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earnings per share of NT\$2.33.

2. Approved a proposal for distribution of 2003 profits :
 - (1) A dividend of NT\$2 per share will be proposed to the common shareholders, including a stock dividend of NT\$1.4 per share and a cash dividend of NT\$0.6 per share.
 - (2) Cash dividends of NT\$184 million will be proposed to the Preferred A shareholders.
 - (3) Employees' profit sharing will be distributed in both stock and cash. Profit sharing will amount to NT\$2,726 million distributed in stock at par value and NT\$681 million distributed in cash.
 - (4) After the distribution, the Company's paid-in capital will be increased from NT\$202,666,189,840 to NT\$233,765,970,050.
3. Approved the 2004 R&D Projects and Sustaining Capital Appropriation of NT\$6,188 million.
4. Approved a capital appropriation in the amount of US\$311 million for expanding the capacity of 90nm copper process lines of Fab 12 (Phase II).
5. Approved scheduling of the 2004 Regular Shareholders' Meeting for 9:30 a.m. on May 11, 2004 at the Auditorium in the Activity Center of the Hsinchu Science Park.
6. Approved the promotion of Mr. P. H. Chang as Vice President of Human Resources for TSMC.

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TSMC Spokesperson:

Ms. Lora Ho

Vice President and CFO

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This is to report Board of Directors of Taiwan Semiconductor Manufacturing Company Ltd. approved scheduling of the 2004 Regular Shareholders' Meeting for 9:30 a.m. on May 11, 2004 at the Auditorium in the Activity Center of the Hsinchu Science Park. Meeting Agenda is as follows:

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I. Report Items

- 1.To report the business of 2003
- 2.Supervisors' review report
- 3.To report the status of acquisition or disposal of assets with related parties for 2003
- 4.To report the status of guarantee provided by TSMC as of the end of 2003

II. Proposed Resolutions

- 1.To accept 2003 Business Report and Financial Statements
- 2.To approve the proposal for distribution of 2003 profits
- 3.To approve the capitalization of 2003 dividends and employee profit sharing

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Taiwan Semiconductor Manufacturing Company Ltd.

Date: February 17, 2004

By /s/ Lora Ho

Lora Ho
Vice President & Chief Financial Officer