**Current shareholding**  
**Shares** -  
**%** -

**Spouse/minor's shareholdings**  
**Shares** -  
**%** -

**Education and experience**  
 BBA, National Taiwan University  
 MBA, National Chengchi University  
 CPA, ROC  
 CPA, Connecticut, USA  
 Partner, T.N. Soong & Co.  
 Instructor, Department of Accounting, National Chengchi University

**Current position(s) in other companies**  
 Chairman and CEO, Dynapack Technology Corp.  
 Independent Director, Chroma Ate, Inc.  
 Director, Far Eastern International Commercial Bank  
 Director, Unity Opto Technology Co., Ltd.  
 Director, Arima Communications Corp.

**Officer, director, or supervisor is a spouse or consanguineous within two degrees**  
 None

**Representative of Fu-Chi Venture Corp.**

**Date elected** 2008.06.13  
**Term expires** 2011.06.12

**Shareholding when elected**  
**Shares** -  
**%** -

**Current shareholding**  
**Shares** -  
**%** -

**Spouse/minor's shareholdings**  
**Shares** -  
**%** -

**Education and experience**  
 Department of Architecture, Chung-Yuan Christian University  
 Master and Ph.D. candidate, University of Paris  
 EMBA Studies, University of California, Berkeley  
 Planner, Council for Economic Planning & Development under the Executive Yuan  
 Managing Director, United Pacific International, Inc.  
 President, United Communications  
 Managing Director and Vice Chairman, United Advertising Co.  
 Chairman, Carat-United Media Services (Taiwan) Ltd.  
 Chairman, Aegis Media Taiwan

**Current position(s) in other companies**  
 Chairman of Greater China, Aegis Media

**Officer, director, or supervisor is a spouse or consanguineous within two degrees**  
 None

**Representative of Fu-Chi Venture Corp.**

**Date elected** 2008.06.13  
**Term expires** 2011.06.12

**Shareholding when elected**  
**Shares** -  
**%** -

**Current shareholding**  
**Shares** -  
**%** -

**Spouse/minor's shareholdings**  
**Shares** -  
**%** -

**Education and experience**  
 BSEE, National Taiwan University  
 Ph.D. and MS in Computer Science, UCLA  
 Senior executive, AT&T, Bell Labs and Lucent Technologies Communications Software Group  
 Professor, Taiwan's Tsing-Hua University, Peking University and others

**Current position(s) in other companies**  
 Professor, Peking University and other universities  
 Board member of Rogers Corporation, USA

**Officer, director, or supervisor is a spouse or consanguineous within two degrees**  
 None

\* Personal shareholding

## Major shareholders of TWM's institutional investors

As of March 5, 2009

Institutional investor	Major shareholders
Fu-Chi Venture Corp.	Richard Tsai (50.20%), Mei-Hui Ueng Tsai (49.75%), Cheng Ru Tsai (0.05%)
TFN Investment Co., Ltd.	Taiwan Fixed Network Co., Ltd. (100%)
Taiwan Fixed Network Co., Ltd.	Taiwan Cellular Co., Ltd. (100%)

## Major shareholders of companies mentioned on the right hand side of the table

As of March 5, 2009

Company	Major shareholders
Taiwan Fixed Network Co., Ltd.	Taiwan Cellular Co., Ltd. (100%)
Taiwan Cellular Co., Ltd.	Taiwan Mobile Co., Ltd. (100%)

## Independence criteria of directors and supervisors

As of March 5, 2009

Name	Over five years of experience in business, finance, legal and/or other areas related to the Company's business	Independence criteria (Notes)										No. of public companies in which he or she also serves as an independent director
		1	2	3	4	5	6	7	8	9	10	
Richard Tsai	√						√	√		√		
Daniel Tsai	√						√	√		√		
Harvey Chang	√				√			√	√	√		1
Vivien Hsu	√			√	√		√	√	√	√		
Benny Chen	√			√	√	√	√	√	√	√		
Howard Lin	√			√	√	√	√	√	√	√		
Victor Kung	√	√		√	√	√	√	√	√	√		
Jack J.T. Huang	√	√	√	√	√	√	√	√	√	√	√	3
Tsung-Ming Chung	√	√	√	√	√	√	√	√	√	√	√	1
Wen-Li Yeh	√	√	√	√	√	√	√	√	√	√	√	
J. Carl Hsu	√	√	√	√	√	√	√	√	√	√	√	

"√" denotes meeting the conditions specified above

Criterion 1: Not an employee of the Company or its affiliated companies

Criterion 2: Not a director or supervisor of the Company's affiliated companies

Criterion 3: Neither a shareholder that directly or indirectly owns more than 1% of the Company's outstanding shares, nor one of the Company's top 10 individual shareholders

Criterion 4: Not a spouse or a relative within second degree by affinity, or within five degrees by consanguinity to any person specified in criteria 1 to 3

Criterion 5: Neither a director, supervisor, or employee of an entity that directly and/or indirectly holds more than 5% of the Company's shares, nor one of the Company's top five shareholders

Criterion 6: Not a director, supervisor, manager, or shareholder owning more than 5% of the outstanding shares of certain companies that have financial or business relationship with the Company

Criterion 7: Not an owner, partner, director, supervisor, manager, or spouse of any of the aforementioned, of any sole proprietorship, partnership, company, or institution that provided financial, commercial, legal consultation, and other services to the Company or its affiliates within the past year

Criterion 8: Not a spouse or relative within second degree by affinity to other directors

Criterion 9: Not in contravention of Article 30 of the Company Law

Criterion 10: Not an institutional shareholder or its representative pursuant to Article 27 of the Company Law

## Employee Bonus and Compensation to Directors and Supervisors

### Earnings distribution plan according to the Company's Articles of Incorporation

According to the Company's Articles of Incorporation, annual net income after deducting previous years' losses, appropriating 10% thereof for legal reserves, and setting aside special reserves, shall be distributed in the following order:

1. Dividends and bonuses to preferred stockholders;
2. Maximum of 0.3% as compensation to directors and supervisors;
3. 1% to 3% as bonuses to employees;
4. Remainder thereafter to be set aside for stock/cash dividends to shareholders as determined in the annual shareholders' meeting.

