

TAIWAN SEMICONDUCTOR MANUFACTURING CO LTD

Form 6-K

January 25, 2005

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 January 2005

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 December 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 December 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:

<i>Title</i>	<i>Name</i>	<i>Number of shares held as of November 30, 2004</i>	<i>Number of shares held as of December 31, 2004</i>	<i>Changes</i>
Director & Deputy CEO	F. C. Tseng	40,371,167	40,141,167	-230,000
Director, President & COO	Rick Tsai	24,967,273	24,737,273	-230,000
Senior Vice President	Quincy Lin	27,020,107	27,000,107	-20,000
Senior Vice President	S.Y. Chiang	13,338,391	13,318,391	-20,000
Senior Vice President	Kenneth Kin	3,201,256	2,981,256	-220,000
Vice President	C. C. Wei	5,253,702	5,118,702	-135,000
Vice President	Mark Liu	9,537,631	9,427,631	-110,000
Vice President	Genda Hu	2,274,879	2,207,879	-67,000
Vice President	J. B. Chen	6,691,916	6,591,916	-100,000
Vice President	Ping Yang	5,874,686	5,644,686	-230,000
Vice President & General Counsel	Richard Thurston	1,612,094	1,572,094	-40,000
Vice President & CFO	Lora Ho	3,013,487	2,930,487	-83,000
Senior Director	L.C. Tu	7,537,026	7,435,026	-102,000
Senior Director	Jan Kees van Vliet	758,015	708,015	-50,000

- 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: None.

- 3) The acquisition of assets:

<i>Description of assets</i>	<i>Purchase price</i>
Machinery Equipment	NT\$2,888,919,407.00
MORGAN STANLEY-Corp Bonds	US\$11,747,102.66
CREDIT SUISSE FB USA INC-Corp Bonds	US\$10,207,014.79
GENERAL ELEC CAP CORP-Corp Bonds	US\$12,068,339.69
COUNTRYWIDE HOME EQUITY LOAN TRUST-ABS	US\$10,500,000.00

4) The disposition of assets: None.

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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: January 25, 2005

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