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Advanced Semiconductor Manufacturing Corporation Limited

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

(Stock Code: 3355)

Number of Shares related to this proxy form¹

Proxy Form for the Extraordinary General Meeting

I(We)² _____

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 appoint³ _____

(I.D. No.: _____ of _____)/
the chairman of the EGM 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 ("EGM") to be held at 10:00 a.m. on 29 January 2007 at Chen Xing Hall, 3rd Floor, Galaxy Hotel, No. 888, West Zhong Shan Road, Shanghai, the People's Republic of China 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 Resolution			
1. To elect the second session of the board of Directors of the Company			
Number	Proposed resolution	Votes For	Votes Against
1A	Appointment of Mr. Tony Youhai LIU as an executive Director of the second session of the board of Directors		
1B	Appointment of Ms. CHENG Jianyu as an executive Director of the second session of the board of Directors		
1C	Appointment of Mr. RUAN Yanhua as a non-executive Director of the second session of the board of Directors		
1D	Appointment of Mr. ZHU Jian as a non-executive Director of the second session of the board of Directors		
1E	Appointment of Mr. Petrus Antonius Maria VAN BOMMEL as a non-executive Director of the second session of the board of Directors		
1F	Appointment of Mr. Ajit MANOCHA as a non-executive Director of the second session of the board of Directors		
1G	Appointment of Mr. ZHU Peiyi as a non-executive Director of the second session of the board of Directors		
1H	Appointment of Mr. XIAO Yongji as a non-executive Director of the second session of the board of Directors		
1I	Appointment of Mr. Thaddeus Thomas BECZAK as an independent non-executive Director of the second session of the board of Directors		
1J	Appointment of Mr. James Arthur WATKINS as an independent non-executive Director of the second session of the board of Directors		
1K	Appointment of Mr. SHEN Weijia as an independent non-executive Director of the second session of the board of Directors		
2. To elect the second session of the Supervisory Committee of the Company			
Number	Proposed resolution	Votes For	Votes Against
2A	Appointment of Mr. Anthony LEAR as a Shareholders Representative Supervisor of the second session of the Supervisory Committee		
2B	Appointment of Mr. MANG Waikin as a Shareholders Representative Supervisor of the second session of the Supervisory Committee		
2C	Appointment of Mr. SHEN Qitang as a Shareholders Representative Supervisor of the second session of the Supervisory Committee		
2D	Appointment of Mr. YANG Yanhui as a Shareholders Representative Supervisor of the second session of the Supervisory Committee		
2E	Appointment of Ms. WANG Xiangqun as a Shareholders Representative Supervisor of the second session of the Supervisory Committee		
2F	Appointment of Mr. GUO Yiwu as a Shareholders Representative Supervisor of the second session of the Supervisory Committee		
3. To approve the Standard Service Contracts for the second session of the board of Directors and Supervisory Committee			
4. To approve the Remuneration for the second session of the board of Directors and Supervisory Committee			

Signature(s): _____

Date: _____

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 form of 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. 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.