



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 company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3355)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“EGM”) of Advanced Semiconductor Manufacturing Corporation Limited (the “Company”) will 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 to consider and, if thought fit, to pass the following resolutions. Unless otherwise indicated, capitalised terms used herein shall have the same meaning as those defined in the circular of the Company dated 14 September 2007 (the “Circular”).

Ordinary Resolutions:

- 1 The election of an Executive Director of the second session of the board of Directors of the Company:
 - 1A “**THAT** 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 be and is hereby approved.”
- 2 The election of two Supervisors of the second session of the Supervisory Committee of the Company:
 - 2A “**THAT** 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 be and is hereby approved.”
 - 2B “**THAT** 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 be and is hereby approved.”

- 3 The application of service contracts:
- 3A “**THAT** the application of Service Contract For Executive Director (as set out in Appendix III of the Circular) between the Company and Mr. Hsueh Cheng LU be and is hereby approved.”
- 3B “**THAT** the application of Service Contract For Shareholders Representative Supervisor (as set out in Appendix III of the Circular) between the Company and Mr. Yi Liang YEH be and is hereby approved.”
- 3C “**THAT** the application of Service Contract For Shareholders Representative Supervisor (as set out in Appendix III of the Circular) between the Company and Ms. CHEN Yan be and is hereby approved.”
- 4 “**THAT** the proposed remuneration (as set out in Appendix IV of the Circular) be and is hereby approved.”

By Order of the Board
Advanced Semiconductor Manufacturing Corporation Limited
RUAN Yanhua
Chairman

Shanghai, the PRC
14 September 2007

Notes:

(1) **Biographies**

Executive Director Candidate:

Mr. Hsueh Cheng LU, age 59, is a candidate for Executive Director of the second session of the Company’s Board of Directors. Mr. Lu has been the president and chief executive officer of the Company since 16 August 2007. Mr. Lu was the chief executive officer for Taiwan and general manager of back-end manufacturing of NXP Semiconductors, formerly the semiconductors division (“Philips Semiconductors”) of the Philips Group prior to his joining the Company. Mr. Lu joined Philips Semiconductors Taiwan as a product engineer in 1972. From 1972 to 1996, he served a number of technical and managerial positions within Philips Semiconductors Taiwan. In 1997, he was transferred to Philips Semiconductors Singapore for establishing a new plant in the Philippines and was subsequently appointed as vice president and general manager of Philips Semiconductors Philippines in June 1999. In 2001, Mr. Lu returned to Taiwan as vice president and general manager of Philips Semiconductors Taiwan. In July 2005, he was appointed as vice president and general manager of back-end manufacturing of Philips Semiconductors. Mr. Lu received a bachelor of science in mechanical engineering from National Cheng Kung University of Taiwan in 1971.

Supervisor Candidates:

Mr. Yi Liang YEH, age 52, is a candidate for Supervisor of the second session of the Company's Supervisory Committee. Mr. Yeh is currently the regional executive for China (including Hong Kong) and business line manager for standard TV systems of NXP Semiconductors, formerly the semiconductors division ("Philips Semiconductors") of the Philips Group. Mr. Yeh commenced his career as a system analyst at Philips Taiwan in 1981. From 1981 to 1997, Mr. Yeh had served a number of technical and managerial positions within the Philips Group, and was appointed as the product group manager of CICT at Philips Semiconductors Taiwan in 1993. From 1997 to 1998, Mr. Yeh served as the vice president of sales and marketing at Featron Notebook PC Manufacturing Company Limited. From 1998 to 2001, Mr. Yeh served as the president of AMtek Semiconductors Company Limited. Mr. Yeh rejoined Philips Semiconductors in 2002 as the business line manager for standard TV systems and was subsequently appointed as the regional executive for China (including Hong Kong) in April 2007. Mr. Yeh received a master of engineering degree from the University of Virginia of the United States in 1981.

Ms. CHEN Yan, age 34, is a candidate for Supervisor of the second session of the Company's Supervisory Committee. Ms. Chen worked for the Bank of China Shanghai Branch from August 1994 to May 2000. She joined the Shanghai office of China Orient Asset Management Corporation ("COAMC") in May 2000 and was appointed as a director of second asset management department of COAMC's Shanghai office in June 2005. She was appointed as the deputy manager of the investment department of Shanghai Dongxing Investment Holding Company in December 2005. Ms. Chen graduated with a bachelor of economics degree from Shanghai Jiaotong University in 2000, and received a graduate diploma in information system from Massey University of New Zealand in 2002.

(2) Closure of register of members and eligibility for attending the EGM

To determine the list of Shareholders who have the right to attend the EGM, the register of members will be closed from 30 September 2007 to 30 October 2007 (both days inclusive) during which period, no transfer of Share will be effected. Shareholders whose names appear on the register of members of the Company on 30 October 2007 are entitled to attend the EGM.

Holders of H-shares who wish to attend the EGM but have not registered the transfer documents are required to deposit the transfer document together with the relevant share certificates at the H-share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Rooms 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on 28 September 2007.

(3) **Proxy**

Any Shareholder who is entitled to attend and vote at a general meeting of the Company shall be entitled to appoint one (1) or more persons (whether such person is a Shareholder or not) as his proxies to attend and vote on his behalf.

The instrument appointing a proxy 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. The letter of authorisation shall contain the number of the Shares to be represented by the proxy. If several persons are authorised as the proxies of the Shareholder, the letter of authorisation shall specify the number of Shares to be represented by each proxy.

The instrument appointing a voting 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.

(4) **Reply Slip**

If you intend to attend the EGM in person or by proxy, you are required to complete and return the reply slip to Computershare Hong Kong Investor Services Limited for holder of H-shares or to the Company's Board Secretariat for holder of non-H-shares on or before 10 October 2007.

(5) **Other business**

The EGM is expected to last for half a day. Shareholders (in person or by proxy) attending the EGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the EGM shall produce their identity documents.

As at the date of this notice, the executive director of the Company is Cheng Jianyu; the non-executive directors of the Company are Ruan Yanhua, Ajit Manocha, Zhu Peiyi, Zhu Jian, Xiao Yongji and Petrus Antonius Maria van Bommel; and the independent non-executive directors of the Company are Thaddeus Thomas Beczak, Shen Weijia and James Arthur Watkins.