

**Meeting Notice**  
**for**  
**Annual Shareholders' Meeting**  
**(Summary Translation)**

The 2017 Annual Shareholders' Meeting (the "Meeting") of Taiwan Semiconductor Manufacturing Company, Ltd. (the "Company") will be convened at 9:00 a.m., Thursday, June 8, 2017 at TSMC's Headquarters at Fab 12A (located at No. 8, Li-Hsin Road 6, Hsinchu Science Park, Hsinchu, Taiwan)

1. The agenda for the Meeting is as follows:

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 Cherng 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

2. 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.

3. Directors Election:

There will be two additional Directors elected at the Meeting. Related information is as follows:

- i. Candidates of Directors: Mark Liu and C.C. Wei
- ii. Education and experience of the candidates: please refer to the List of Director Candidates on the Meeting Agenda.

4. (Omitted – not applicable to ADR holders)

5. (Omitted – not applicable to ADR holders)

6. (Omitted – not applicable to ADR holders)

7. (Omitted – not applicable to ADR holders)

8. (Omitted – not applicable to ADR holders)

9. (Omitted – not applicable to ADR holders)

Board of Directors

Taiwan Semiconductor Manufacturing Company, Ltd.