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This announcement, for which the directors (the "Directors") of the Shanghai Fudan Microelectronics Group Company Limited (the "Company") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the "GEM") for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this document misleading.



上海復旦微電子集團股份有限公司
Shanghai Fudan Microelectronics Group Company Limited*
(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 8102)

NOTICE OF BOARD OF DIRECTORS' MEETING

The board of directors (the "Board") of Shanghai Fudan Microelectronics Group Company Limited (the "Company") hereby announces that a meeting of the Board will be held at Building 4, Lane 127, Guotai Road, Shanghai, the People's Republic of China (the "PRC") on 8 May 2012 at 2:00 p.m. for the following purposes:

- (1) To consider, and if thought fit, to approve the unaudited consolidated first quarterly results of the Company and its subsidiaries for the three months ended 31 March 2012 and approve the draft announcement of the first quarterly results to be published on the websites of the GEM and the Company;
- (2) To consider the payment of dividends, if any;
- (3) To consider the closure of the Register of Members, if necessary; and
- (4) To transact any other business.

By Order of the Board
Shanghai Fudan Microelectronics Group Company Limited*
Jiang Guoxing
Chairman

Shanghai, the PRC, 20 April 2012

As at the date of this announcement, the Company's executive directors are Mr. Jiang Guoxing, Mr. Shi Lei, Mr. Yu Jun, Ms. Cheng Junxia and Mr. Wang Su; non-executive directors are Ms. Zhang Qianling, Mr. He Lixing and Mr. Shen Xiaozu and independent non-executive directors are Mr. Cheung Wing Keung, Mr. Guo Li and Mr. Chen Baoying.

This announcement will remain on the GEM website www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the date of its posting and publish on the Company's website at www.fmsh.com.

** For identification purposes only*