



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: 03355)

Number of Shares related to this proxy form ¹	
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Proxy Form for the Extraordinary General Meeting

I(We)² _____

of _____

being the registered holder(s) of H Share(s)/non-H-share(s) (please delete as appropriate) of RMB1.00 each in the capital of

Advanced Semiconductor Manufacturing Corporation Limited (the "Company") hereby appoint³ _____

(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 11:00 a.m. on 28 January 2010 at Digital Conference Room, 2nd Floor, Ramada Shanghai Caohejing Hotel, No.509, Caobao Road, Shanghai, the People's Republic of China (the "EGM") or 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, and voting on behalf of me(us) under my/our name as indicated below⁴.

Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 10 December 2009.

Ordinary Resolutions			
1. To elect the Directors for third session of the Board (i.e.: for the period from 2 March 2010 to 1 March 2013)			
Number	Proposed resolutions	For ⁴	Against ⁴
(1A)	Appointment of Mr. ZHOU Weiping as an Executive Director of the third session of the Board		
(1B)	Appointment of Ms. CHENG Jianyu as an Executive Director of the third session of the Board		
(1C)	Appointment of Dr. CHEN Jianming as a Non-executive Director of the third session of the Board		
(1D)	Appointment of Mr. ZHU Jian as a Non-executive Director of the third session of the Board		
(1E)	Appointment of Mr. Wilhelmus Jacobus Maria Joseph JOSQUIN as a Non-executive Director of the third session of the Board		
(1F)	Appointment of Mr. YEH Yi Liang as a Non-executive Director of the third session of the Board		
(1G)	Appointment of Mr. ZHU Peiyi as a Non-executive Director of the third session of the Board		
(1H)	Appointment of Mr. LI Zhi as a Non-executive Director of the third session of the Board		
(1I)	Appointment of Mr. Thaddeus Thomas BECZAK as an Independent Non-executive Director of the third session of the Board		
(1J)	Appointment of Mr. James Arthur WATKINS as an Independent Non-executive Director of the third session of the Board		
(1K)	Appointment of Dr. SHEN Weijia as an Independent Non-executive Director of the third session of the Board		

Ordinary Resolutions			
2. To elect the Supervisors for the third session of the Supervisory Committee (i.e.: for the period from 2 March 2010 to 1 March 2013)			
Number	Proposed resolutions	For ⁴	Against ⁴
(2A)	Appointment of Mr. David Siu Kee KIANG as a Shareholder Representative Supervisor of the third session of the Supervisory Committee		
(2B)	Appointment of Mr. SHEN Qitang as a Shareholder Representative Supervisor of the third session of the Supervisory Committee		
(2C)	Appointment of Mr. SUN Biyuan as a Shareholder Representative Supervisor of the third session of the Supervisory Committee		
(2D)	Appointment of Ms. CHEN Yan as a Shareholder Representative Supervisor of the third session of the Supervisory Committee		
(2E)	Appointment of Mr. GUO Yiwu as a Shareholder Representative Supervisor of the third session of the Supervisory Committee		
3. To approve the Standard Service Contracts for the third session of the Board and Supervisory Committee			
4. To approve the Remunerations for the third session of the Board and Supervisory Committee			

Signature(s): _____

Date: _____

Notes:

1. 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).
2. Please insert the full name(s) and address(es) in BLOCK LETTERS.
3. 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 at the EGM provided that such proxies must attend the EGM in person or on your behalf. Any alteration made to this proxy form must be signed by the signatory.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“√”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE BOX MARKED “AGAINST”.** If no direction is given, the proxy is entitled to vote for or against the resolutions at his/her own discretion.
5. 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 Rooms 1806-1807, 18th 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, the PRC.