

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

**SCHEDULE 13G
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO.3)***

CHARTERED SEMICONDUCTOR MANUFACTURING LTD

(Name of Issuer)

ORDINARY SHARES, S\$0.26 PAR VALUE

(Title of Class of Securities)

16133R106

(CUSIP Number)

December 31, 2002

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which Schedule is
filed:

Rule 13d-1 (b)

Rule 13d-1 (c)

Rule 13d-1 (d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G

CUSIP No. 16133R106

1 NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

 TEMASEK HOLDINGS (PRIVATE) LIMITED

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

 REPUBLIC OF SINGAPORE

5

SOLE VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

 6 SHARED VOTING POWER
 1,510,324,883**

 7 SOLE DISPOSITIVE POWER

 8 SHARED DISPOSITIVE POWER
 1,510,324,883**

 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 1,510,324,883**

 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []

 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
 60.5% AS AT JANUARY 31, 2003

 12 TYPE OF PERSON REPORTING*
 HC

* SEE INSTRUCTIONS BEFORE FILLING OUT

** SEE ITEM 4 OF SCHEDULE

SCHEDULE 13G

CUSIP No. 16133R106

1 NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
 SINGAPORE TECHNOLOGIES PTE LTD

 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
 (b) []

 3 SEC USE ONLY

 4 CITIZENSHIP OR PLACE OF ORGANIZATION
 REPUBLIC OF SINGAPORE

 5 SOLE VOTING POWER

NUMBER OF SHARES	898,409,073**
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	-----
6	SHARED VOTING POWER
	611,915,810**

7	SOLE DISPOSITIVE POWER
	898,409,073**

8	SHARED DISPOSITIVE POWER
	611,915,810**

9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	1,510,324,883**

10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []

11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
	60.5% AS AT JANUARY 31, 2003

12	TYPE OF PERSON REPORTING*
	CO

* SEE INSTRUCTIONS BEFORE FILLING OUT

** SEE ITEM 4 OF SCHEDULE

SCHEDULE 13G

CUSIP No. 16133R106

1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
	SINGAPORE TECHNOLOGIES SEMICONDUCTORS PTE LTD

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
	(b) []

3	SEC USE ONLY

4	CITIZENSHIP OR PLACE OF ORGANIZATION
	REPUBLIC OF SINGAPORE

	5	SOLE VOTING POWER	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH			611,915,810**
	6	SHARED VOTING POWER	
	7	SOLE DISPOSITIVE POWER	
			611,915,810**
	8	SHARED DISPOSITIVE POWER	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
			611,915,810**
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
			24.5% AS AT JANUARY 31, 2003
12	TYPE OF PERSON REPORTING*		
			HC

* SEE INSTRUCTIONS BEFORE FILLING OUT
** SEE ITEM 4 OF SCHEDULE

This Schedule 13G filing amends and restates in its entirety the Schedule 13G filed on February 14, 2002.

ITEM 1(a). NAME OF ISSUER

The name of the issuer is Chartered Semiconductor Manufacturing Ltd, a company organized under the laws of the Republic of Singapore (the "Issuer").

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

The principal executive offices of the Issuer are located at 60 Woodlands Industrial Park D, Street 2, Singapore 738406.

ITEM 2(a). NAME OF PERSON FILING

The persons filing this Statement are (i) Temasek Holdings (Private) Limited ("Temasek"), a company organized under the laws of the Republic of Singapore, (ii) Singapore Technologies Pte Ltd, a company organized under the laws of the Republic of Singapore ("Singapore Technologies") and a wholly owned subsidiary of Temasek and (iii) Singapore Technologies Semiconductors Pte Ltd ("Singapore Technologies Semiconductors"), a company organized under the laws of the Republic of Singapore and a wholly owned subsidiary of Singapore Technologies.

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE

The address of the principal business office of Temasek is 60B Orchard Road #06-18 Tower 2 The Atrium@Orchard, Singapore 238891. The address of the principal business office of Singapore Technologies is 51 Cuppage Road #09-01 StarHub Centre, Singapore 229469. The address of the principal business office of Singapore Technologies Semiconductors is 51 Cuppage Road #09-01 StarHub Centre, Singapore 229469.

