

DEFINITIONS

In this document, unless the context otherwise requires, the following terms and expressions shall have the meanings set out below.

“A Share(s)”	ordinary share(s) issued by our Company, with a nominal value of RMB1.00 each, which is/are subscribed for or credited as paid in Renminbi and is/are listed for trading on the Shanghai Stock Exchange STAR Market
“A Shareholder(s)”	holder(s) of the A Share(s)
“Accountants’ Report”	the accountants’ report of our Company, the text of which is set out in Appendix I to this document
“Acting-in-Concert Agreement”	the acting-in-concert agreement dated July 2, 2017, as replaced by the acting-in-concert agreement dated December 25, 2019 and was further renewed on August 2, 2025, entered into among Mr. Yang, Mr. Zhou Yan and Mr. Zhou Fei, details of which are set out in “Relationship with Our Controlling Shareholders Group” in this document
“affiliate(s)”	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC”	Accounting and Financial Reporting Council
“Articles” or “Articles of Association”	the articles of association of our Company, as amended, which shall become effective on the [REDACTED], a summary of which is set out in Appendix V to this document
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Audit Committee”	the audit committee of the Board
“Board” or “Board of Directors”	the board of Directors
“Business Day”	a day on which banks in Hong Kong are generally open for normal business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong
“CAGR”	compound annual growth rate, which is calculated by comparing the starting and ending values over the period and determining the fixed annual rate that would lead from the beginning to the ending value over that time
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Chengdu Xinlianfa”	Chengdu Xinlianfa Electronic Technology Co., Ltd.* (成都市芯聯發電子科技有限公司), a limited liability company established in the PRC on February 9, 2015 and an indirectly wholly-owned subsidiary of our Company

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“China Micro (Beijing)”	Beijing China Micro Xincheng Microelectronics Technology Co., Ltd.* (北京中微芯成微電子科技有限公司), a limited liability company established in the PRC on March 14, 2018 and a wholly-owned subsidiary of our Company
“China Micro (Chongqing)”	China Micro Yuxin (Chongqing) Electronic Technology Co., Ltd.* (中微渝芯(重慶)電子科技有限公司), a limited liability company established in the PRC on July 9, 2020 and a wholly-owned subsidiary of our Company
“China Micro (HK)”	SHENZHEN CHINA MICRO SEMICON CO., LIMITED (中微股份有限公司), a limited liability company incorporated in Hong Kong on September 5, 2008 and a wholly-owned subsidiary of our Company
“China Micro (Shanghai)”	China Micro Huxin (Shanghai) Integrated Circuit Co., Ltd.* (中微滬芯(上海)集成電路有限公司), a limited liability company established in the PRC on September 16, 2020 and a wholly-owned subsidiary of our Company
“China Micro (Shenzhen)”	China Micro Semicon (Shenzhen) Investment Co., Ltd.* (中微半導體(深圳)投資有限公司), a limited liability company established in the PRC on May 30, 2023 and a wholly-owned subsidiary of our Company
“China Micro (Sichuan)”	Sichuan China Micro Xincheng Technology Co., Ltd.* (四川中微芯成科技有限公司), a limited liability company established in the PRC on April 7, 2017 and a wholly-owned subsidiary of our Company
“China Micro Zixin”	China Micro Zixin Technology (Sichuan) Co., Ltd.* (中微資芯科技(四川)有限公司), a limited liability company established in the PRC on February 11, 2026 and a wholly-owned subsidiary of our Company
“China” or “the PRC”	the People’s Republic of China, which only in the context of describing PRC rules, laws, regulations, regulatory authority, and any PRC entities or citizens under such rules, laws and regulations and other legal or tax matters in this document, excludes Taiwan, Hong Kong and the Macau Special Administrative Region of the People’s Republic of China
“close associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Companies Ordinance”	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company Law”	the Company Law of the People’s Republic of China (《中華人民共和國公司法》), as amended, supplemented or otherwise modified from time to time
“Company”, “our Company”, or “the Company”	CHINA MICRO SEMICON (SHENZHEN) LIMITED (中微半導體(深圳)股份有限公司), a joint stock company incorporated in the PRC on June 22, 2001 converted from our predecessor into a joint stock company with limited liability on December 25, 2019, the A Shares of which are listed on the Shanghai Stock Exchange STAR Market (stock code: 688380)