The board of directors is empowered to decide the allocation of stock bonuses to employees. Recipients are to include qualified employees of subsidiaries. Compensation to specific directors or supervisors is calculated based on their respective involvement in the Company's operations and contribution to the Company.

### Earnings distributed as employee bonus and compensation to directors and supervisors in the previous year

An employee bonus of NT\$181,155,474 and compensation to directors and supervisors of NT\$18,115,547, as approved in the 2008 board of directors' and shareholders' meetings, were duly paid in 2008.

### 2008 employee bonus and compensation to directors and supervisors proposal adopted by the board of directors

1. On March 5, 2009, the board of directors proposed to distribute an employee cash bonus of NT\$414,697,375 and compensation to directors and supervisors of NT\$41,469,738. The above proposal is subject to approval at the annual shareholders' meeting.
2. Proposed employee stock bonus as a percentage of retained earnings distributed: None.
3. Pro forma earnings per share after employee bonus and compensation to directors and supervisors: NT\$5.18.

## Compensation to directors and supervisors over the past two years

Unit: NTS

Type	Year	Compensation to directors	As a % of net profit	Compensation to supervisors	As a % of net profit	Net profit
On a stand-alone basis	2007	125,854,471	1.90%	510,000	0.01%	6,612,996,970
	2008	153,186,899	1.00%	1,471,522*	0.01%	15,371,385,543
On a consolidated basis	2007	132,286,240	1.95%	552,230	0.01%	6,771,368,590
	2008	157,837,315	1.03%	1,471,522*	0.01%	15,382,248,644

\* The compensation paid during January to June, 2008 before supervisors were replaced by the Audit Committee.

## Compensation to managers over the past two years

Unit: NT\$

Type	Year	Compensation to managers	As a % of net profit	Net profit
On a stand-alone basis	2007	272,818,313	4.13%	6,612,996,970
	2008	269,733,515	1.75%	15,371,385,543
On a consolidated basis	2007	274,913,271	4.06%	6,771,368,590
	2008	279,305,499	1.82%	15,382,248,644

## Compensation to directors, supervisors and managers in 2008

Guiding principles for compensation to directors and supervisors:

### 1. Remuneration policies, standards and package

- (1) The Board is authorized to decide the remuneration for the Chairman and Vice Chairman, but this should not be higher than the remuneration payable to the CEO of the Company.
- (2) Directors and supervisors are paid according to the resolution of earnings distribution approved at the annual general shareholders' meeting.
- (3) Transportation allowances are paid quarterly based on attendance in board meetings and for services rendered as members of the Corporate Governance Committee and Audit Committee

### 2. Procedure for setting remuneration

- (1) In accordance with the Company's Articles of Incorporation, compensation to directors and supervisors shall not exceed 0.3% of the Company's annual net income after deducting previous years' losses, appropriating 10% thereof for legal reserves, and setting aside special reserves.
- (2) Transportation allowances are subject to discussion and assessment by the Corporate Governance Committee, and then forwarded to the Board for approval.

### 3. Performance factor

Compensation to each director or supervisor is assessed based on his/her contribution to the operation of the Company and the Board.



## Compensation to directors

Title			Chairman	Vice Chairman	
Name			Richard Tsai, Representative of Fu-Chi Venture Corp.	Daniel Tsai, Representative of Fu-Chi Venture Corp.	
Director's compensation	Cash compensation (A)	Standalone	-	-	
		Consolidation	-	-	
	Retirement pay (B)	Standalone	-	-	
		Consolidation	-	-	
	Earnings paid as compensation to directors (C)	Standalone	5,719,963	4,289,973	
		Consolidation	5,719,963	4,289,973	
	Professional fee (D)	Standalone	240,000	220,000	
		Consolidation	345,000	319,000	
A+B+C+D as % of net profit		Standalone	0.04%	0.03%	
		Consolidation	0.04%	0.03%	
Employee profit sharing	Performance-based salary (E)	Standalone			
		Consolidation			
	Retirement pay of employees (F)	Standalone			
		Consolidation			
	Earnings paid as bonus to employees (G)	Standalone	Cash bonus		
			Stock bonus		
		Consolidation	Cash bonus		
			Stock bonus		
Employee stock option granted (H)	Standalone				
	Consolidation				
A+B+C+D+E+F+G+H as % of net profit		Standalone			
		Consolidation			
Compensation from investees other than subsidiaries					
Other allowances					

Title			Independent Director	Independent Director	
Name			Jack J.T. Huang	Tsung-Ming Chung	
Director's compensation	Cash compensation (A)	Standalone	-	-	
		Consolidation	-	-	
	Retirement pay (B)	Standalone	-	-	
		Consolidation	-	-	
	Earnings paid as compensation to directors (C)	Standalone	4,289,973	4,289,973	
		Consolidation	4,289,973	4,289,973	
	Professional fee (D)	Standalone	430,000	410,000	
		Consolidation	430,000	410,000	
A+B+C+D as % of net profit		Standalone	0.03%	0.03%	
		Consolidation	0.03%	0.03%	
Employee profit sharing	Performance-based salary (E)	Standalone			
		Consolidation			
	Retirement pay of employees (F)	Standalone			
		Consolidation			
	Earnings paid as bonus to employees (G)	Standalone	Cash bonus		
			Stock bonus		
		Consolidation	Cash bonus		
			Stock bonus		
Employee stock option granted (H)	Standalone				
	Consolidation				
A+B+C+D+E+F+G+H as % of net profit		Standalone			
		Consolidation			
Compensation from investees other than subsidiaries					
Other allowances					

Note 1: Professional fees paid to Harvey Chang included his service as the representative of Kuo-Ki Investment Co., Ltd. during the Fourth Board of Directors.

