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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 28 JUNE 2023**

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 28 June 2023.

Reference is made to the circular of the Company dated 2 June 2022 (the “**Circular**”) in relation to, among other things, the following:

- (1) re-election of Directors;
- (2) re-appointment of auditors of the Company;
- (3) proposal on profit distribution for the year 2022;
- (4) proposed general mandate to issue and repurchase Shares;
- (5) proposed adoption of the 2024 Equity Incentive Plan;
- (6) proposed adoption of the New Memorandum and Articles of Association;
- (7) proposed amendments to the policy governing the procedures for the holding of general meetings;
- (8) proposed amendments to the policy governing the procedures for the holding of Board meetings;
- (9) proposed RSU Grants; and
- (10) the notice of 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 28 June 2023, all the proposed resolutions set out in the notice of the 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 7,925,524,783 Shares (including 5,968,122,063 Hong Kong Shares listed on the Hong Kong Stock Exchange and 1,957,402,720 RMB Shares listed on the STAR Market).

As at the date of the AGM:

Number of Shareholders and authorised proxies attending the AGM	147
including: number of Shareholders holding RMB Shares	144
number of Shareholders holding Hong Kong Shares	3
Total number of Shares with voting rights held by Shareholders attending the AGM	2,523,060,539
including: total number of RMB Shares	329,998,297
total number of Hong Kong Shares	2,193,062,242
Percentage of total number of Shares with voting rights held by Shareholders attending the AGM (%)	31.834618
including: percentage of total number of RMB Shares with voting rights held by Shareholders (%)	4.163741
percentage of total number of Hong Kong Shares with voting rights held by Shareholders (%)	27.670877

- (1) the total number of Shares entitling the holders to attend and vote for or against all resolutions numbered 1 to 13 (save as for the resolutions numbered 10.3, 10.7, 10.9 and 10.10) at the AGM was 7,925,524,783 Shares;
- (2) the total number of Shares entitling the holders to attend and vote for or against the ordinary resolutions numbered 10.3 at the AGM was 7,925,211,906 Shares;
- (3) the total number of Shares entitling the holders to attend and vote for or against the ordinary resolutions numbered 10.7 at the AGM was 7,925,455,656 Shares; and
- (4) the total number of Shares entitling the holders to attend and vote for or against the ordinary resolutions numbered 10.9 at the AGM was 7,925,494,876 Shares.
- (5) the total number of Shares entitling the holders to attend and vote for or against the ordinary resolutions numbered 10.10 at the AGM was 7,925,507,498 Shares.

As set out in the Circular and in accordance with the Hong Kong Listing Rules, each of Dr. Fan Ren Da Anthony, Mr. Zhang Xin, Mr. Lin Hsin-Fa and Dr. Wang Yong and their associates are required to abstain from voting on their respective resolutions at the AGM to approve the 2023 RSU Grant. As at the date of the AGM, each of Dr. Fan Ren Da Anthony, Mr. Zhang Xin, Mr. Lin Hsin-Fa and Dr. Wang Yong and their associates are interested in 312,877 Hong Kong Shares, 69,127 Hong Kong Shares, 29,907 Hong Kong Shares and 17,285 Hong Kong Shares, respectively, representing approximately 0.0039%, 0.0009 %, 0.0004% and 0.0002% of the total issued share capital of the Company as at the date of the AGM. To the best knowledge of the Company, each of the above-mentioned persons and their respective associates had abstained from voting at the AGM pursuant to the aforesaid arrangements.

Save for the aforementioned, there was no Share requiring the Shareholders to abstain from voting at the AGM under the Hong Kong Listing Rules, and there were no restrictions on any Shareholder casting vote on the resolutions at the AGM. No Shareholder has indicated in the Circular that he/she intends to abstain from voting on or vote against any of the resolutions at the AGM.

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 2022 annual report of the Company (including the audited consolidated financial statements and the reports of the Directors and the auditors of the Company for the year ended 31 December 2022).	2,521,216,431 99.975775 %	610,918 0.024225 %	1,233,190
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				

