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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)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD
ON 28 JUNE 2024**

**(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CHANGE IN COMPOSITION OF BOARD COMMITTEES**

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 JUNE 2024

The Board is pleased to announce 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 2024.

**(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE
IN COMPOSITION OF BOARD COMMITTEES**

The Board hereby announces that Professor Lau Lawrence Juen-Yee has retired as an independent non-executive Director, and ceased to be a member of each of the audit committee, the compensation committee, the nomination committee and the strategic committee of the Board with effect from the conclusion of the AGM.

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 JUNE 2024

Reference is made to the circular of the Company dated 6 June 2024 (the “Circular”) in relation to, among other things, the following:

- (1) re-election of Directors;
- (2) re-appointment of auditors;
- (3) proposal on profit distribution for the year 2023;

- (4) proposed engagement in hedging business;
- (5) proposed general mandate to issue and repurchase Shares; and
- (6) notice of the annual general meeting.

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

POLL RESULTS OF THE AGM

The Board is pleased to announce that 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 at the AGM held on 28 June 2024.

As at the date of the AGM, the total number of Shares in issue was 7,956,207,028 Shares (including 5,982,597,856 Hong Kong Shares and 1,973,609,172 RMB Shares).

As at the date of the AGM:

Number of Shareholders and authorised proxies attending the AGM	163
including: number of Shareholders holding RMB Shares	161
number of Shareholders holding Hong Kong Shares	2
Total number of Shares with voting rights held by Shareholders attending the AGM	2,723,867,890
including: total number of RMB Shares	589,067,369
total number of Hong Kong Shares	2,134,800,521
Percentage of total number of Shares with voting rights held by Shareholders attending the AGM	34.235760%
including: percentage of total number of RMB Shares with voting rights held by Shareholders	7.403872%
percentage of total number of Hong Kong Shares with voting rights held by Shareholders	26.831888%

As at the date of the AGM, the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the AGM was 7,956,207,028 Shares and the number of Shares entitling to abstain from voting in favour of the resolutions as set out in Rule 13.40 of the Hong Kong Listing Rules was nil.

There was no Share requiring the Shareholders to abstain from voting at the AGM under the Hong Kong Listing Rules. 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.

Computershare Hong Kong Investor Services Limited, Hong Kong share registrar of the Company, acted as the scrutineer for the vote-taking at the AGM.

All Directors of the Company attended the AGM either in person or by electronic means.

The poll results in respect of the respective resolutions at the AGM by number of Shares were as follows:

ORDINARY RESOLUTIONS		No. of Votes (%)		
		FOR	AGAINST	ABSTAIN
1.	To receive and consider the 2023 annual report of the Company (including the audited consolidated financial statements and the reports of the Directors of the Company and the auditors of the Company for the year ended 31 December 2023).	2,723,744,542 99.997381%	71,348 0.002619%	52,000
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. Liu Xunfeng as an executive Director.	2,674,949,212 98.205858%	48,869,178 1.794142%	49,500
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. Chen Shanzhi as a non-executive Director.	2,717,225,351 99.758022%	6,591,039 0.241978%	51,500
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
2.3	To re-elect Dr. Fan Ren Da Anthony as an independent non-executive Director.	2,553,172,671 94.078474%	160,702,852 5.921526%	9,992,367
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 2024. [#]	2,723,665,042 99.994444%	151,348 0.005556%	51,500
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 on profit distribution for the year 2023. [#]	2,723,661,942 99.993155%	186,448 0.006845%	19,500
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 engagement in hedging business by the Company and its subsidiaries. [#]	2,723,716,942 99.995174%	131,448 0.004826%	19,500
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				

ORDINARY RESOLUTIONS		No. of Votes (%)		
		FOR	AGAINST	ABSTAIN
6.	To grant a general mandate to the Board to allot, issue, grant, distribute and otherwise deal with additional Common Shares in the Company (including any sale or transfer treasury Hong Kong Shares), not exceeding 20% of the total number of issued Shares of the Company (excluding any treasury Shares) as at the date of this Resolution. [#]	2,559,500,131 94.311591%	154,376,392 5.688409%	9,991,367
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
7.	To grant a general mandate to the Board to repurchase Hong Kong Shares of the Company, not exceeding 10% of the number of issued Hong Kong Shares of the Company (excluding any treasury Shares) as at the date of this Resolution. [#]	2,723,782,942 99.997561%	66,448 0.002439%	18,500
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				
8.	Conditional on the passing of Resolutions 6 and 7, to extend the mandate granted to the Board to allot, issue, grant, distribute and otherwise deal with additional Hong Kong Shares of the Company (including any sale or transfer treasury Hong Kong Shares), not exceeding the number of Hong Kong Shares repurchased by the Company under the Resolution 7. [#]	2,559,566,231 94.314027%	154,310,292 5.685973%	9,991,367
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.				

[#] The full text of the resolution is set out in the notice of the AGM contained in the Circular.

(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

As disclosed in the Circular, Professor Lau Lawrence Juen-Yee (“**Professor Lau**”) has notified the Board and confirmed that he would not stand for re-election at the AGM. The Board hereby announces that Professor Lau has retired as an independent non-executive Director, and ceased to be a member of each of the audit committee, the compensation committee, the nomination committee and the strategic committee of the Board with effect from the conclusion of the AGM.

Professor Lau has confirmed that he has no disagreement with the Board and there are no other matters relating to his retirement that need to be brought to the attention of the Shareholders of the Company.

Upon the retirement of Professor Lau, the number of members of the audit committee fell below the minimum number required under Rule 3.21 of the Hong Kong Listing Rules. The Company will identify a suitable candidate to fill the vacancy in the audit committee as soon as practicable and within three months after the AGM in order to comply with the relevant requirements of the Hong Kong Listing Rules. The Company will make further announcement(s) as and when appropriate.

The Board would like to express its gratitude to Professor Lau for his valuable contribution to the Board.

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

Shanghai, PRC, 28 June 2024

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

Executive Director

LIU Xunfeng (*Chairman*)

Non-executive Directors

LU Guoqing

CHEN Shanzhi

YANG Lumin

Independent Non-executive Directors

FAN Ren Da Anthony

LIU Ming

WU Hanming

* *For identification purposes only*