Note 2: Professional fees paid to Vivien Hsu included her service as the representative of Taiwan Fixed Network Co., Ltd. during the Fourth Board of Directors.

Note 3: A member of the Fourth Board of Directors, resigned on June 13, 2008.

Unit: NT\$

	Director <sup>1</sup>	Director <sup>2</sup>	Director	Director	Director
	Harvey Chang, Representative of TFN Investment Co., Ltd.	Vivien Hsu, Representative of TFN Investment Co., Ltd.	Benny Chen, Representative of Taiwan Fixed Network Co., Ltd.	Howard Lin, Representative of Taiwan Fixed Network Co., Ltd.	Victor Kung, Representative of Fu-Chi Venture Corp.
	-	-	-	-	-
	-	-	1,440,000	-	-
	-	-	-	-	-
	-	-	-	-	-
	1,578,460	1,578,460	2,859,982	2,859,982	1,578,460
	1,578,460	1,578,460	2,859,982	2,859,982	1,578,460
	240,000	240,000	220,000	60,000	60,000
	372,659	381,000	220,000	60,000	60,000
	0.01%	0.01%	0.02%	0.02%	0.01%
	0.01%	0.01%	0.03%	0.02%	0.01%
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-

Unit: NT\$

	Independent Director	Independent Director	Director <sup>3</sup>	Director <sup>3</sup>	Total
	Wen-Li Yeh	J. Carl Hsu	Harvey Chang, Rep- resentative of Kuo-Ki Investment Co., Ltd.	Nita Ing, Representa- tive of Ching Shang Zhen Corp.	
	-	-	-	-	-
	-	-	-	-	1,440,000
	-	-	-	-	-
	-	-	-	-	-
	4,289,973	4,289,973	1,281,522	1,281,522	40,188,216
	4,289,973	4,289,973	1,281,522	1,281,522	40,188,216
	370,000	350,000	-	180,000	3,020,000
	370,000	350,000	-	180,000	3,497,659
	0.03%	0.03%	0.01%	0.01%	0.28%
	0.03%	0.03%	0.01%	0.01%	0.29%
	-	-	-	-	79,976,669
	-	-	-	-	82,709,426
	-	-	-	-	216,000
	-	-	-	-	216,000
	-	-	-	-	29,786,014
	-	-	-	-	-
	-	-	-	-	29,786,014
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	1.00%
	-	-	-	-	1.03%
	-	-	-	-	None
	-	-	-	-	1,811,738

### Class intervals for compensation to directors

Since no net loss was reported for two consecutive years as well as no director's holding less than requirements for three months in a row in the most recent year, the Company is to disclose compensation to directors in summary in the following class intervals.

Range of compensation to directors	Name of directors	
	Director's compensation	
	On a stand-alone basis	On a consolidated basis
NT\$0~NT\$1,999,999	Richard Tsai, Daniel Tsai, Harvey Chang, Vivien Hsu, Benny Chen, Howard Lin, Victor Kung, Nita Ing, Kuo-Ki Investment Co., Ltd., Ching Shang Zhen Corp.	Richard Tsai, Daniel Tsai, Harvey Chang, Vivien Hsu, Benny Chen, Howard Lin, Victor Kung, Nita Ing, Kuo-Ki Investment Co., Ltd., Ching Shang Zhen Corp.
NT\$2,000,000~NT\$4,999,999	Jack J.T. Huang, Tsung-Ming Chung, Wen-Li Yeh, J. Carl Hsu, TFN Investment Co., Ltd.	Jack J.T. Huang, Tsung-Ming Chung, Wen-Li Yeh, J. Carl Hsu, TFN Investment Co., Ltd.
NT\$5,000,000~NT\$9,999,999	Taiwan Fixed Network Co., Ltd.	Taiwan Fixed Network Co., Ltd.
NT\$10,000,000~NT\$14,999,999	Fu-Chi Venture Corp.	Fu-Chi Venture Corp.
NT\$15,000,000~NT\$29,999,999	-	-
NT\$30,000,000~NT\$49,999,999	-	-
NT\$50,000,000~NT\$99,999,999	-	-
NT\$100,000,000 and above	-	-

### Compensation to supervisors

Title	Name	Compensation to supervisor			
		Cash compensation (A)		Retirement pay (B)	
		Stand-alone	Consolidated	Stand-alone	Consolidated
Supervisor*	Temporarily vacant, Representative of Taiwan Fixed Network Co., Ltd.	-	-	-	-
Supervisor*	Victor Kung, Representative of Fu-Chi Venture Corp.	-	-	-	-

\* The Fourth Board of Directors resigned on June 13, 2008. The Audit Committee, which is composed of independent directors, replaced the position of the supervisors at the Fifth Board of Directors.

