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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)

INSIDE INFORMATION
DETERMINATION OF OFFER SIZE AND OFFER PRICE FOR
PROPOSED RMB SHARE ISSUE UNDER SPECIFIC MANDATE
AND
PROGRESS OF SUBSCRIPTIONS BY CONNECTED PERSONS AS
STRATEGIC INVESTORS UNDER PROPOSED RMB SHARE ISSUE

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements dated 5 May 2020, 1 June 2020, 2 June 2020, 3 June 2020, 19 June 2020, 23 June 2020, 29 June 2020 and 30 June 2020 and the circulars dated 9 May 2020 and 6 June 2020 (the “**Circulars**”) of Semiconductor Manufacturing International Corporation (the “**Company**”) in relation to, among other things, the Company’s proposed RMB Share Issue under the Specific Mandate and the proposed listing of the RMB Shares on the Sci-Tech Board and the proposed subscriptions by connected persons as strategic investors under the proposed RMB Share Issue. Unless otherwise stated, terms defined in the Circulars shall have the same meanings when used in this announcement.

DETERMINATION OF OFFER SIZE AND OFFER PRICE FOR RMB SHARE ISSUE UNDER SPECIFIC MANDATE

The Board is pleased to announce that, following the completion of preliminary price consultations among inquiry targets on 2 July 2020, the Company will initially issue 1,685,620,000 RMB Shares at the offer price of RMB27.46 per RMB Share, representing approximately 23.62% of the total share capital of the Company after the RMB Share Issue (before the exercise of the over-allotment option). The Company has granted an over-allotment option to the joint lead underwriters in respect of such number of RMB Shares not exceeding 15% of that initially issued, if such option is fully exercised, the Company will issue 1,938,463,000 RMB Shares, representing approximately 26.23% of the total share capital of the Company after the RMB Share Issue (after full exercise of the over-allotment option).

The offer price was negotiated and determined by the Company and the joint lead underwriters based on the result of the preliminary price consultations taking into account the fundamentals of the Company, the number of RMB Shares being publicly offered, the industry of the Company, valuations of comparable listed companies, market conditions, needs for the proceeds, underwriting risks and other factors. There will no longer be any cumulative tender price consultation for the offline placement.

For the relevant terms of the proposed RMB Share Issue, please refer to the full text of the Issue Announcement of Semiconductor Manufacturing International Corporation for the Initial Public Offering and Listing of Shares on the Sci-Tech Board (《中芯國際集成電路製造有限公司首次公開發行股票並在科創板上市發行公告》) published by the Company in Chinese only on the website of SSE (www.sse.com.cn) and the HKEXnews website of the Stock Exchange (www.hkexnews.hk) and the website of the Company (www.smics.com) on 6 July 2020.

PROGRESS OF SUBSCRIPTIONS BY CONNECTED PERSONS AS STRATEGIC INVESTORS UNDER THE RMB SHARE ISSUE

Reference is made to the announcements dated 2 June 2020 and 23 June 2020 and the circular dated 6 June 2020 of the Company in relation to the proposed subscriptions by connected persons as strategic investors under the proposed RMB Share Issue. As approved by the 2020 fourth extraordinary general meeting of the Company on 23 June 2020 (both subject to allotment):

- (i) CICT will participate in the proposed RMB Share Issue as a strategic investor by subscribing for RMB Shares under the RMB Share Issue up to an aggregate subscription amount of RMB2,000,000,000; and
- (ii) Shanghai IC Fund will participate in the proposed RMB Share Issue as a strategic investor by subscribing for RMB Shares under the RMB Share Issue up to an aggregate subscription amount of RMB500,000,000.

The Board is pleased to announce that the Company has determined:

- (i) the final number of RMB Shares allotted to CICT under the CICT Agreements, being 72,470,855 RMB Shares with an aggregate subscription amount of RMB1,990,049,678.30 (exclusive of commission); and
- (ii) the final number of RMB Shares allotted to Shanghai IC Fund under the Shanghai IC Fund Agreements, being 18,208,302 RMB Shares with an aggregate subscription amount of RMB499,999,972.92 (exclusive of commission).

After completion of the RMB Share Issue, the Company will apply for the listing of the RMB Shares on the Sci-Tech Board as soon as possible. The Company will make further disclosures on the developments of the RMB Share Issue as and when appropriate in accordance with the Listing Rules and other applicable laws and regulations. This announcement is for information only and is not intended to and does not constitute, or form part of, an invitation or offer to acquire, purchase or subscribe for any securities of the Company.

By order of the Board
Semiconductor Manufacturing International Corporation
Gao Yonggang
Executive Director, Chief Financial Officer and Joint Company Secretary

Shanghai, PRC
6 July 2020

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

Executive Directors

ZHOU Zixue (*Chairman*)

ZHAO Haijun (*Co-Chief Executive Officer*)

LIANG Mong Song (*Co-Chief Executive Officer*)

GAO Yonggang (*Chief Financial Officer and Joint Company Secretary*)

Non-executive Directors

CHEN Shanzhi

ZHOU Jie

REN Kai

LU Jun

TONG Guohua

Independent Non-executive Directors

William Tudor BROWN

CONG Jingsheng Jason

LAU Lawrence Juen-Yee

FAN Ren Da Anthony

YOUNG Kwang Leei

* *For identification purposes only*