

Taiwan Semiconductor Manufacturing Company Limited
2014 Annual Shareholders' Meeting
(Translation)

Date: April 9, 2014

Subject: 2014 Annual Shareholders' Meeting of Taiwan Semiconductor Manufacturing Company Limited (the "Meeting") to be convened in accordance with the Company Law, Securities and Exchange Law and the resolution of the meeting of the Board of Directors on February 18, 2014.

Announcements:

Meeting Time:

9:00 a.m., June 24, 2014

1. Meeting Venue:

TSMC's Fab 12A Headquarters

(No. 8, Li-Hsin Road 6, Hsin-Chu Science Park, Hsin-Chu, Taiwan)

2. Meeting Agenda:

I. Report Items

- (1) To report the business of 2013
- (2) Audit Committee's review report
- (3) To report the issuance of unsecured straight corporate bond

II. Proposed Resolutions

- (1) To accept 2013 Business Report and Financial Statements
- (2) To approve the proposal for distribution of 2013 profits
- (3) To revise the following internal rules:
 - (a) Procedures for Acquisition or Disposal of Assets
 - (b) Procedures for Financial Derivatives Transactions

3. The major items of the proposal for distribution of 2013 profits adopted at the meeting of the Board of Directors are as follows:

- (1) Cash dividends to common share holders: Totaling NT\$77,785,851,420. 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 Chairman as authorized by the Board of Directors.
- (2) Employees' cash profit sharing: Totaling NT\$12,634,664,804^(note).
- (3) Directors' compensation: Totaling NT\$104,136,580.

4. Pursuant to Article 165 of the Company Law, the shareholder register will be

closed from April 26 to June 24, 2014. Any person owning TSMC shares who has not effected the share transfer should complete the required procedures with the Transfer Agency Department of Chinatrust Commercial Bank (5th Floor, No. 83, Sec. 1, Chungking S. Rd., Taipei, R.O.C.) by 5:00 p.m. April 25, 2014, in person or by post, as per postal office stamp date.

5. The time frame for the acceptance of proposed resolutions from eligible shareholders will start from April 21 to April 30, 2014, 9:00 a.m. to 5:00 p.m. All submissions must be addressed in writing to the SEC Compliance Department, Finance Division of TSMC (No. 8, Li-Hsin Rd. 6, Hsinchu Science Park, Hsinchu, Taiwan 300-78, R.O.C.) within this period in accordance with Article 172-1 of the Company Law.
6. In addition to this announcement, a meeting notice will be posted to each shareholder 30 days prior to the date of the Meeting. Any shareholder who does not receive the meeting notice may contact the Transfer Agency Department of Chinatrust Commercial Bank directly (TEL No.: (02) 2181-1911).
7. After discussions on all resolutions of the meeting are completed, all resolutions will be voted on by poll.
8. Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Securities Central Depository Co., Ltd. (<http://www.stockvote.com.tw>) during the period from May 24, 2014 to June 21, 2014.
9. For further information, please refer to TSMC's website starting April 10, 2014 at the following web addresses:
Chinese version:
http://www.tsmc.com/chinese/investorRelations/shareholders_meeting.htm
English version:
http://www.tsmc.com/english/investorRelations/shareholders_meeting.htm

Note: Employees' cash bonus and profit sharing for the year 2013 are NT\$25,269,329,608 in total, including :
– NT\$12,634,664,804 distributed cash bonus; and
– NT\$12,634,664,804 cash profit sharing to be distributed after 2014 Annual Shareholders' Meeting