

**Meeting Notice**  
**of**  
**Annual General Shareholders' Meeting**  
**(Summary Translation)**

The 2011 Annual General Shareholders' Meeting (the "Meeting") of Taiwan Semiconductor Manufacturing Company, Ltd. (the "Company") will be convened at TSMC Fab 12 (No. 8, Li-Hsin Rd. 6, Hsinchu Science Park, Hsinchu, Taiwan) at 9:00 a.m., Thursday, June 9, 2011.

1. The agenda for the Meeting is as follows:

I. Report Items

- (1) To report the business of 2010
- (2) Audit Committee's review report

II. Proposed Resolutions

- (1) To accept 2010 Business Report and Financial Statements
- (2) To approve the proposal for distribution of 2010 profits
- (3) To revise internal rules as follows:
  - (a) Procedures for Lending Funds to Other Parties
  - (b) Procedures for Endorsement and Guarantee
- (4) To approve the transfer of TSMC's solar business and solid state lighting business into two new TSMC wholly owned companies respectively, and to further approve the "Solar Business Transfer Plan" and "Solid State Lighting Business Transfer Plan" .

III. Directors Election

To elect two additional Independent Directors

2. The major items of the proposal for distribution of 2010 profits adopted at the meeting of the Board of Directors are as follows:

- (1) Cash dividends to common share holders: Totaling NT\$77,730,235,992.  
Each common share holder will be entitled to receive a cash dividend of NT\$3.0 per share. The record date will be decided by the Board of Directors or the Chairman as authorized by the Board of Directors.
- (2) Employees' cash profit sharing : Totaling NT\$10,908,338,094.
- (3) Directors' bonus : NT\$51,131,000.

(Remarks: The total amount of common shares outstanding may change and the ultimate cash dividend to be distributed to each common share may need to be adjusted accordingly should TSMC subsequently buy back its common shares, or issue new common shares to its employees as a result of their exercise of stock options.)

3. After discussions on all resolutions have been completed, every resolution and the directors election in the Meeting will be voted on back-to-back and tallied separately.
4. (Omitted – not applicable to ADR holders)
5. (Omitted – not applicable to ADR holders)
6. (Omitted – not applicable to ADR holders)

Board of Directors

Taiwan Semiconductor Manufacturing Company, Ltd.