

TAIWAN SEMICONDUCTOR MANUFACTURING CO LTD

Form 6-K

August 26, 2004

1934 Act Registration No. 1-14700

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16 OF
THE SECURITIES EXCHANGE ACT OF 1934**

For the month of August 2004

Taiwan Semiconductor Manufacturing Company Ltd.

(Translation of Registrant's Name Into English)

**No. 8, Li-Hsin Rd. 6,
Hsinchu Science Park,
Taiwan**

(Address of Principal Executive Offices)

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

Form 20-F

Form 40-F

(Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes

No

(If "Yes" is marked, indicated below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82: _____.)

Taiwan Semiconductor Manufacturing Company Limited

For the month of August 2004

This is to report 1) the changes in the shareholding of our directors, supervisors, executive officers and shareholders who own more than 10% of total outstanding common shares of Taiwan Semiconductor Manufacturing Company Ltd. (The Company; TSMC (NYSE:TSM)); 2) the pledge and clear of pledge of TSMC common shares by our directors, supervisors, executive officers and shareholders who own more than 10% of total outstanding common shares of TSMC; 3) the acquisition of assets by TSMC and 4) the disposition of assets by TSMC for the month of July 2004.

- 1) The changes in the shareholding of our directors, supervisors, executive officers and shareholders who own more than 10% of total outstanding common shares:

| Title | Name | Number of shares held as of June 30, 2004 | Number of shares held as of July 31, 2004 | Changes |
|----------------------------------|------------------|--|--|----------------|
| Chairman & CEO | Morris Chang | 122,193,152 | 122,293,152 | 100,000 |
| Director, President & COO | Rick Tsai | 25,834,756 | 25,704,756 | 130,000 |
| Vice President | Mark Liu | 10,017,631 | 9,997,631 | 20,000 |
| Vice President | Genda Hu | 2,427,879 | 2,409,879 | 18,000 |
| Vice President & General Counsel | Richard Thurston | 1,882,094 | 1,802,094 | 80,000 |
| Senior Director | L.C. Tu | 7,654,026 | 7,651,026 | 3,000 |

- 2) The pledge and clear of pledge of TSMC common shares by our directors, supervisors, executive officers and shareholders who own more than 10% of total outstanding common shares:

| Title | Name | Date of plage or clear of pledge | Accumulated number of common shares pledged as of July 31, 2004 |
|----------------------------------|------------------|---|--|
| Vice President & General Counsel | Richard Thurston | 7/14/2004 | 0 |

- 3) The acquisition of assets:

| Description of assets | Purchase price |
|---|-----------------------|
| Machinery Equipment | NT\$11,743,037,126 |
| Facility and engineering equipment | NT\$882,604,181 |
| WFS Financial Owner Trust-Asset Backed Securities | US\$8,961,655.99 |
| INVESCO R.O.C. Bond Fund | NT\$350,000,000 |

- 4) The disposition of assets:

Description of assets

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ABN AMRO Bond Fund
JF (Taiwan) First Bond Fund

NT\$950,000,000
NT\$350,000,000

1/1

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: August 26, 2004

By /s/ Lora Ho
Lora Ho
Vice President & Chief Financial Officer