	Name of directors	
	Director's compensation + employee profit sharing	
	On a stand-alone basis	On a consolidated basis
	Benny Chen, Howard Lin, Victor Kung, Nita Ing, Kuo-Ki Investment Co., Ltd., Ching Shang Zhen Corp.	Benny Chen, Howard Lin, Victor Kung, Nita Ing, Kuo-Ki Investment Co., Ltd., Ching Shang Zhen Corp.
	Jack J.T. Huang, Tsung-Ming Chung, Wen-Li Yeh, J. Carl Hsu, TFN Investment Co., Ltd.	Jack J.T. Huang, Tsung-Ming Chung, Wen-Li Yeh, J. Carl Hsu, TFN Investment Co., Ltd.
	Taiwan Fixed Network Co., Ltd.	Taiwan Fixed Network Co., Ltd.
	Fu-Chi Venture Corp.	Fu-Chi Venture Corp.
	Richard Tsai, Daniel Tsai, Vivien Hsu	Richard Tsai, Daniel Tsai, Vivien Hsu
	-	-
	Harvey Chang	Harvey Chang
	-	-

Unit: NT\$

	Compensation to supervisor				A+B+C+D as % of net profit		Compensation from investees outside subsidiaries
	Earnings paid as compensation to supervisors (C)		Professional fee (D)				
	Stand-alone	Consolidated	Stand-alone	Consolidated	Stand-alone	Consolidated	
	-	-	-	-	-	-	None
	1,281,522	1,281,522	190,000	190,000	0.01%	0.01%	

## Compensation to managers

Guiding principles for compensation to the president and vice presidents are as follows:

1. Compensation to the president and vice presidents comprises a fixed monthly salary and performance bonus.
2. Performance bonuses are determined based on the president's or the vice president's contribution to the Company and the results of an annual performance appraisal.
3. The Human Resources Department is tasked with preparing the annual compensation to the president and vice presidents and submitting a report to the independent directors of the Corporate Governance Committee.

Title and name		Re-signed managers/Managers transferred to affiliated companies	Total		
<b>President and Chief Executive Officer, Harvey Chang; Senior Vice President and Chief Operating Officer of the Consumer Business Group, Cliff Lai; Senior Vice President and Chief Operating Officer of the Enterprise Business Group, George C. Chou; Senior Vice President and Chief Strategy Officer, Dr. JC Dorn; Senior Vice President and Chief Technology Officer, Frank Lin; Senior Vice President and Chief Financial Officer, Vivien Hsu; Vice President and Deputy Chief Operating Officer of the Consumer Business Group, Jeff Ku; Vice President, Ruth Liaw; Vice President, Rosie Yu; Vice President, Ariel Hwang; Vice President, Simon Wang; Vice President, C.A. Chuang; Vice President, Jerry Chu; Vice President, James Chang; Vice President, Egon Chen; Vice President, Chien Chen; Vice President, Tech Juan; Vice President, D.S. Chiou; Vice President, Jay Hong; Vice President, Andrew Wong; Vice President, H.S. Wang; Vice President, Paul Huang; Vice President, Sean Hsieh; Vice President, Joseph Yang</b>					
Salary (A)	Stand-alone	108,763,419	4,246,167	113,009,586	
	Consolidated	114,763,419	4,246,167	119,009,586	
Pension* (B)	Stand-alone	2,262,000	9,000	2,271,000	
	Consolidated	2,478,000	9,000	2,487,000	
Performance-based salary (C)	Stand-alone	75,723,828	1,435,931	77,159,759	
	Consolidated	79,079,812	1,435,931	80,515,743	
Employee profit sharing (D)	Stand-alone	Cash	77,293,170	-	77,293,170
		Stock	-	-	-
	Consolidated	Cash	77,293,170	-	77,293,170
		Stock	-	-	-
A+B+C+D as a % of net profit	Stand-alone	1.72%	0.04%	1.75%	
	Consolidated	1.78%	0.04%	1.82%	
Employee stock options	Stand-alone	-	-	-	
	Consolidated	-	-	-	
Compensation from investees other than subsidiaries	Stand-alone	-	-	-	
	Consolidated	-	-	-	
Other allowances	Stand-alone	3,886,102	-	3,886,102	
	Consolidated	4,731,689	-	4,731,689	

\* the Company's contribution to employees' pension account, not actual amount paid

### Class intervals for compensation to managers

Range of compensation to management	Name of senior management	
	2008	
	On a stand-alone basis	On a consolidated basis
NT\$0~NT\$1,999,999		
NT\$2,000,000~NT\$4,999,999	Vice President, D.S. Chiou; Vice President, Joseph Yang	
NT\$5,000,000~NT\$9,999,999	Senior Vice President and Chief Operating Officer of the Enterprise Business Group, George C. Chou; Vice President, Ruth Liaw; Vice President, Rosie Yu; Vice President, Ariel Hwang; Vice President, Simon Wang; Vice President, C.A. Chuang; Vice President, Jerry Chu; Vice President, Egon Chen; Vice President, Chien Chen; Vice President, Techi Juan; Vice President, Jay Hong; Vice President, Andrew Wong; Vice President, H.S. Wang; Vice President, Paul Huang; Vice President, Sean Hsieh; Vice President, James Yang	Vice President, Ruth Liaw; Vice President, Rosie Yu; Vice President, Ariel Hwang; Vice President, Simon Wang; Vice President, C.A. Chuang; Vice President, Jerry Chu; Vice President, Egon Chen; Vice President, Chien Chen; Vice President, Techi Juan; Vice President, Jay Hong; Vice President, Andrew Wong; Vice President, H.S. Wang; Vice President, Paul Huang; Vice President, Sean Hsieh; Vice President, D.S. Chiou; Vice President, Joseph Yang; Vice President, James Yang
NT\$10,000,000~NT\$14,999,999	Senior Vice President and Chief Operating Officer of Consumer Business Group, Cliff Lai; Senior Vice President and Chief Technology Officer, Frank Lin; Senior Vice President and Chief Strategy Officer, Dr. JC Dornng; Vice President and Deputy Chief Operating Officer of the Consumer Business Group, Jeff Ku; Vice President, James Chang	Senior Vice President and Chief Operating Officer of the Consumer Business Group, Cliff Lai; Senior Vice President and Chief Technology Officer, Frank Lin; Senior Vice President and Chief Operating Officer of the Enterprise Business Group, George C. Chou; Senior Vice President and Chief Strategy Officer, Dr. JC Dornng; Vice President and Deputy Chief Operating Officer of the Consumer Business Group, Jeff Ku; Vice President, James Chang
NT\$15,000,000~NT\$29,999,999	Senior Vice President and Chief Financial Officer, Vivien Hsu	Senior Vice President and Chief Financial Officer, Vivien Hsu
NT\$30,000,000~NT\$49,999,999		
NT\$50,000,000~NT\$99,999,999	President and Chief Executive Officer, Harvey Chang	President and Chief Executive Officer, Harvey Chang
NT\$100,000,000 and above		
Total	25	25

Note: The compensation paid to managers in the above table was based on tenure. The compensation paid to the managers who also serve as directors will be disclosed in the table of "Compensation to directors."

