



**Advanced Semiconductor Manufacturing Corporation Limited**

**上海先進半導體製造股份有限公司**

(A foreign invested joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3355)

Number of Shares related to this proxy form <sup>1</sup>	
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**Proxy Form for the Extraordinary General Meeting**

I(We)<sup>2</sup> \_\_\_\_\_ of \_\_\_\_\_

\_\_\_\_\_ being the holder(s) of H Share(s)/non-H-share(s) (please delete as appropriate) of RMB1.00

each of Advanced Semiconductor Manufacturing Corporation Limited (the "Company") now appoint<sup>3</sup> \_\_\_\_\_

(I.D. No.: \_\_\_\_\_ of \_\_\_\_\_)

\_\_\_\_\_)

the chairman of the EGM (as defined hereinafter) as my (our) proxy to attend and vote for me (us) on the following resolutions in accordance with the instruction(s) below and on my (our) behalf at the extraordinary general meeting of the Company to be held at 10:00 a.m. on 30 October 2007 at Chen Xing Hall, 3rd Floor, Galaxy Hotel, No. 888, West Zhong Shan Road, Shanghai, the People's Republic of China (the "EGM") and at any adjournment thereof, for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the EGM. Please indicate by a tick ("✓") in the following resolutions how you wish your vote to be cast. In the absence of any indication, the proxy may vote for or against the resolutions at his own discretion.

	Ordinary Resolutions	For	Against
1	The election of an Executive Director of the second session of the Board of Directors of the Company:		
	1A To consider and approve the appointment of Mr. Hsueh Cheng LU as an Executive Director of the second session of the Board of Directors with a term of office from the date of the EGM to 1 March 2010.		
2.	The election of two Supervisors of the second session of the Supervisory Committee of the Company:		
	2A To consider and approve the appointment of Mr. Yi Liang YEH as a Shareholders Representative Supervisor of the second session of the Supervisory Committee with a term of office from the date of the EGM to 1 March 2010.		
	2B To consider and approve the appointment of Ms. CHEN Yan as a Shareholders Representative Supervisor of the second session of the Supervisory Committee with a term of office from the date of the EGM to 1 March 2010		
3.	The application of service contracts:		
	3A To consider and approve the application of Service Contract For Executive Director between the Company and Mr. Hsueh Cheng LU.		
	3B To consider and approve the application of Service Contract For Shareholders Representative Supervisor between the Company and Mr. Yi Liang YEH.		
	3C To consider and approve the application of Service Contract For Shareholders Representative Supervisor between the Company and Ms. CHEN Yan.		
4	To consider and approve the proposed remuneration.		

Date: \_\_\_\_\_

Signature(s): \_\_\_\_\_

**Notes:**

- Please insert the number of share(s) registered in your name(s) relating to this form of proxy. If no number is inserted, this form of proxy will be deemed to relate to all of the Shares in the capital of the Company registered in your name(s).
- Please insert full name(s) and address(es) in BLOCK LETTERS.
- Please insert the name and address of your proxy in BLOCK LETTERS. If this is left blank, the chairman of the EGM will act as your proxy. One or more proxies, who may not be member(s) of the Company, may be appointed to attend and vote in the meeting provided that such proxies must attend the meeting in person on your behalf. Any alteration made to his proxy form must be signed by the signatory.
- This proxy form shall be in writing under the hand of the appointor or his attorney duly authorized in writing, or if the appointor is a legal entity, either under seal or under the hand of a director or an authorized person or a duly authorised attorney of the legal entity.  
Please attach a photocopy of your identity card/passport (if you are an individual) or a photocopy of your business license or certificate of incorporation (if you are a legal entity).

This form of proxy and, if such instrument is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or other authority shall be deposited at Computershare Hong Kong Investor Services Limited (in respect of holders of H-shares) or at the Company's Board Secretariat (in respect of holders of non-H-shares) in person or by post not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be). The address of Computershare Hong Kong Investor Services Limited is 46th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong. The address of the Company's Board Secretariat is 385 Hong Cao Road, Shanghai, PRC.