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“Compliance Advisor”	Guoyuan Capital (Hong Kong) Limited (國元融資(香港)有限公司)
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“connected transaction(s)”	has the meaning ascribed thereto under the Listing Rules
“Controlling Shareholder(s)” or “Controlling Shareholders Group”	has the meaning ascribed thereto under the Listing Rules and unless the context requires otherwise, refers to Mr. Yang, Mr. Zhou Yan (周彥), and Mr. Zhou Fei (周飛)
“Corporate Governance Code”	the Corporate Governance Code as set out in Appendix C1 to the Listing Rules
“CSDC”	China Securities Depository and Clearing Corporation Limited (中國證券登記結算有限責任公司)
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of our Company
“EIT”	the PRC enterprise income tax
“EIT Law”	the PRC Enterprise Income Tax Law (《中華人民共和國企業所得稅法》), as amended, supplemented or otherwise modified from time to time
“Extreme Conditions”	means the occurrence of “extreme conditions” as announced by any government authority of Hong Kong due to serious disruption of public transport services, extensive flooding, major landslides, large-scale power outage or any other adverse conditions before Typhoon Signal No. 8 or above is replaced with Typhoon Signal No. 3 or below
[REDACTED]	[REDACTED]
“Frost & Sullivan”	Frost & Sullivan (Beijing) Inc., Shanghai Branch Co., our industry consultant
“Frost & Sullivan Report” or “Industry Report”	the industry report commissioned by us and independently prepared by Frost & Sullivan, summary of which is set forth in the section headed “Industry Overview” in this document
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Group”, “our Group”, “our”, “we”, or “us”	our Company and its subsidiaries, or any one of them as the context may require, and where the context requires, the businesses operated by our Company and/or its subsidiaries and their predecessors (if any)
“Guide for New Listing Applicants”	The Guide for New Listing Applicants, as published by the Stock Exchange on November 29, 2023 and effective on January 1, 2024, as amended or supplemented or otherwise modified from time to time

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[REDACTED]	[REDACTED]
“H Share(s)”	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, which are to be subscribed for and traded in Hong Kong dollars and to be [REDACTED] on the Stock Exchange
“H Shareholder(s)”	holder(s) of the H Share(s)
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Hong Kong dollars” or “HK\$”	Hong Kong dollars and cents respectively, the lawful currency of Hong Kong
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Stock Exchange” or “Stock Exchange”	The Stock Exchange of Hong Kong Limited, a wholly owned subsidiary of Hong Kong Exchanges and Clearing Limited
“[REDACTED]”	[REDACTED]
“[REDACTED]”	[REDACTED]
“IAS”	International Accounting Standards
“IASB”	International Accounting Standards Board
“IFRS” or “IFRS Accounting Standards”	the International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the IASB and the IAS and interpretations issued by the International Accounting Standards Committee (IASC)
“Independent Third Party(ies)”	any person(s) or entity(ies) who, to the best of our Directors’ knowledge, information and belief having made all reasonable enquiries, is/are not a connected person of our Company within the meaning of the Listing Rules

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[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Latest Practicable Date”	March 20, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this document prior to its publication
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Main Board”	the stock market (excluding the option market) operated by the Hong Kong Stock Exchange which is independent from and operated in parallel with the GEM of the Hong Kong Stock Exchange
“MOF” or “Ministry of Finance”	Ministry of Finance of the PRC (中華人民共和國財政部)
“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Yang”	Mr. Yang Yong (楊勇), one of our Controlling Shareholders, our executive Director, chairman of the Board and chief executive officer
“NDRC”	the National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會)
“Nomination Committee”	the nomination committee of our Board
“NPC”	the National People’s Congress of the PRC (中華人民共和國全國人民代表大會)
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

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[REDACTED]	[REDACTED]
“Overseas Listing Trial Measures”	The Trial Measures for the Administration on Overseas Securities Offering and Listing by Domestic Companies (《境內企業境外發行證券和上市管理試行辦法》) promulgated by the CSRC on February 17, 2023, which became effective on March 31, 2023, as amended, supplemented or otherwise modified from time to time
“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC
“PRC Government”	the central government of the PRC and all governmental subdivisions (including provincial, municipal and other regional or local government entities) and instrumentalities thereof or, where the context requires, any of them
“PRC Legal Advisor”	Grandway Law Offices, the legal advisor of our Company as to PRC laws
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Regulation S”	Regulation S under the U.S. Securities Act
“Remuneration and Appraisal Committee”	the remuneration and appraisal committee of our Board
“Reporting Accountants”	BDO Limited, Certified Public Accountants, Hong Kong
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)
“SAT”	the State Taxation Administration of the PRC (中華人民共和國國家稅務總局)
“Securities and Futures Commission” or “SFC”	the Securities and Futures Commission of Hong Kong
“Securities Law”	the Securities Law of the PRC (《中華人民共和國證券法》), as amended, supplemented or otherwise modified from time to time

