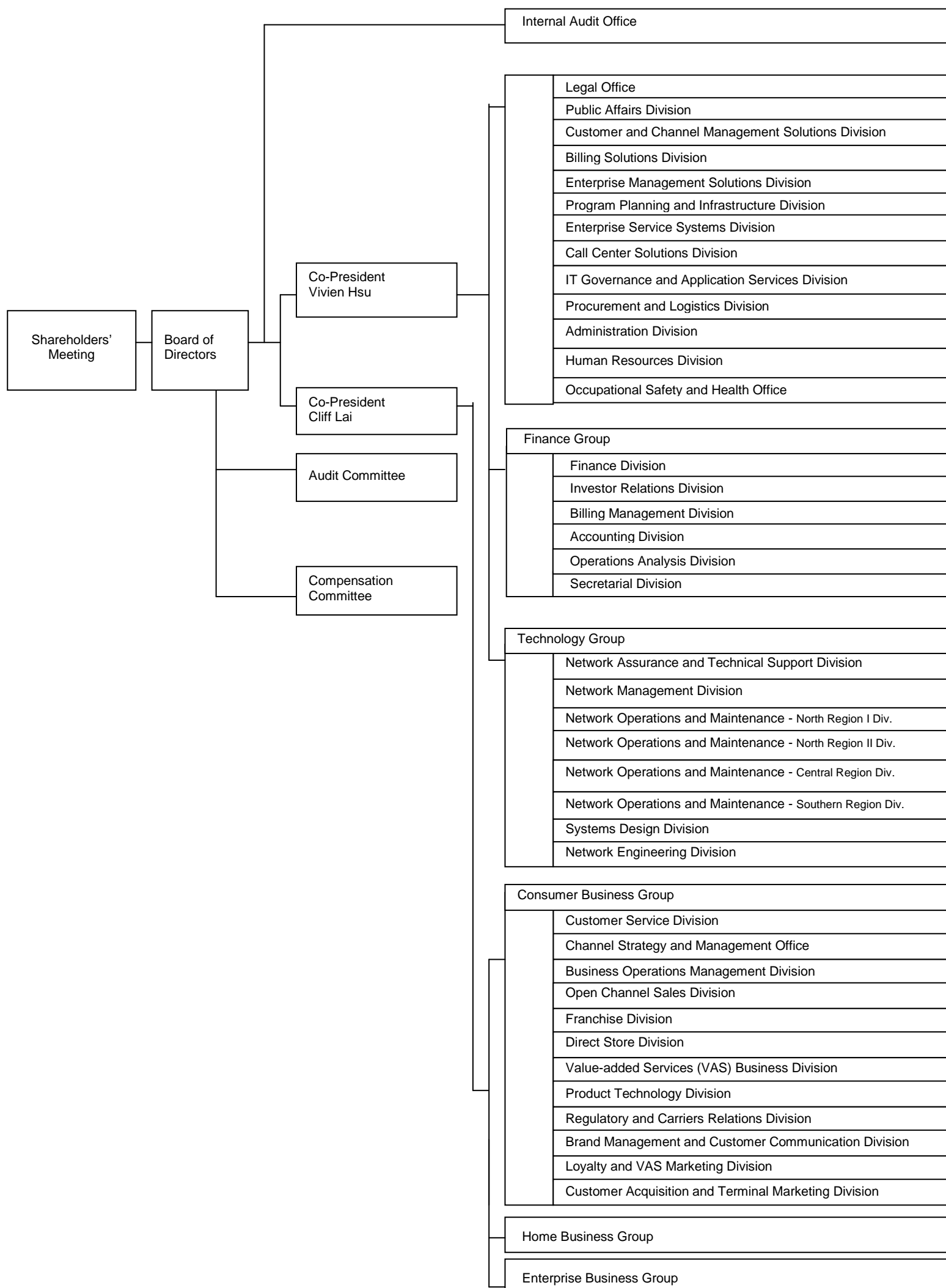


Chapter 2 Organization and Corporate Governance

ORGANIZATION

Organization Chart

As of February 29, 2012



Divisional Scope of Responsibilities

Division		Scope of responsibilities
Consumer Business Group	Customer Service Division	Customer service and call center management Telemarketing sales and retention
	Channel Strategy and Management Office	Channel strategy planning and performance management Sales planning and store management Training and point-of-sale system administration Customer service quality evaluation and monitoring conducted by the Service Quality Assurance Committee
	Business Operations Management Division	Front-end sales/service operation process planning and implementation Back-end resource management and channel performance award management Sales channel logistics and service fulfillment
	Open Channel Sales Division	Open channel development and business execution
	Franchise Division	Supervision of franchisees' product promotion, distribution and customer service
	Direct Store Division	Product sales and customer service at company stores
	Value-added Services (VAS) Business Division	Overall VAS business management and product quality assurance Business strategy setting, product planning, development and management Platform integration and device customization
	Product Technology Division	Technical consultation and solutions analysis for VAS products and CPE technologies Solutions design, systems development and delivery for VAS products and marketing promotions VAS platform operation, administration and maintenance
	Regulatory and Carrier Relations Division	Regulatory matters, government relations and inter-carrier relations
	Brand Management and Customer Communication Division	Management of brand identity, strategic development, integrated marketing communication, and implementation of ad campaigns Execution of store signage/interior design and cost control Integration and operation of company websites, e-marketing implementation, including online sales and services
	Loyalty and VAS Marketing Division	Planning and implementation of postpaid customer retention and churn prevention strategy and marketing campaigns Development and implementation of customer loyalty strategies and programs Planning and execution of prepaid programs and value-added services marketing campaigns Customer behavior analysis and market surveys
Customer Acquisition and Terminal Marketing Division	Strategy development and execution to attract new customers Strategy implementation to promote handsets, netbooks, data cards and accessories Voice/data rate plan strategy and marketing E-commerce planning and management	
Technology Group	Network Assurance and Technical Support Division	Mobile network technical support Fixed network technical support IP-based network technical support Network quality assurance
	Network Management Division	24-hour supervision of mobile and fixed system network operations and maintenance Technical support for network operations and customer issues Management of network quality and critical events
	Network Operations and Maintenance -- North I, North II, Central and Southern Regions	2G/3G network construction, expansion, operation, maintenance and optimization, including core transmission and radio networks Fixed network construction, expansion, operation, maintenance and optimization
	Systems Design Division	Planning and design for core, radio, IP and transmission network systems for mobile and fixed network Development of new technologies and verification testing of network elements
	Network Engineering Division	Mobile telecom and fixed network business infrastructure budget, control and management Supervision of outsourced engineering and construction projects Management of cables and conduits in government agencies Fixed network service management, project evaluation and coordination
Finance Group	Finance Division	Treasury management Monitoring of investments and subsidiaries' business activities Finance-related project evaluation, planning and execution
