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asmc

ADVANCED SEMICONDUCTOR

GTA SEMICONDUCTOR CO., LTD.

上海積塔半導體有限公司

(A company established in the People's Republic of China with limited liability)

MANUFACTURING CORPORATION LIMITED

上海先進半導體製造股份有限公司

(A foreign invested joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 03355)

JOINT ANNOUNCEMENT

UPDATE REGARDING

**PROPOSED PRIVATISATION OF ASMC BY GTA
BY WAY OF MERGER BY ABSORPTION OF ASMC
UNDER ARTICLE 172 OF THE PRC COMPANY LAW
AT THE CANCELLATION PRICE OF HK\$1.50 PER ASMC H SHARE
AND PER ASMC UNLISTED FOREIGN SHARE OR
RMB1.33 PER ASMC DOMESTIC SHARE**

REVISED EXPECTED TIMETABLE

Financial adviser to GTA



Reference is made to (i) the joint announcement of GTA Semiconductor Co., Ltd. (“GTA”) and Advanced Semiconductor Manufacturing Corporation Limited (“ASMC”) dated 30 October 2018 (the “Joint Announcement”); and (ii) the composite document jointly issued by GTA and ASMC on 27 November 2018 (the “Composite Document”). Unless the context requires otherwise, capitalised terms used in this joint announcement shall have the same meaning as defined in the Joint Announcement and the Composite Document.

REVISED EXPECTED TIMETABLE

ASMC announces that a trading halt application for the ASMC H Shares pending the announcement of the results of the Extraordinary General Meeting and the Independent ASMC H Shareholders Class Meeting will not be made on 11 January 2019 unless the ASMC Board has possessed any unpublished inside information of ASMC.

Accordingly, the expected timetable has been revised accordingly as set out below:

Closure of the Registers for the determination of entitlements of the ASMC Shareholders to attend and vote at the Extraordinary General Meeting and of the Independent ASMC H Shareholders to attend and vote at the Independent ASMC H Shareholders Class Meeting Wednesday, 12 December 2018 to Friday, 11 January 2019

Latest time for lodging forms of proxy in respect of the Extraordinary General Meeting 9:00 a.m. on Thursday, 10 January 2019

Latest time for lodging forms of proxy in respect of the Independent ASMC H Shareholders Class Meeting 10:00 a.m. on Thursday, 10 January 2019

Record date for ASMC Shareholders for the Extraordinary General Meeting and the Independent ASMC H Shareholders Class Meeting Friday, 11 January 2019

Extraordinary General Meeting 9:00 a.m. on Friday, 11 January 2019

Independent ASMC H Shareholders Class Meeting 10:00 a.m. on Friday, 11 January 2019

Announcement of the results of the Extraordinary General Meeting and the Independent ASMC H Shareholders Class Meeting by 7:00 p.m. Friday, 11 January 2019

Expected date for all Conditions to effect the Merger Agreement to be satisfied (or waived, if applicable) Friday, 11 January 2019

Announcement that all the Conditions to effect the
 Merger Agreement are satisfied, including the expected date
 of withdrawal of the ASMC Listing, and details regarding the
 Record Time and closure of the Registers Friday, 11 January 2019

Re-opening of Registers Monday, 14 January 2019

Resumption of trading in ASMC H Shares 9:00 a.m. on Monday,
 14 January 2019

Each of ASMC and GTA notifies its creditors
 and makes a public announcement of the Proposal
 pursuant to the PRC Company Law. Monday, 14 January 2019

Last day for dealings in ASMC H Shares Thursday, 17 January 2019

Latest time for lodging transfers of ASMC H Shares
 in order to qualify for the Cancellation Price/Record Time 4:30 p.m. on Tuesday,
 22 January 2019

Closure of the Registers (until ASMC's
 de-registration occurs) from Wednesday,
 23 January 2019 onwards

Expected date and time of withdrawal of
 ASMC Listing. 9:00 a.m. Friday, 25 January 2019

Announcement that all the Conditions to the implementation
 of the Merger are satisfied (or waived, as applicable) Friday, 25 January 2019

Cheques for payment of the Cancellation Price
 to be despatched on or before within seven Business Days after
 fulfillment (or waiver, if applicable)
 of all the Conditions

End of the period during which creditors may request
 ASMC and GTA to pay off their respective indebtedness or
 provide guarantees Thursday, 28 February 2019

ASMC Shareholders should note that the above revised expected timetable may be subject to further change. In addition, all the Conditions to effect the Merger Agreement have to be fulfilled on or before 29 July 2019 or such later date as mutually agreed between ASMC and GTA, and Conditions to the implementation of the Merger have to be fulfilled (or otherwise waived, as applicable) on or before 31 December 2019 or such later date as mutually agreed between ASMC and GTA. Otherwise, the Merger will lapse. Further announcements will be made in the event that there are any changes.

WARNING

ASMC Shareholders and potential investors should be aware that the Merger is subject to the Conditions as set out in the Joint Announcement and the Composite Document being fulfilled (or waived, as applicable), and thus the Merger may or may not become effective or, if effective, may or may not be implemented. ASMC Shareholders and potential investors should exercise caution when dealing in the ASMC Shares. Persons who are in doubt as to the action they should take should consult their stockbroker, bank manager, solicitor or other professional adviser.

On behalf of the sole executive director of
GTA Semiconductor Co., Ltd.
上海積塔半導體有限公司
Dong Haoran
Executive Director

On behalf of the board of directors of
Advanced Semiconductor Manufacturing Corporation Limited
上海先進半導體製造股份有限公司
Hong Feng
Executive Director

Hong Kong, 7 January 2019

As at the date of this joint announcement, the ASMC Board comprises Mr. Hong Feng as executive director, Mr. Dong Haoran, Mr. David Damian French, Mr. Kang Hui, Mr. Xu Ding, Mr. Yuan Yipei and Mr. Lu Ning as non-executive directors, and Dr. Chen Enhua, Mr. Jiang Shoulei, Dr. Jiang Qingtang and Mr. Pu Hanhu as independent non-executive directors.

The ASMC Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to GTA) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the GTA Director) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the sole director of GTA is Mr. Dong Haoran.

The GTA Director accepts full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to ASMC) and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the ASMC Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date of this joint announcement, the board of directors of Huada comprises Mr. Chen Xu, Ms. Jia Haiying, Mr. Dong Haoran, Mr. Li Rongxin, Mr. Li Jun and Mr. Zhu Lifeng.

The directors of Huada jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to ASMC) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the ASMC Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.