# Management Team

## Corporate Support

Corporate Support provides vital support and assistance to management and workers alike, focusing on improving operational work flow and execution, as well as adapting to changes in the market.



Corporate Support

## President and Chief Executive Officer

**Harvey Chang**

Effective date	2003.09.08	<b>Education and experience</b> MBA, Wharton School, University of Pennsylvania SVP, Chiao Tung Bank's Trust and Foreign departments Founding President of Grand Cathay Securities Corp. President, China Development Corp. Chairman, China Securities Investment Trust Corp. Vice Chairman, KG Telecommunications Co., Ltd. SVP and CFO, Taiwan Semiconductor Manufacturing Co., Ltd.	<b>Current position(s) in other companies</b> President, Taiwan Mobile Co., Ltd. Director and President, Taiwan Fixed Network Co., Ltd. Chairman, Taiwan Teleservices & Technologies Co., Ltd. Director and President, Taiwan Cellular Co., Ltd. Chairman, IC Broadcasting Co., Ltd. Director and President, TFN Investment Co., Ltd. Director, Taiwan Super Basketball Co., Ltd. Director, TFN Media Ltd. Director, Union Cable TV Co., Ltd. Director, Yeong Jia Leh Cable TV Co., Ltd. Director, Phoenix Cable TV Co., Ltd. Director, Globalview Cable TV Co., Ltd. Director, Taipei New Horizons Co., Ltd. Chairman, Taiwan Fund, Inc.	Director, CX Technology Corp. Independent Director, Lite-on Technology Corp.
Shareholding / %	1,253,780			<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b>
Spouse / minor's shareholding / %	0.033			Title - Name - Relationship -

## Senior Vice President and Chief Strategy Officer

**Dr. JC Dornig**

Effective date	2006.10.11	<b>Education and experience</b> Master and Ph.D. in Computer Science, University of Illinois Researcher, AT&T, Bell Labs Manager, Amdahl Corp. Vice President of Transaction Engineers, Independence Technology Corp. Founder and CEO, EnterpriseLink Technology Corp. VP and General Director, Institute for Information Industry	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b>
Shareholding / %	126,607			Title - Name - Relationship -
Spouse / minor's shareholding / %	0.003			

## Vice President

**C.A. Chuang**

Effective date	2003.12.01	<b>Education and experience</b> MBA, International Institute for Management Development, Switzerland MS in Industrial Education, National Taiwan Normal University Manager, Human Resources Department, China Steel Corp. Vice President, TransAsia Telecommunications Inc.	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b>
Shareholding / %	96,927			Title - Name - Relationship -
Spouse / minor's shareholding / %	0.002			

## Vice President

**Ariel Hwang**

Effective date	2004.03.01	<b>Education and experience</b> EMBA, National Taiwan University LL.B., National Taiwan University LL.M., National Taipei University Judge, Taoyuan District Court, Taiwan Judge, Banciao District Court, Taiwan Judge, Taipei District Court, Taiwan Judge, Taiwan High Court	<b>Current position(s) in other companies</b> Supervisor, Union Cable TV Co., Ltd. Supervisor, Yeong Jia Leh Cable TV Co., Ltd. Supervisor, Phoenix Cable TV Co., Ltd. Supervisor, Global View Cable TV Co., Ltd. Supervisor, Taipei New Horizons Co., Ltd. Legal consultant, Taiwan Fixed Network Co., Ltd. Legal consultant, Fubon Financial Holding Co., Ltd.	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b>
Shareholding / %	12,000			Title - Name - Relationship -
Spouse / minor's shareholding / %	0.000			



**Vice President**  
**Jay Hong**

Effective date	2004.05.06	<b>Education and experience</b> EMBA, National Sun Yat-Sen University Engineering Supervisor, Engineering Division, Nan Ya Plastics	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b>
Shareholding / %	123,000	Director, Procurement Division, TransAsia Telecommunications Inc.		Title -
Spouse / minor's shareholding / %	0.003	Vice President, Customer Service Division, TransAsia Telecommunications Inc. Vice President, Direct Store Division, Taiwan Mobile Co., Ltd. President, Taiwan Teleservices & Technologies Co., Ltd.		Name -
				Relationship -

**Vice President**  
**HS Wang**

Effective date	2005.05.01	<b>Education and experience</b> Ph.D. in Electrical and Computer Engineering, Rutgers, The State University of New Jersey	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b>
Shareholding / %	10,241	Lecturer/Assistant Professor, Information Engineering Department, The Chinese University of Hong Kong		Title -
Spouse / minor's shareholding / %	0.000	Vice President, Mediatec Corp. Vice President, First International Telecom		Name -
				Relationship -

**Vice President**  
**Andrew Wong**

Effective date	2003.12.01	<b>Education and experience</b> MBA, George Washington University Manager, Johnson, Bassin & Shaw Manager, MCI Communications	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b>
Shareholding / %	74,764	Vice President, Far EastOne Telecommunications Co., Ltd.		Title -
Spouse / minor's shareholding / %	0.002			Name -
				Relationship -

**Vice President**  
**James Chang**

Effective date	2004.09.17	<b>Education and experience</b> MS in Computer Science, University of Illinois, Chicago	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b>
Shareholding / %	146,205	District Manager, AT&T Laboratories Senior Delivery Manager, IBM Global Services		Title -
Spouse / minor's shareholding / %	0.004	Senior Director, TBCommerce Network Corp. Director, AT&T Laboratories		Name -
				Relationship -

## Finance Group

The Finance Group strives to meet international standards and practices in corporate governance, promote financial transparency through discreet information disclosure to the Board of Directors and related parties on the Company's operation and road map, as well as maintain an open communication channel with local and foreign investors. The group also helps all business divisions to make good use of the Company's financial resources through effective cost control and sound financial and investment planning.



