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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)

NOTICE OF THE 2021 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (“EGM”) of Semiconductor Manufacturing International Corporation (the “Company”) will be held at Evergreen Laurel Hotel Shanghai at Conference Hall on the 2nd Floor, 1136 Zuchongzhi Road, Pu Dong New Area, Shanghai, People’s Republic of China on 25 June 2021 at 2:20 p.m. (or immediately after the conclusion or adjournment of the 2021 annual general meeting of the Company held at the same place on the same date at 2:00 p.m.) for the purpose of transacting the following businesses:

ORDINARY RESOLUTIONS

To consider and, if thought fit, to pass with or without modification the following ordinary resolutions:

1. “**THAT** the proposal in relation to the 2021 STAR Market Restricted Share Incentive Scheme of the Company (draft) be approved.”
2. “**THAT** the proposal in relation to the Assessment Management Measures for the implementation of the 2021 STAR Market Restricted Share Incentive Scheme of the Company be approved.”
3. “**THAT** the proposal in relation to the authorisation granted by the general meeting to the Board to handle matters related to the 2021 STAR Market Restricted Share Incentive Scheme of the Company be approved.”

4. **“THAT:**

- a. the proposed grant of 400,000 Restricted Shares to Dr. Zhou Zixue, an executive director of the Company, in accordance with the terms of the Scheme, and subject to all applicable laws, rules, regulations and the other applicable documents, be and is hereby approved and confirmed; and
- b. any director(s) of the Company be and is hereby authorised to exercise the powers of the Company to allot and issue new RMB Shares pursuant to the proposed grant of Restricted Shares under the specific mandate granted to the Directors by the Shareholders at the EGM held on 25 June 2021 in accordance with the terms of the Scheme 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 grant of Restricted Shares.”

5. **“THAT:**

- a. the proposed grant of 400,000 Restricted Shares to Dr. Chiang Shang-Yi, an executive director of the Company, in accordance with the terms of the Scheme, and subject to all applicable laws, rules, regulations and the other applicable documents, be and is hereby approved and confirmed; and
- b. any director(s) of the Company be and is hereby authorised to exercise the powers of the Company to allot and issue new RMB Shares pursuant to the proposed grant of Restricted Shares under the specific mandate granted to the Directors by the Shareholders at the EGM held on 25 June 2021 in accordance with the terms of the Scheme 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 grant of Restricted Shares.”

6. **“THAT:**

- a. the proposed grant of 400,000 Restricted Shares to Dr. Zhao Haijun, an executive director of the Company, in accordance with the terms of the Scheme, and subject to all applicable laws, rules, regulations and the other applicable documents, be and is hereby approved and confirmed; and
- b. any director(s) of the Company be and is hereby authorised to exercise the powers of the Company to allot and issue new RMB Shares pursuant to the proposed grant of Restricted Shares under the specific mandate granted to the Directors by the Shareholders at the EGM held on 25 June 2021 in accordance with the terms of the Scheme 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 grant of Restricted Shares.”

7. **“THAT:**

- a. the proposed grant of 400,000 Restricted Shares to Dr. Liang Mong Song, an executive director of the Company, in accordance with the terms of the Scheme, and subject to all applicable laws, rules, regulations and the other applicable documents, be and is hereby approved and confirmed; and
- b. any director(s) of the Company be and is hereby authorised to exercise the powers of the Company to allot and issue new RMB Shares pursuant to the proposed grant of Restricted Shares under the specific mandate granted to the Directors by the Shareholders at the EGM held on 25 June 2021 in accordance with the terms of the Scheme 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 grant of Restricted Shares.”

8. **“THAT:**

- a. the proposed grant of 360,000 Restricted Shares to Dr. Gao Yonggang, an executive director of the Company, in accordance with the terms of the Scheme, and subject to all applicable laws, rules, regulations and the other applicable documents, be and is hereby approved and confirmed; and
- b. any director(s) of the Company be and is hereby authorised to exercise the powers of the Company to allot and issue new RMB Shares pursuant to the proposed grant of Restricted Shares under the specific mandate granted to the Directors by the Shareholders at the EGM held on 25 June 2021 in accordance with the terms of the Scheme 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 grant of Restricted Shares.”

9. **“THAT:**

- a. the proposed grant of 360,000 Restricted Shares to Dr. Zhou Meisheng, a director of subsidiaries of the Company, in accordance with the terms of the Scheme, and subject to all applicable laws, rules, regulations and the other applicable documents, be and is hereby approved and confirmed; and
- b. any director(s) of the Company be and is hereby authorised to exercise the powers of the Company to allot and issue new RMB Shares pursuant to the proposed grant of Restricted Shares under the specific mandate granted to the Directors by the Shareholders at the EGM held on 25 June 2021 in accordance with the terms of the Scheme 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 grant of Restricted Shares.”

10. **“THAT:**

- a. the proposed grant of 320,000 Restricted Shares to Mr. Zhang Xin, a director of subsidiaries of the Company, in accordance with the terms of the Scheme, and subject to all applicable laws, rules, regulations and the other applicable documents, be and is hereby approved and confirmed; and
- b. any director(s) of the Company be and is hereby authorised to exercise the powers of the Company to allot and issue new RMB Shares pursuant to the proposed grant of Restricted Shares under the specific mandate granted to the Directors by the Shareholders at the EGM held on 25 June 2021 in accordance with the terms of the Scheme 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 grant of Restricted Shares.”

