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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 THE ANNUAL GENERAL MEETING  
HELD ON 25 JUNE 2021  
AND  
CHANGE OF AUDITORS**

The Company announces that the proposed resolutions set out in the notice of the AGM were duly passed by the Shareholders by way of poll at the AGM held on 25 June 2021.

Reference is made to the circular of the Company dated 26 May 2021 (the “**Circular**”) in relation to, among other things, the following:

- (1) re-election of Directors;
- (2) proposed appointment of auditors of the Company;
- (3) proposal on distribution for the year 2020;
- (4) proposed general mandate to issue and repurchase Shares; and
- (5) the notice of the annual general meeting of the Company (the “**AGM**”).

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

**POLL RESULTS OF THE AGM**

The Company is pleased to announce that at the AGM held on 25 June 2021, all the proposed resolutions set out in the notice of AGM contained in the Circular were duly passed by the Shareholders by way of poll.

As at the date of the AGM, the total number of Shares in issue was 7,900,780,131 Shares (including 5,962,317,131 Hong Kong Shares listed on the Hong Kong Stock Exchange and 1,938,463,000 RMB Shares listed on the STAR Market, which are subscribed for in RMB by investors in the PRC). The number of Shares entitling the holders to attend and abstain from voting in favour as set out in rule 13.40 of the Hong Kong Listing Rules at the AGM 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 AGM. No party stated its intention in the Circular to vote against any resolutions or to abstain from voting on any resolutions at the AGM and there are no Shareholders that are required under the Hong Kong Listing Rules to abstain from voting.

As at the date of the AGM:

Number of Shareholders and authorised proxies attending the AGM	131
including: number of Shareholders holding RMB Shares	127
number of Shareholders holding Hong Kong Shares	4
Total number of Shares with voting rights held by Shareholders attending the AGM	2,282,783,653
including: total number of RMB Shares	462,741,948
total number of Hong Kong Shares	1,820,041,705
Percentage of total number of Shares with voting rights held by Shareholders attending the AGM (%)	28.893143
including: percentage of total number of RMB Shares (%)	5.856915
percentage of total number of Hong Kong Shares (%)	23.036228

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

ORDINARY RESOLUTIONS		No. of Votes (%)		
		FOR	AGAINST	ABSTAIN
1.	To receive and consider the 2020 annual report of the Company (including the audited consolidated financial statements and the reports of the directors of the Company (“Director(s)”) and the auditors of the Company for the year ended 31 December 2020.	2,280,522,352 99.900941 %	178,799 0.007833%	2,082,502 0.091226%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
2.	To consider and approve the following:			
2.1	To re-elect Dr. Chiang Shang-Yi as an executive Director.	2,274,038,867 99.616924%	7,785,786 0.341066%	959,000 0.042010%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
2.2	To re-elect Dr. Zhao Haijun as an executive Director.	2,281,665,067 99.950999%	160,086 0.007013%	958,500 0.041988%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
2.3	To re-elect Dr. Chen Shanzhi as a non-executive Director.	2,274,040,067 99.616977%	7,785,086 0.341035%	958,500 0.041988%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
2.4	To re-elect Mr. Huang Dengshan as a non-executive Director.	2,273,853,681 99.608812%	7,971,472 0.349200%	958,500 0.041988%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
2.5	To re-elect Mr. Lu Guoqing as a non-executive Director.	2,274,040,067 99.616977%	7,785,086 0.341035%	958,500 0.041988%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
2.6	To re-elect Professor Lau Lawrence Juen-Yee as an independent non-executive Director.	2,273,853,681 99.608812%	7,971,472 0.349200%	958,500 0.041988%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				

2.7	To re-elect Mr. Fan Ren Da Anthony as an independent non-executive Director.	2,224,838,513 97.461646%	56,986,640 2.496366%	958,500 0.041988%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
2.8	To re-elect Dr. Liu Ming as an independent non-executive Director.	2,281,664,567 99.950977%	160,086 0.007013%	959,000 0.042010%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
2.9	To authorize the board of Directors (the “Board”) to fix their remuneration.	2,281,628,867 99.949413%	201,786 0.008840%	953,000 0.041747%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
3.	To consider and approve the appointment of auditors for the year 2021.*	2,280,507,179 99.900276%	183,299 0.008030%	2,093,175 0.091694%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
4.	To consider and approve the proposal for not making distribution for the year 2020.*	2,280,327,317 99.892397%	235,966 0.010337%	2,220,370 0.097266%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
5.	To grant a general mandate to the Board to allot, issue, grant, distribute and otherwise deal with Hong Kong Shares in the Company, not exceeding twenty per cent of the number of issued Hong Kong Shares of the Company at the date of this Resolution.*	2,209,509,764 96.790152%	71,181,499 3.118188%	2,092,390 0.091660%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
6.	To grant a general mandate to the Board to repurchase Hong Kong Shares of the Company, not exceeding ten per cent. of the number of issued Hong Kong Shares of the Company at the date of this Resolution.*	2,272,883,952 99.566332%	7,809,999 0.342126%	2,089,702 0.091542%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				
7.	Conditional on the passing of Resolutions 5 and 6, to authorize the Board to exercise the powers to allot, issue, grant, distribute and otherwise deal with the additional authorized but unissued Hong Kong Shares in the Company repurchased by the Company.*	2,209,519,325 96.790571%	71,169,126 3.117646%	2,095,202 0.091783%
<b>As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.</b>				

\* The full text of the resolutions above is set out in the Notice of the AGM 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 AGM. 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.

## CHANGE OF AUDITORS

As disclosed in the announcement of the Company dated 13 May 2021 and the Circular, (i) PricewaterhouseCoopers and PricewaterhouseCoopers Zhong Tian LLP (collectively referred to as “PwC”) would retire as the auditors of the Company upon expiration of its current term of office at the conclusion of the AGM and (ii) the Board had unanimously resolved, with the recommendation of the audit committee of the Board, that Ernst & Young and Ernst & Young Hua Ming LLP (collectively referred to as “EY”) be proposed to be appointed as the auditors of the Company following the retirement of PwC, subject to the approval by the Shareholders at the AGM. Following the passing of resolution no. 3 at the AGM, the Board is pleased to announce that EY have been appointed as the auditors of the Company with effect from the conclusion of the AGM to hold the office until the conclusion of the next annual general meeting of the Company.

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

Shanghai, PRC  
25 June 2021

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

### **Executive Directors**

ZHOU Zixue (*Chairman*)  
CHIANG Shang-Yi (*Vice Chairman*)  
ZHAO Haijun (*Co-Chief Executive Officer*)  
LIANG Mong Song (*Co-Chief Executive Officer*)  
GAO Yonggang (*Chief Financial Officer and Company Secretary*)

### **Non-executive Directors**

CHEN Shanzhi  
ZHOU Jie  
REN Kai  
HUANG Dengshan  
LU Guoqing

### **Independent Non-executive Directors**

William Tudor BROWN  
LAU Lawrence Juen-Yee  
FAN Ren Da Anthony  
YOUNG Kwang Leei  
LIU Ming

\* *For identification purposes only*