## Senior Vice President and Chief Financial Officer

**Vivien Hsu**

Effective date	2007.07.02	<b>Education and experience</b> MBA, University of New South Wales, Australia MBA, National Chengchi University EVP and CFO, KG Telecom Co. President and CEO, Lambda Net Co. President and CEO, KGEX.com Co. President and CEO, KG Satellite Communication Co., Ltd. CFO, Cathay Financial Holding Co. SVP and Chief of Staff, Taiwan Mobile Co., Ltd. Chairman, Taiwan Tele-Shop Co., Ltd. Senior Consultant and Acting President, Taiwan Fixed Network Co., Ltd.	<b>Current position(s) in other companies</b> Director, Taiwan Mobile Co., Ltd. Chairman, WinTV Broadcasting Co., Ltd. Director and President, Taipei New Horizons Co., Ltd. Director, Taiwan Fixed Network Co., Ltd. Director, Taiwan Cellular Co., Ltd. Supervisor, TFN Investment Co., Ltd. Supervisor, TFN Media Ltd. Director, Union Cable TV Co., Ltd. Director, Yeong Jia Leh Cable TV Co., Ltd. Director, Phoenix Cable TV Co., Ltd. Director, Globalview Cable TV Co., Ltd.	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b> Title - Name - Relationship -
Shareholding / %	175,000			
Spouse / minor's shareholding / %	0.005			

## Vice President

**Rosie Yu**

Effective date	2006.02.06	<b>Education and experience</b> BA, National Taiwan University Executive Vice President, China Securities Co., Ltd. General Manager, Citicorp International Securities Ltd., Taipei Branch General Manager, Credit Lyonnais Securities (Asia) Ltd., Taipei Branch President, Global Investment Holdings Co., Ltd. Chairman, Global Investment Advisory (HK) Ltd.	<b>Current position(s) in other companies</b> Supervisor, Taiwan Cellular Co., Ltd.	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b> Title - Name - Relationship -
Shareholding / %	-			
Spouse / minor's shareholding / %	-			

## Vice President

**Ruth Liaw**

Effective date	2006.05.15	<b>Education and experience</b> MBA, National Chengchi University Partner, Arthur Andersen & Co. CFO, Arima Computer Corp.	<b>Current position(s) in other companies</b> Director, Taiwan Fixed Network Co., Ltd. Director, Taiwan Cellular Co., Ltd. Supervisor, Taiwan Teleservices & Technologies Co., Ltd. Supervisor, Union Cable TV Co., Ltd. Supervisor, Yeong Jia Leh Cable TV Co., Ltd. Supervisor, Phoenix Cable TV Co., Ltd. Supervisor, Globalview Cable TV Co., Ltd.	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b> Title - Name - Relationship -
Shareholding / %	-			
Spouse / minor's shareholding / %	-			

## Technology Group

Stability and adaptability best describe the Technology Group's short to long-term mission. Aside from offering a solid technology platform that ensures high network quality, the group continues to implement forward-looking analysis of technology and products on the deployment of network and base stations, together with adjustments to cope with real demand, industry and regulatory trends, and changes to enhance the Company's leading edge.

Under the trend of digital convergence, the Group strives to support an array of new telecom and multi-media services via IP based technologies as well as consolidation of networks.



Technology

Senior Adviser and Acting Chief Technology Officer  
**Frank Lin**

Effective date	2006.05.02	<b>Education and experience</b> BS, National Taiwan University of Science and Technology Deputy General Director, Chunghwa Telecom Chief Technical Adviser and Vice President, KG Telecom CTO, SVP and EVP, VIBO Telecom	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b>  Title - Name - Relationship -
Shareholding / %	253,011			
Spouse / minor's shareholding / %	0.007			

Vice President  
**Techi Juan**

Effective date	2002.05.21	<b>Education and experience</b> MS in Electronics Engineering, University of Missouri, Columbia Engineer, Lucent Technologies Telecommunications Taiwan Co. Technical Manager, Asia Pacific Intellectual Property Association Senior Director, Taiwan Mobile Co., Ltd.	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b>  Title - Name - Relationship -
Shareholding / %	47,960			
Spouse / minor's shareholding / %	0.001			

Vice President  
**Egon Chen**

Effective date	2004.02.16	<b>Education and experience</b> BS in Electronics Engineering, Tamkang University Project Manager, Siemens Telecommunication Systems Ltd. Director, Suretone Telecom, Inc. Director, Taiwan Mobile Co., Ltd. Senior Director, Taiwan Fixed Network Co., Ltd. Vice President, Howin Technologies	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b>  Title - Name - Relationship -
Shareholding / %	133,509			
Spouse / minor's shareholding / %	0.004			

Vice President  
**Chien Chen**

Effective date	2004.02.16	<b>Education and experience</b> National Taipei Institute of Technology Manager, Siemens Telecommunication Systems Ltd. Director, Suretone Telecom, Inc. Vice President, Taiwan Fixed Network Co., Ltd. Vice President, Howin Technologies	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b>  Title - Name - Relationship -
Shareholding / %	-			
Spouse / minor's shareholding / %	-			

## Consumer Business Group

The Consumer Business Group (CBG) is devoted to promoting the Company's vision of "creating the best mobile communications experience" to enable customers to embrace their lives with ease and confidence. Working from the perspective of the customer, the group develops products and services based on CBG's observation of customer behaviors to better anticipate their needs and demands. The group also provides useful, innovative and interesting value-added services such as mobile Internet and 3.5G data cards that allow users to enjoy mobile broadband anytime and anywhere. The Company has built a comprehensive and convenient service network to ensure customer satisfaction and loyalty, and CBG will keep on delivering the best mobile experience to make customers truly feel and believe its slogan "Taiwan Mobile, my mobile!"