2.1	To re-elect Dr. Gao Yonggang as an executive Director.	2,483,613,525 98.483600%	38,241,413 1.516400%	1,205,601
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
2.2	To re-elect Dr. Liu Xunfeng as an executive Director.	2,504,157,536 99.298239%	17,697,402 0.701761%	1,205,601
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
2.3	To re-elect Mr. Lu Guoqing as a non-executive Director.	2,498,901,250 99.090402%	22,938,598 0.909598%	1,220,691
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
2.4	To re-elect Mr. Yang Lumin as a non-executive Director.	2,506,149,250 99.377811%	15,690,598 0.622189%	1,220,691
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
2.5	To re-elect Academician Wu Hanming as an independent non-executive Director.	2,521,297,536 99.977897%	557,402 0.022103%	1,205,601
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 re-appointment of auditors for the year 2023.*	2,511,395,546 99.585787%	10,445,792 0.414213%	1,219,201
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 proposal for not making profit distribution for the year 2022.*	2,520,970,919 99.964946%	884,019 0.035054%	1,205,601
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
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.*	2,342,239,480 92.877819%	179,610,740 7.122181%	1,210,319
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
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.*	2,511,247,311 99.579558%	10,602,909 0.420442%	1,210,319
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
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.*	2,342,272,783 92.878944%	179,582,755 7.121056%	1,205,001
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 adoption of the 2024 Equity Incentive Plan and the issue of Shares thereunder.*	2,434,683,485 96.543360%	87,171,453 3.456640%	1,205,601
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
9.1	To approve the proposed grant of 277,500 RSUs to Academician Wu Hanming on 5 September 2022, an independent non-executive Director of the Company, in accordance with the terms of the 2014 Equity Incentive Plan.	2,449,921,301 97.147794%	71,928,337 2.852206%	1,210,901
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
9.2	To authorize any Director(s) of the Company to exercise the powers of the Company to allot and issue the shares of the Company and/or do all such acts on behalf of the Company as he/she may consider necessary, desirable or expedient for the purpose of, or in connection with the implementation and completion of the transactions contemplated pursuant to the proposed RSU grant on 5 September 2022.*	2,449,921,301 97.147794%	71,928,337 2.852206%	1,210,901
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
10.1	To approve the proposed grant of 159,565 RSUs to Dr. Gao Yonggang on 1 April 2023, the chairman of the Board and the executive Director of the Company, in accordance with the terms of the 2014 Equity Incentive Plan.	2,479,195,592 98.308621%	42,654,046 1.691379%	1,210,901
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
10.2	To approve the proposed grant of 92,500 RSUs to Professor Lau Lawrence Juen-Yee on 1 April 2023, the independent non-executive Director of the Company, in accordance with the terms of the 2014 Equity Incentive Plan.	2,449,921,301 97.147794%	71,928,337 2.852206%	1,210,901
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
10.3	To approve the proposed grant of 92,500 RSUs to Dr. Fan Ren Da Anthony on 1 April 2023, the independent non-executive Director of the Company, in accordance with the terms of the 2014 Equity Incentive Plan.	2,449,921,301 97.147794%	71,928,337 2.852206%	1,210,901
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
10.4	To approve the proposed grant of 159,565 RSUs to Dr. Zhao Haijun on 1 April 2023, the co- chief executive officer of the Company, in accordance with the terms of the 2014 Equity Incentive Plan.	2,479,195,592 98.308621%	42,654,046 1.691379%	1,210,901
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				

10.5	To approve the proposed grant of 159,565 RSUs to Dr. Liang Mong Song on 1 April 2023, the co-chief executive officer of the Company, in accordance with the terms of the 2014 Equity Incentive Plan.	2,479,205,489 98.309013%	42,644,148 1.690987%	1,210,902
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
10.6	To approve the proposed grant of 46,482 RSUs to Dr. Wu Junfeng on 1 April 2023, the director of the subsidiary of the Company, in accordance with the terms of the 2014 Equity Incentive Plan.	2,479,195,592 98.308621%	42,654,045 1.691379%	1,210,902
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
10.7	To approve the proposed grant of 45,953 RSUs to Mr. Zhang Xin on 1 April 2023, the director of the subsidiary of the Company, in accordance with the terms of the 2014 Equity Incentive Plan.	2,479,195,592 98.308621%	42,654,045 1.691379%	1,210,902
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
10.8	To approve the proposed grant of 61,062 RSUs to Mr. John Peng on 1 April 2023, the director of the subsidiary of the Company, in accordance with the terms of the 2014 Equity Incentive Plan.	2,479,195,592 98.308621%	42,654,045 1.691379%	1,210,902
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
10.9	To approve the proposed grant of 91,385 RSUs to Mr. Lin Hsin-Fa on 1 April 2023, the director of the subsidiary of the Company, in accordance with the terms of the 2014 Equity Incentive Plan.	2,479,195,592 98.308621%	42,654,045 1.691379%	1,210,902
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
10.10	To approve the proposed grant of 29,312 RSUs to Dr. Wang Yong on 1 April 2023, the director of the subsidiary of the Company, in accordance with the terms of the 2014 Equity Incentive Plan.	2,479,195,592 98.308621%	42,654,045 1.69137%	1,210,902
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
10.11	To authorize any Director(s) of the Company to exercise the powers of the Company to allot and issue the shares of the Company and/or do all such acts on behalf of the Company as he/ she may consider necessary, desirable or expedient for the purpose of, or in connection with the implementation and completion of the transactions contemplated pursuant to the proposed RSU grant on 1 April 2023.*	2,479,195,592 98.309209%	42,638,955 1.690791%	1,225,992
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				

11.	To consider and approve the amendments of policy governing the procedures for the holding of general meetings.*	2,442,795,259 96.864980%	79,060,679 3.135020%	1,204,601
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
12.	To consider and approve the amendments of policy governing the procedures for the holding of Board meetings.*	2,442,795,259 96.864980%	79,060,679 3.135020%	1,204,601
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
SPECIAL RESOLUTION		No. of Votes (%)		
		FOR	AGAINST	ABSTAIN
13.	To consider and approve the adoption of the New Memorandum and Articles of Association.*	2,521,194,720 99.973781%	661,218 0.026219%	1,204,601
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 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 Company currently has 9 Directors, of which 8 Directors were present at the AGM, and the non-executive Director, Mr. Lu Guoqing, was unable to attend the AGM due to other business engagement.

By order of the Board
Semiconductor Manufacturing International Corporation
Company Secretary / Board Secretary
Guo Guangli

Shanghai, PRC
28 June 2023

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

Executive Directors

GAO Yonggang
LIU Xunfeng

Non-executive Directors

LU Guoqing
CHEN Shanzhi
YANG Lumin

Independent Non-executive Directors

LAU Lawrence Juen-Yee
FAN Ren Da Anthony
LIU Ming
WU Hanming

* For identification purposes only