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“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Shanghai Stock Exchange”	The Shanghai Stock Exchange (上海證券交易所)
“Shanghai Stock Exchange STAR Market”	the Sci-tech Innovation Board of the Shanghai Stock Exchange
“Shanghai Stock Exchange STAR Market Listing Rules”	the Rules Governing the Listing of Stock on the Science and Technology Innovation Board of Shanghai Stock Exchange (《上海證券交易所科創板股票上市規則》), as amended from time to time
“Shanghai-Hong Kong Stock Connect”	a securities trading and clearing links program developed by the Hong Kong Stock Exchange, Shanghai Stock Exchange, HKSCC and CSDC for the establishment of mutual market access between Hong Kong and Shanghai
“Share(s)”	ordinary share(s) in the capital of our Company with a nominal value of RMB1.00 each, including both A Shares and H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Shunwei Xinhua”	Tai’an Shunwei Xinhua Investment Partnership (Limited Partnership)* (泰安順為芯華投資合夥企業(有限合夥))(formerly known as Ningbo Shunwei Xinhua Venture Investment Partnership (Limited Partnership)* (寧波順為芯華創業投資合夥企業(有限合夥)), a limited partnership established in the PRC on December 7, 2018. Shunwei Xinhua was one of our employee share incentive platforms prior to our A Share listing. As of the Latest Practicable Date, its general partner is Mr. Wang Jitong (王繼通) (“ Mr. Wang ”), a former director and former general manager of one of our subsidiary, Zhongshan Lianfa
“Shunwei Zhiyuan”	Ningbo Shunwei Zhiyuan Venture Capital Partnership (Limited Partnership)* (寧波順為至遠創業投資合夥企業(有限合夥)), a limited partnership established in the PRC on December 11, 2018. Shunwei Zhiyuan was one of our employee share incentive platforms prior to our A Share listing. As of the Latest Practicable Date, its sole general partner is Mr. Wang
“Sichuan Xinlianfa”	Sichuan Xinlianfa Electronics Co., Ltd.* (四川芯聯發電子有限公司), a limited liability company established in the PRC on May 11, 2011 and a wholly-owned subsidiary of our Company
“Singapore Changi”	Singapore Changi Technology Pte Ltd., a limited liability company incorporated in Singapore on May 20, 2015 and an indirectly wholly-owned subsidiary of our Company

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[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Sole Sponsor”	China Securities (International) Corporate Finance Company Limited (中信建投(國際)融資有限公司)
“Southbound Trading Link”	the entrustment of China securities houses by China investors to trade shares [REDACTED] on the Stock Exchange within a stipulated range via filing by the securities trading service companies established by the Shanghai Stock Exchange and Shenzhen Stock Exchange with the Stock Exchange
[REDACTED]	[REDACTED]
“State Council”	the State Council of the PRC (中華人民共和國國務院)
“Strategy and Sustainable Development Committee”	the strategy and sustainable development committee of the Board
“subsidiary(ies)”	has the meaning ascribed thereto under the Listing Rules
“substantial shareholder(s)”	has the meaning ascribed thereto under the Listing Rules
“Takeovers Code”	the Code on Takeovers and Mergers and Share Buybacks published by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the financial years ended December 31, 2023, 2024 and 2025
“Transfer Pricing Tax Consultant”	BDO Tax Limited

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“treasury Shares”	Has the meaning ascribed thereto under the Listing Rules. Unless otherwise stated, 1,506,639 repurchased A Shares which are held as treasury Shares by our Company as of the Latest Practicable Date have been included in the total number of issued shares of our Company as of the Latest Practicable Date and immediately after completion of the [REDACTED]
“United States” or “U.S.”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“U.S. dollars”, “US\$” or “USD”	United States dollars, the lawful currency of the United States
“U.S. Securities Act”	the U.S. Securities Act of 1933, as amended, supplemented or otherwise modified from time to time, and the rules and regulations promulgated thereunder
“VAT”	value-added tax
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Zhongshan Lianfa”	Zhongshan Lianfa Micro-Electronic Co., Ltd.* (中山市聯發微電子有限公司), a limited liability company established in the PRC on January 28, 2010 and a wholly-owned subsidiary of our Company
“%”	per cent

Certain amounts and percentage figures included in this document have been subject to rounding. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them.

For ease of reference, the names of Chinese laws and regulations, governmental authorities, institutions, natural persons or other entities (including our subsidiary) have been included in this document in both the Chinese and English languages and in the event of any inconsistency, the Chinese versions shall prevail. English translations of company names and other terms from the Chinese language are provided for identification purposes only.

* For identification purpose only