## Consumer Business

Senior Vice President and Chief Operating Officer  
**Cliff Lai**

Effective date 2007.08.01  
Shareholding / % 203,611  
Spouse / minor's shareholding / % 0.005

**Education and experience**  
EMBA, National Chengchi University  
MS in Electrical Engineering, North Carolina State University, USA  
Researcher, AT&T Laboratories  
Vice President, Tecom Co. Ltd.  
Vice President, Mobitai Communications Co., Ltd.  
President, Reach and Range, Inc.  
SVP, Taiwan Fixed Network Co., Ltd.  
CEO, Fu Yang Media Technology Co., Ltd.

**Current position(s) in other companies**  
Director, Taiwan Internet Association (TWIA)  
Director, Taiwan Teleservices & Technologies Co., Ltd.  
Director and President, Taiwan Super Basketball Co., Ltd.

**Manager, director, or supervisor is a spouse or consanguineous within two degrees**

Title -  
Name -  
Relationship -

**Vice President and Deputy Chief Operating Officer**  
**Jeff Ku**

Effective date	2005.06.06	<b>Education and experience</b> EMBA, National Taiwan University MBA, University of Wollongong, Australia Director, Far EastOne Telecommunications Co., Ltd. Vice President, Taiwan High Speed Rail Corp.	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b> Title - Name - Relationship -
Shareholding / %	84,604			
Spouse / minor's shareholding / %	0.002			

**Vice President**  
**Sean Hsieh**

Effective date	2003.12.08	<b>Education and experience</b> BS in Business Administration and Sociology, Fu Jen Catholic University, University of Texas, Austin Account Supervisor, Bozell CCAA Group Account Director, Series DMB&B Communications Marketing and Sales Manager, PUMA North Asia Ltd., Taiwan Branch Marketing Director, TransAsia Telecommunications, Inc. Vice President, TransAsia Telecommunications, Inc. Vice President, Enterprise Solution and Channel Sales, Taiwan Mobile Co., Ltd.	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b> Title - Name - Relationship -
Shareholding / %	247,774			
Spouse / minor's shareholding / %	0.007			

**Vice President**  
**Jerry Chu**

Effective date	2003.12.01	<b>Education and experience</b> MBA, University of Toronto, Canada LL.B., Department of Law, National Taiwan University Director, Finance Management Division, KG Telecom Director, Business Process Management Division, KG Telecom Director, Revenue Assurance Division, KG Telecom Vice President, Quality Director, Corporate Banking, Citibank, N.A., Taipei Branch Vice President, CitiService Head, Corporate Banking, Citibank, N.A., Taipei Branch	Vice President, Senior Country Operations Officer, Operations and Technology Head, Global Transaction Service, Citibank, N.A., Taipei Branch	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b> Title - Name - Relationship -
Shareholding / %	468,784		<b>Current position(s) in other companies</b> Supervisor, Taiwan Fixed Network Co., Ltd. Director and President, Taiwan Teleservices & Technologies Co., Ltd.	
Spouse / minor's shareholding / %	0.012			

**Vice President**  
**Paul Huang**

Effective date	2008.01.21	<b>Education and experience</b> MS in Computer Science, Bradley University, USA Supervisor, Siemens Telecommunication Systems Ltd. Account and Project Manager, Nortel, Taiwan Branch Vice President, Business Development, Hong Kong Telecom, Taiwan Branch Vice President, Sales and Services, Far EastOne Telecommunications Co., Ltd. Vice President, Business and Operations, Far Eastern Electronic Toll Collection Co., Ltd.	<b>Current position(s) in other companies</b> None	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b> Title - Name - Relationship -
Shareholding / %	164,487			
Spouse / minor's shareholding / %	0.004			

**Vice President**  
**Simon Wang**

Effective date	2004.10.11	<b>Education and experience</b> EMBA, National Taiwan University BS in Telecommunications Engineering, National Chiao Tung University Manager, Technology & Quality Division, Philips Electronics Industry Co., Ltd. General Manager, Philips Optel Division Corp. General Manager, Fu Shing Can Manufacturing Co., Ltd. General Manager, ICAN Manufacturing Co., Ltd.	Director, TECO Optical Electronics Co., Ltd. Factory Manager, YATE PCB Co., Ltd. Executive Vice President, TransAsia Telecommunications, Inc.	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b> Title - Name - Relationship -
Shareholding / %	72,204		<b>Current position(s) in other companies</b> None	
Spouse / minor's shareholding / %	0.002			

## Enterprise Business Group

The Enterprise Business Group (EBG) provides enterprises with an integrated information and communication service called "TWM Solution" by consolidating the resources of TFN, TTN and TWM. To ensure high-quality information and communication services, EBG offers customized industry solutions that cater to businesses' diverse requests. TWM Solution endeavors to meet enterprises' telecommunications and management needs, increase their operational efficiency, and provide more value-added and user-friendly services. TWM aims not only to work with enterprise customers, but to grow and develop long-term win-win partnerships.