11. **“THAT:**

- a. the proposed grant of 160,000 Restricted Shares to Mr. Lin Hsin Fa, a director of subsidiaries of the Company, in accordance with the terms of the Scheme, and subject to all applicable laws, rules, regulations and the other applicable documents, be and is hereby approved and confirmed; and
- b. any director(s) of the Company be and is hereby authorised to exercise the powers of the Company to allot and issue new RMB Shares pursuant to the proposed grant of Restricted Shares under the specific mandate granted to the Directors by the Shareholders at the EGM held on 25 June 2021 in accordance with the terms of the Scheme 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 grant of Restricted Shares.”

12. **“THAT:**

- a. proposed grant of 100,000 Restricted Shares to Dr. Wang Yong, a director of subsidiaries of the Company, in accordance with the terms of the Scheme, and subject to all applicable laws, rules, regulations and the other applicable documents, be and is hereby approved and confirmed; and
- b. any director(s) of the Company be and is hereby authorised to exercise the powers of the Company to allot and issue new RMB Shares pursuant to the proposed grant of Restricted Shares under the specific mandate granted to the Directors by the Shareholders at the EGM held on 25 June 2021 in accordance with the terms of the Scheme 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 grant of Restricted Shares.”

By order of the Board

Semiconductor Manufacturing International Corporation

Gao Yonggang

Executive Director, Chief Financial Officer and Company Secretary

Shanghai, PRC, 8 June 2021

Principal place of business:

18 Zhangjiang Road

Pudong New Area

Shanghai 201203

People's Republic of China

Registered office:

Cricket Square, Hutchins

Drive

P.O. Box 2681,

Grand Cayman KY 1-1111

As at the date of this notice, the Board comprises five executive Directors, namely Dr. Zhou Zixue (Chairman), Dr. Chiang Shang-Yi (Vice Chairman), Dr. Zhao Haijun (Co-Chief Executive Officer), Dr. Liang Mong Song (Co-Chief Executive Officer) and Dr. Gao Yonggang (Chief Financial Officer and Company Secretary); five non-executive Directors, namely Dr. Chen Shanzhi, Mr. Zhou Jie, Mr. Ren Kai, Mr. Huang Dengshan and Mr. Lu Guoging; and five independent non-executive Directors, namely Mr. William Tudor Brown, Professor Lau Lawrence Juen-Yee, Mr. Fan Ren Da Anthony, Dr. Young Kwang Leei and Dr. Liu Ming.

Notes:

1. A member entitled to attend and vote at the EGM convened by the above notice is entitled to appoint a proxy or, if such member is a holder of more than one share, more than one proxy to attend and vote instead of such member. Where a member appoints more than one proxy, the instrument of proxy shall state which proxy is entitled to vote on a poll. A proxy need not be a member of the Company.
2. To be valid, a form of proxy must be delivered to the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the meeting or adjourned meeting (or 24 hours before a poll is taken, if the poll is not taken on the same day as the meeting or adjourned meeting). If a form of proxy is signed under a power of attorney, the power of attorney or other authority relied on to sign it (or an office copy) must be delivered to the Company's Hong Kong share registrar with the form of proxy, except that the power of attorney which has already been registered with the

Company need not be so delivered. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the EGM or any adjournment thereof should he so wish and in such event, the proxy shall be deemed to be revoked.

3. For holders of Shares listed on the Hong Kong Stock Exchange, the register of members of the Company will be closed from 22 June 2021 to 25 June 2021 (both days inclusive), during which period no transfer of Hong Kong Shares in the Company will be registered. In order to qualify for attending and voting at the EGM, all properly completed transfer forms, accompanied by the relevant share certificates must be lodged with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, by no later than 4:30 p.m. on 21 June 2021. All persons who are registered holders of the Hong Kong Shares whose names appear on the register of members of Hong Kong Shares on 25 June 2021 or, registered holders of the RMB Shares whose names appear on the register of members of RMB Shares on 21 June 2021, will be entitled to attend and vote at the EGM. Further announcement will be made by the Company on the website of the SSE regarding the record date and arrangements for holders of Shares listed on the STAR Market of the SSE in accordance with the requirements of the SSE.
4. Shareholders are advised to read the circular of the Company dated 8 June 2021 (the “**Circular**”) which contains information concerning the resolutions to be proposed at the EGM. Unless otherwise indicated, capitalised terms used in this notice shall have the same meanings as ascribed to them in the Circular.
5. The voting at the EGM will be taken by a poll.
6. This notice and the proxy form have also been posted on the websites of the Company and the Hong Kong Stock Exchange respectively.
7. In the event that the containment of the novel coronavirus pneumonia pandemic is still ongoing at the time of the EGM, in order to cooperate with the prevention and control of the pandemic so as to safeguard the health and safety of the Shareholders and the participants of the EGM, at the same time ensuring that the Shareholders may exercise their respective shareholders' rights, the Company reminds the Shareholders who choose to attend the EGM in person that they must comply with the relevant policies and requirements regarding the containment of novel coronavirus pneumonia pandemic. On the way to, from and at the venue of the EGM, please adopt proper personal preventive measures. Upon arrival at the venue of the EGM, please follow the arrangements and guidance of the staff and cooperate with the pandemic prevention and control requirements including, among others, attendee registration, temperature check and wearing of masks.