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**SEMICONDUCTOR MANUFACTURING INTERNATIONAL
CORPORATION**

中 芯 國 際 集 成 電 路 製 造 有 限 公 司 *

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 981)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING
HELD ON 1 JUNE 2020**

The Company announces that the proposed resolutions set out in the notice of the EGM were duly passed by the Shareholders by way of poll at the EGM held on 1 June 2020.

Reference is made to the circular of the Company dated 9 May 2020 (the “**Circular**”) in relation to, among other things, the following:

- (1) the RMB Share Issue and the Specific Mandate;
- (2) the authorisation to the Board to exercise full powers to deal with matters relating to the RMB Share Issue;
- (3) the plan for distribution of profits accumulated before the RMB Share Issue;
- (4) the policy for stabilisation of the price of the RMB Shares for the three years after the RMB Share Issue;
- (5) the profits distribution policy and the dividend return plan for the three years after the RMB Share Issue;
- (6) the use of proceeds from the RMB Share Issue;
- (7) the remedial measures for the potential dilution of immediate returns by the RMB Share Issue;
- (8) the undertakings and the corresponding binding measures in connection with the RMB Share Issue;
- (9) the adoption of policy governing the procedures for the holding of general meetings;
- (10) the adoption of policy governing the procedures for the holding of Board meetings;
- (11) the amendments to the Memorandum and Articles of Association; and
- (12) the notice of the EGM.

Unless otherwise specified, capitalised terms used herein shall have the same meanings as defined in the Circular.

POLL RESULTS OF THE EGM

The Company announces that the proposed resolutions set out in the notice of the EGM contained in the Circular were duly passed by the Shareholders by way of poll at the EGM held on 1 June 2020.

As at the date of the EGM, the total number of Shares in issue was 5,450,803,226 Shares. The Shareholders and authorised proxies holding an aggregate of 5,372,699,002 Shares, representing 98.57% of the total Shares in issue were present at the commencement of the EGM.

As at the date of the EGM:

- (1) the total number of Shares entitling the holders to attend and vote for or against the ordinary resolutions numbered 1 to 10 at the EGM was 5,450,803,226 Shares;
- (2) the total number of Shares entitling the holders to attend and vote for or against the special resolution numbered 11 at the EGM was 5,450,803,226 Shares;
- (3) the number of Shares entitling the holders to attend the EGM and abstain from voting in favour of the proposed resolutions (including the ordinary resolutions numbered 1 to 10 and the special resolution numbered 11) as set out in Rule 13.40 of the Listing Rules at the EGM was nil.

Subject to the requirements of the Stock Exchange, there were no restrictions on the Shareholders to cast votes on any of the proposed resolutions at the EGM. No party stated its intention in the Circular to vote against any resolutions or to abstain from voting on any of the proposed resolutions at the EGM and there are no Shareholders that are required under the Listing Rules to abstain from voting.

The number of Shares represented by votes for and against the respective resolution at the EGM was as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		FOR	AGAINST
1.	To consider and approve the RMB Share Issue and the Specific Mandate (including but not limited to the particulars as set out in the section headed “Resolution on the RMB Share Issue and the Specific Mandate” in the Circular).*	2,021,029,128 98.13%	38,423,367 1.87%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.			
2.	To consider and approve the authorisation to the Board to exercise full powers to deal with matters relating to the RMB Share Issue (including but not limited to the particulars as set out in the section headed “Resolution on Authorisation to the Board to Exercise Full Powers to Deal with Matters Relating to the RMB Share Issue” in the Circular).	2,010,921,879 98.13%	38,415,067 1.87%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.			

3.	To consider and approve the plan for distribution of profits accumulated before the RMB Share Issue (including but not limited to the particulars as set out in the section headed “Resolution on the Plan for Distribution of Profits Accumulated before the RMB Share Issue” in the Circular).	2,010,922,079 98.13%	38,414,867 1.87%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.			
4.	To consider and approve the policy for stabilisation of the price of the RMB Shares for the three years after the RMB Share Issue in the form as set forth in Appendix I to the Circular.	2,010,676,079 98.13%	38,414,867 1.87%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.			
5.	To consider and approve the profits distribution policy and the dividend return plan for the three years after the RMB Share Issue in the form as set forth in Appendix II to the Circular.	2,014,493,683 98.31%	34,597,263 1.69%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.			
6.	To consider and approve the use of proceeds from the RMB Share Issue (including but not limited to the particulars as set out in the section headed “Resolution on the Use of Proceeds from the RMB Share Issue” in the Circular).	2,014,493,483 98.31%	34,597,463 1.69%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.			
7.	To consider and approve the remedial measures for the potential dilution of immediate returns by the RMB Share Issue in the form as set forth in Appendix III to the Circular.	2,010,676,079 98.13%	38,414,867 1.87%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.			
8.	To consider and approve the undertakings and the corresponding binding measures in connection with the RMB Share Issue in the form as set forth in Appendix IV to the Circular which will become effective on the date of the listing of the RMB Shares on the Sci-Tech Board.	2,010,675,879 98.13%	38,415,067 1.87%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.			

9.	To consider and approve the adoption of policy governing the procedures for the holding of general meetings in the form as set forth in Appendix VI to the Circular which will become effective on the date of the listing of the RMB Shares on the Sci-Tech Board.	2,014,493,483 98.31%	34,597,463 1.69%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.			
10.	To consider and approve the adoption of policy governing the procedures for the holding of Board meetings in the form as set forth in Appendix VII to the Circular which will become effective on the date of the listing of the RMB Shares on the Sci-Tech Board.	2,014,493,483 98.31%	34,597,463 1.69%
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.			
SPECIAL RESOLUTION		FOR	AGAINST
11.	To consider and approve the amendments to the Memorandum and Articles of Association as set forth in Appendix V to the Circular and the adoption of the amended and restated Memorandum and Articles of Association.*	2,014,493,683 98.31%	34,597,263 1.69%
As more than 75% of the votes were cast in favour of the resolution, the resolution was duly passed.			

** The full text of the resolutions above is set out in the Notice of EGM contained in the Circular.*

Computershare Hong Kong Investor Services Limited, Hong Kong share registrar of the Company, acted as the scrutineer for the vote-taking at the EGM. The work performed by Computershare Hong Kong Investors Services Limited did not include provision of any assurance or advice on matters of legal interpretation or legal entitlement to vote.

By order of the Board
Semiconductor Manufacturing International Corporation
Gao Yonggang
Executive Director, Chief Financial Officer and Joint Company Secretary

Shanghai, PRC
1 June 2020

As at the date of this announcement, the directors of the Company are:

Executive Directors

ZHOU Zixue (*Chairman*)

ZHAO Haijun (*Co-Chief Executive Officer*)

LIANG Mong Song (*Co-Chief Executive Officer*)

GAO Yonggang (*Chief Financial Officer and Joint Company Secretary*)

Non-executive Directors

CHEN Shanzhi

ZHOU Jie

REN Kai

LU Jun

TONG Guohua

Independent Non-executive Directors

William Tudor BROWN

CONG Jingsheng Jason

LAU Lawrence Juen-Yee

FAN Ren Da Anthony

YOUNG Kwang Leei

** For identification purposes only*