ITEM 2(c). CITIZENSHIP

Temasek, Singapore Technologies and Singapore Technologies Semiconductors are all companies organized under the laws of the Republic of Singapore.

ITEM 2(d). TITLE OF CLASS OF SECURITIES

This information statement relates to the Ordinary Shares, S\$0.26 par value per share, of the Issuer (the "Ordinary Shares").

ITEM 2(e). CUSIP NUMBER

The CUSIP number of the Ordinary Shares is 16133R106.

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b), OR 13d-2(b), CHECK WHETHER THE PERSON FILING IS A:

Not applicable.

ITEM 4. OWNERSHIP

a) Amount beneficially owned:

Singapore Technologies directly owns 898,409,073 Ordinary Shares. As noted in Item 2(a) above, Singapore Technologies is wholly owned by Temasek and therefore Temasek may be deemed to beneficially own the Ordinary Shares directly owned by Singapore Technologies. The filing of this Statement, however, should not be construed as an admission that Temasek is, for purposes of Section 13(g) of the Act, the beneficial owner of any of the Ordinary Shares directly owned by Singapore Technologies.

Singapore Technologies Semiconductors directly owns 611,915,810 Ordinary Shares. As noted in Item 2(a) above, Singapore Technologies Semiconductors is wholly owned by Singapore Technologies, which, in turn, is wholly owned by Temasek and therefore Singapore Technologies and Temasek may be deemed to beneficially own the Ordinary Shares directly owned by Singapore Technologies Semiconductors. The filing of this Statement, however, should not be construed as an admission that Temasek is, for purposes of Section 13(g) of the Act, the beneficial owner of any of the Ordinary Shares directly owned by Singapore Technologies Semiconductors. Nor should the filing of this statement be construed as an admission that Singapore Technologies is, for purposes of Section 13(g) of the Act, the beneficial owner of any of the Ordinary Shares directly owned by Singapore Technologies Semiconductors.

As described above, Temasek may be deemed to beneficially own 1,510,324,883 Ordinary Shares.

(b) Percent of class:

The Ordinary Shares that may be deemed to be beneficially owned by Temasek and Singapore Technologies constitute approximately 60.5% of the Ordinary Shares outstanding as at January 31, 2003.

The Ordinary Shares directly owned by Singapore Technologies constitute approximately 35.98% of the Ordinary Shares outstanding as at January 31, 2003.

The Ordinary Shares directly owned by Singapore Technologies Semiconductors constitute approximately 24.5% of the Ordinary Shares outstanding as at January 31, 2003.

(c) Number of shares as to which such person has:

With respect to the shared power to vote, or to direct the vote, and to dispose, or to direct the disposition of, Ordinary Shares please see Item 4(a) above regarding qualifications as to beneficial ownership.

(i) Sole power to vote or to direct the vote

Singapore Technologies: 898,409,073 Ordinary Shares Singapore Technologies Semiconductors: 611,915,810 Ordinary Shares

(ii) Shared power to vote or to direct the vote

Temasek: 1,510,324,883 Ordinary Shares Singapore Technologies: 611,915,810 Ordinary Shares

(iii) Sole power to dispose or to direct the disposition

Singapore Technologies: 898,409,073 Ordinary Shares Singapore Technologies Semiconductors: 611,915,810 Ordinary Shares

(iv) Shared power to dispose or to direct the disposition of

Temasek: 1,510,324,883 Ordinary Shares Singapore Technologies: 611,915,810 Ordinary Shares

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Not applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10. CERTIFICATIONS

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

TEMASEK HOLDINGS (PRIVATE) LIMITED

February 14, 2003

/s/ NG LAI CHENG

Name: Ng Lai Cheng
Title: Company Secretary

SINGAPORE TECHNOLOGIES PTE LTD

February 14, 2003

/s/ CHUA SU LI

Name: Chua Su Li
Title: Company Secretary

**SINGAPORE TECHNOLOGIES SEMICONDUCTORS PTE
LTD**

February 14, 2003

/s/ CHUA SU LI

Name: Chua Su Li
Title: Company Secretary