	Investor Relations Division	Timely disclosure of the Company's operating and financial status, management strategy, future business plans and developments to investors Communication between the Company and investors
	Billing Management Division	Billing, receivables collection and settlement Credit check and risk management
	Accounting Division	Accounting-related affairs Tax planning and execution
	Operations Analysis Division	Divisional operating performance analysis, financial forecasting and annual budget review
	Secretarial Division	Board meeting facilitation and corporate share registrar management Company seal custodian Receipt/transmission of corporate documents Corporate registration affairs

Division	Scope of responsibilities
Internal Audit Office	Audit of the Company and its subsidiaries Monitoring and examining the effectiveness and efficiency of the Company's internal control system Developing, managing and overseeing information security management system in support of business strategy.
Legal Office	Legal counsel, company litigation and legal document review
Public Affairs Division	Promotion and management of corporate image Media communication, news agenda setting and crisis management Planning and execution of corporate social responsibility strategies Planning and maintenance of Company's official and internal as well as TWM Foundation's websites
Customer and Channel Management Solutions Division	Front-end customer management solutions Channel services, commission and performance solutions Order management system solutions Enterprise management information systems Order and provision solution for fixed-line business
Billing Solutions Division	Billing systems operation and development
Enterprise Management Solutions Division	Data warehouse and customer relations management solutions Technical project management Network management solutions
Program Planning and Infrastructure Division	Systems and network infrastructure construction and operations management
Enterprise Service Systems Division	TWM's customer care application systems Enterprise resource planning (ERP) and human resources solutions
Call Center Solutions Division	Call center infrastructure and operations management solutions Fixed network operations management
IT Governance and Application Services Division	Corporate website and e-commerce systems Service-oriented architecture and enterprise service bus (SOA/ESB) Fixed network application systems IT governance, enterprise architecture, software development process and basic architecture Software/tools development and management
Procurement and Logistics Division	Procurement policy and system planning Handling of procurement-related activities Suppliers evaluation and management Contract negotiations and signing
Administrative Division	Office machinery and equipment management General and administrative affairs coordination Base station administration and related expense payments
Human Resources Division	Staffing, compensation, training and employee relations coordination
Occupational Safety and Health Office	Occupational safety and health management Site area safety management Environmental protection management Workplace health promotion
Home Business Group	CATV/DTV, broadband internet access (cable modem/FTTx), and connect TV services Implementation of integrated technology solutions for the development of new products and VAS to increase video and broadband internet access penetration rate and overall revenue Expansion of two-way optical network to broaden coverage and ensure better internet access quality and stable cable signal
Enterprise Business Group	Strategy development and business analysis Channel development, sales and customer loyalty management Enterprise ICT integration and bundled products, marketing campaign, operation and execution Enterprise customer services and billing matters Inter-carrier relations and international business (including international roaming) plan and implementation