

**Taiwan Semiconductor Manufacturing Company Limited**  
**2017 Annual Shareholders' Meeting**  
(Translation)

Date : March 20, 2017

**Subject :** 2017 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 14, 2017.

**Announcements :**

**1. Meeting Time :**

9:00 a.m., June 8, 2017

**2. Meeting Venue :**

TSMC's Headquarters at Fab 12A  
(No. 8, Li-Hsin Road 6, Hsin-Chu Science Park, Hsin-Chu, Taiwan)

**3. Meeting Agenda:**

**I. Report Items**

- (1) To report the business of 2016
- (2) Audit Committee's review report
- (3) To report 2016 employees' profit sharing bonus and directors' compensation
- (4) To report TSMC's merger of Chi Cheng Investment Co., Ltd., a wholly-owned subsidiary of TSMC

**II. Proposed Resolutions**

- (1) To accept 2016 Business Report and Financial Statements
- (2) To approve the proposal for distribution of 2016 earnings
- (3) To revise the Articles of Incorporation
- (4) To revise the Procedures for Acquisition or Disposal of Assets

**III. Directors Election**

To elect two additional Directors

**4. The proposal for distribution of 2016 earnings adopted at the meeting of the Board of Directors is as follows :**

Cash dividends to common share holders: Totaling NT\$181,512,663,206. Each common share holder will be entitled to receive a cash dividend of NT\$7 per share. The record date will be decided by the Chairman as authorized by the Board of Directors.

5. Pursuant to Article 165 of the Company Law, the shareholder register will be closed from April 10 to June 8, 2017. Since April 9, 2017, the last day for registration of share transfer, falls on a weekend, any person owning TSMC shares who has not effected the share transfer should complete the required procedures with the Transfer Agency Department of CTBC Bank (5th Floor, No. 83, Sec. 1, Chung-Ching S. Rd., Taipei 100-08, Taiwan R.O.C.) by 5:00 p.m. April 7, 2017, in person or by post, as evidenced by the post mark.
6. The time frame for the acceptance of proposed resolutions or nomination of candidates for directors from eligible shareholders will be 9:00 a.m. to 5:00 p.m. from April 5 to April 14, 2017. All submissions must be addressed in writing to the SEC Compliance Department, Finance Division of TSMC (No. 8, Li-Hsin Rd. 6, Hsin-Chu Science Park, Hsin-Chu, Taiwan 300-78, R.O.C.) within this period in accordance with Article 172-1 and 192-1 of the Company Law.
7. In addition to this announcement, a meeting notice will be mailed 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 CTBC Bank directly (TEL No.: (02) 6636-5566).
8. Shareholders may exercise their voting rights through the **STOCKVOTE** platform of Taiwan Depository & Clearing Corporation (<http://www.stockvote.com.tw>) during the period from May 9 to June 5, 2017.
9. For further information, please refer to TSMC's website starting March 21, 2017 at the following web addresses:

Chinese version:

[http://www.tsmc.com/chinese/investorRelations/shareholders\\_meeting.htm](http://www.tsmc.com/chinese/investorRelations/shareholders_meeting.htm)

English version:

[http://www.tsmc.com/english/investorRelations/shareholders\\_meeting.htm](http://www.tsmc.com/english/investorRelations/shareholders_meeting.htm)