## Enterprise Business

### Senior Vice President and Chief Operating Officer George C. Chou

Effective date 2007.11.26  
Shareholding / % 120,955  
Spouse / minor's shareholding / % 0.003

**Education and experience**  
MS in Mathematics, Colorado State University, USA  
Business Development Manager, Siemens Telecommunication Systems Ltd.  
Special Assistant to the President, Siemens Telecommunication Systems Ltd.  
Managing Director, Siemens Nixdorf Information Systems Ltd., Taiwan Branch  
General Manager, PCCW (formerly Hong Kong Telecom)  
Director of Taiwan Operations, PCCW  
Vice Chairman and CEO, Taiwan Telecommunication Network Services Co., Ltd.  
CEO, Fu Yang Media Technology Co., Ltd.  
Senior Consultant, Taiwan Mobile Co., Ltd.

Chairman, North Coast Cable TV Co., Ltd.  
Chairman, Yeong Jia Leh Cable TV Co., Ltd.  
Chairman, Union Cable TV Co., Ltd.  
Chairman, Phoenix CATV Co., Ltd.  
Chairman, Globalview CATV Co., Ltd.

**Manager, director, or supervisor is a spouse or consanguineous within two degrees**

Title -  
Name -  
Relationship -

#### Current position(s) in other companies

Chief Operating Officer, Taiwan Fixed Network Co., Ltd.  
Director, Taiwan Teleservices & Technologies Co., Ltd.  
Director, Taiwan Acceptance Corp.  
Director, Concord System Management Corp.

### Vice President Joseph Yang

Effective date 2007.11.09  
Shareholding / % 55,801  
Spouse / minor's shareholding / % 0.002

**Education and experience**  
BS in Transportation Management, National Chiao Tung University  
Advisory System Engineer, System Engineer, IBM Taiwan  
Technical Manager, Central & South Branch, IBM Taiwan  
Director, Finance Industry, IBM Taiwan  
Sales VP, Eastern Broadband Telecom  
Chief Operating Officer, Eastern Broadband Telecom  
Senior VP, Asia Pacific Telecom Group

Chief Marketing Officer, Asia Pacific Telecom Group  
Product Director, Asia Region, High Tech Computer

**Manager, director, or supervisor is a spouse or consanguineous within two degrees**

Title -  
Name -  
Relationship -

#### Current position(s) in other companies

None



## Home Business Group

Tasked with promoting “TWM Broadband”, the Home Business Group (HBG) consolidates the group’s mobile, fixed network, cable TV and channel resources to provide households with convergent services, including video (CATV/IPTV/DTV), broadband Internet access (cable modem/FTTx), mobile and content. The group hopes to excel in providing customers with the best experience, product offerings and services, and become the top choice for triple play for every family.



## Home Business

### Senior Vice President and Chief Operating Officer James Jeng

Effective date	2008.01.01	<b>Education and experience</b> Ph.D. in Electrical and Computer Engineering, New York State University, USA Member of technical staff, AT&T, Bell Labs, USA Executive Vice President, United Fiber Optic Communication, Inc. President, Asia Pacific Oneline CEO, Asia Pacific Broadband Telecom CEO, Asia Pacific Broadband Wireless CEO, Asia Pacific Telecom Group Senior Adviser, Taiwan Mobile Co., Ltd	<b>Current position(s) in other companies</b> President, TFN Media Co., Ltd. Chairman, Yeong Jia Leh Cable TV Co., Ltd. Chairman, Phoenix Cable TV Co., Ltd. Chairman, Union Cable TV Co., Ltd. Chairman, Globalview Cable TV Co., Ltd. Director, Sin Ho Cable TV Co., Ltd. Director, Mangrove Cable TV Co., Ltd.	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b> Title - Name - Relationship -
Shareholding / %	90,000			
Spouse / minor's shareholding / %	0.002			

### Vice President D.S. Chiou

Effective date	2002.05.21	<b>Education and experience</b> MS in Computer Science, University of California, Riverside Project Manager, Siemens Telecommunication Systems Ltd. Project Manager, Suretone Communications Co., Ltd. Senior Director, Taiwan Mobile Co., Ltd. General Manager, Taiwan Teleservices & Technologies Co., Ltd.	<b>Current position(s) in other companies</b> Director and President, Yeong Jia Leh Cable TV Co., Ltd.	<b>Manager, director, or supervisor is a spouse or consanguineous within two degrees</b> Title - Name - Relationship -
Shareholding / %	40,665			
Spouse / minor's shareholding / %	0.001			

## Human Resources

A wealth of outstanding and professional talent is the Company's most valuable resource.

### Employee statistics for the most recent two years until the publication date for 2008

Year		2007	2008	2009 (as of Mar. 5)
Number of employees	Male	1,454	1,471	1,457
	Female	1,074	1,072	1,054
	Total	2,528	2,543	2,511
Average age		35	36	36
Average years of service		5.6	6.3	6.3
Education level	Ph.D.	0.28%	0.35%	0.4%
	Master	16.93%	17.89%	18.32%
	University	49.53%	50.53%	50.66%
	College	30.73%	29.06%	28.51%
	Others	2.57%	2.16%	2.11%

Note: The numbers above were based on Taiwan Mobile alone.

### Employee statistics by division

As of Mar. 5, 2009

Division	Number	Percentage (%)
Corporate Support	589	23.46%
Finance	206	8.20%
Technology	846	33.69%
Consumer Business Group (Note)	868	34.57%
Enterprise Business Group (Note)	1	0.04%
Home Business Group (Note)	1	0.04%
Total	2,511	100%

Note: The Consumer Business Group does not include 834 employees from TT&T. The Enterprise Business Group does not include 400 employees from TFN.

The Home Business Group does not include 143 employees from TFNM and 457 employees from six CATV subsidiaries.