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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)

**RESIGNATION OF COMPANY SECRETARY
AND
APPOINTMENT OF JOINT COMPANY SECRETARIES
AND
WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE HONG
KONG LISTING RULES**

The board of directors (the **“Board”**) of Semiconductor Manufacturing International Corporation (the **“Company”**), together with its subsidiaries, the **“Group”**) announces that:

I. RESIGNATION OF COMPANY SECRETARY

Dr. Gao Yonggang (**“Dr. Gao”**), the acting chairman of the Board (the **“Acting Chairman”**), an executive director (the **“Executive Director”**), the chief financial officer (the **“CFO”**) and the company secretary of the Company (the **“Company Secretary”**) has resigned as the Company Secretary with effect from 11 November 2021 in order to focus on discharging his duties as the Acting Chairman, the Executive Director and the CFO after the resignation as the Company Secretary.

Dr. Gao has confirmed that he has no disagreement with the Board and that there is no matter in relation to his resignation as the Company Secretary that needs to be brought to the attention of the shareholders of the Company.

II. APPOINTMENT OF JOINT COMPANY SECRETARIES

Ms. Guo Guangli (**“Ms. Guo”**) and Ms. Hoo Mei Fung (**“Ms. Hoo”**) have been appointed as the joint company secretaries of the Company (the **“Joint Company Secretaries”**) with effect from 11 November 2021.

Waiver from Strict Compliance with Rules 3.28 and 8.17 of the Hong Kong Listing Rules

Pursuant to Rule 8.17 of the Rules (the **“Hong Kong Listing Rules”**) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the **“Stock Exchange”**), a listed issuer must appoint a company secretary who meets the requirements under Rule 3.28 of the Hong Kong Listing Rules. Rule 3.28 of the Hong Kong Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience.

Ms. Guo, the board secretary of the Company (the **“Board Secretary”**), is familiar with the operations and the management of the Group. However, Ms. Guo does not possess the relevant qualifications of a company secretary as required under Rules 3.28 and 8.17 of the Hong Kong Listing Rules, her appointment as company secretary alone does not strictly comply with the Hong Kong Listing Rules.

The Company has applied to the Stock Exchange and the Stock Exchange has granted a waiver (the “**Waiver**”) from strict compliance with the relevant requirements under Rules 3.28 and 8.17 of the Hong Kong Listing Rules with respect to the appointment of Ms. Guo as a Joint Company Secretary (the “**Appointment**”). The Waiver is valid for a period of three years commencing from the effective date of Appointment (the “**Waiver Period**”).

The Waiver is granted on the conditions that (1) Ms. Guo must be assisted by Ms. Hoo throughout the Waiver Period; and (2) the Waiver could be revoked if there are material breaches of the Hong Kong Listing Rules by the Company.

Before the end of the Waiver Period, the Company must demonstrate and seek the Stock Exchange’s confirmation that Ms. Guo, having had the benefit of Ms. Hoo’s assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Hong Kong Listing Rules such that a further waiver will not be necessary.

The Stock Exchange may withdraw or change the Waiver if the Company’s situation changes.

Brief biographies of Ms. Guo and Ms. Hoo are set out below.

Ms. Guo Guangli

Ms. Guo, aged 52, has been appointed as the Board Secretary since 11 November 2020 and the vice president of the Company since 1 January 2021. Ms. Guo is a Certified Public Accountant in PRC and obtained Master of Professional Accounting (MPAcc) from the Central University of Finance and Economics. She is a guest tutor of the Central University of Finance and Economics, a distinguished expert of the Financial Management Association of China, and an expert in the financial expert pool of the Ministry of Industry and Information Technology of China.

Prior to joining the Group, Ms. Guo had served as the general manager of the financial department of Datang Telecom Technology Co., Ltd., the member of the Party Committee and chief accountant of Datang Telecom Technology & Industry Group, and concurrently chairman of Datang Telecom Finance Company. Ms. Guo has extensive experience in financial management and capital market investment and financing projects.

Ms. Hoo Mei Fung

Ms. Hoo, aged 57, joined the Company in June 2005 and is the director of board affairs office and compliance officer of the Group. She has more than ten years of experiences in handling company secretarial work and listing matters of the Company. Prior to joining the Group, she had worked in McKinsey & Co. and Pricewaterhouse focusing on accounting and tax advisory matters. She is a member of the Hong Kong Institute of Certified Public Accountants and a member of the Chartered Accountants of Australia and New Zealand. Ms. Hoo obtained her bachelor degree in accounting, finance and economics from the University of Essex, the United Kingdom.

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

Shanghai, PRC
11 November 2021

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

Executive Directors

GAO Yonggang (*Acting Chairman and Chief Financial Officer*)

ZHOU Zixue

ZHAO Haijun (*Co-Chief Executive Officer*)

Non-executive Directors

LU Guoqing

CHEN Shanzhi

HUANG Dengshan

REN Kai

Independent Non-executive Directors

William Tudor BROWN

LAU Lawrence Juen-Yee

FAN Ren Da Anthony

LIU Ming

**For identification purposes only*