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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**  
**THE IMPLEMENTATION OF**  
**THE OVER-ALLOTMENT OPTION FOR THE RMB SHARE ISSUE**  
**AND**  
**USE OF PROCEEDS FROM SURPLUS FUNDS RAISED**  
**FROM THE RMB SHARE ISSUE**

This announcement is made by Semiconductor Manufacturing International Corporation (the “**Company**”) 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, 30 June 2020, 6 July 2020 and 15 July 2020 and the circulars dated 9 May 2020 (the “**Circular**”) and 6 June 2020 of the Company in relation to, among other things, the Company’s RMB Share Issue under the Specific Mandate and the listing of the RMB Shares on the Sci-Tech Board. Unless otherwise stated, terms defined in the Circular shall have the same meanings when used in this announcement.

The over-allotment option (the “**Over-allotment Option**”) for the RMB Share Issue has been fully exercised on 14 August 2020. Particulars of the implementation of the Over-allotment Option for the RMB Share Issue are as follows:

### **1. Details of Over-allotment for the RMB Share Issue**

In accordance with the Over-allotment Option mechanism as disclosed in the Company’s Listing Notice for the Initial Public Offering on the Sci-Tech Board dated 15 July 2020 (首次公開發行股票科創板上市公告書), Haitong Securities, the lead joint underwriter for the implementation of the Over-allotment Option in the RMB Share Issue, has agreed to over-allocate 252,843,000 RMB Shares, accounting for 15% of the initial shares of the RMB Share Issue. If the Over-allotment Option is exercised in full, the total number of shares of the RMB Share Issue will be increased to 1,938,463,000 RMB Shares. RMB Shares for settlement of the over-allotments will be made available from those of the strategic investors under the RMB Share Issue who are subject to deferred settlement.

### **2. Exercise of Over-allotment Option for the RMB Share Issue**

During the post-listing stabilisation period of the RMB Share Issue of the Company, which is from the date when the shares of the RMB Share Issue started trading on the Sci-Tech Board to and including the 30th calendar day after listing (that is, from 16 July 2020 to 14 August 2020), Haitong Securities did not use the funds obtained from the over-allotment of the RMB Share Issue to purchase shares of the RMB Share Issue from the secondary market by auction.

As at 14 August 2020, Haitong Securities has fully exercised the Over-allotment Option. The Company issued an additional 252,843,000 RMB Shares based on the initial issuance of 1,685,620,000 RMB Shares at the issue price of RMB27.46 per share of the RMB Share Issue, accounting for 15% of the initial shares of the RMB Share Issue before the Over-allotment Option is exercised. The total amount of funds raised by the Company from such exercise is approximately RMB6,943.07 million, together with the total amount of funds raised from the initial issuance of 1,685,620,000 RMB Shares of approximately RMB46,287.13 million, the total amount of funds raised from the RMB Share Issue is approximately RMB53,230.19 million. The net amount of funds raised after deducting the issuance expenses of approximately RMB714.59 million is approximately RMB52,515.61 million.

Haitong Securities will apply and provide relevant materials within five working days after the end of the post-listing stabilisation period to place the additional RMB Shares issued in full exercise of the Over-allotment Option to the strategic investors who have accepted the deferred settlement arrangements. The shares allocated to strategic investors (including shares with deferred settlement arrangements) will be locked up for 12 months from the listing and commencement of trading date of the RMB Shares (16 July 2020).

Upon the full exercise of the Over-allotment Option, the final number of shares issued in the RMB Share Issue is 1,938,463,000 shares, of which: 842,810,000 shares were allotted to strategic investors, accounting for approximately 43.48% of the final number of shares issued; 589,967,000 shares were allotted to offline investors, accounting for approximately 30.43% of the final number of shares issued; and 505,686,000 shares were allotted to online investors, accounting for approximately 26.09% of the final number of shares issued.

### 3. Changes in the Shareholding Structure of the Company Before and After the Exercise of the Over-allotment Option for the RMB Share Issue and Lock-up Periods for Shares of the Company

As at the end of the post-listing stabilisation period of the RMB Share Issue of the Company, that is, 14 August 2020, the changes in the shareholding structure of the Company before and after the exercise of the Over-allotment Option for the RMB Share Issue were as follows:

Name of shareholder*/Type of shares	Before the exercise of the Over-allotment Option		After the exercise of the Over-allotment Option		Lock-up period (Note)
	Number of shares held	Percentage of shareholding	Number of shares held	Percentage of shareholding	
<b>A. Restricted tradable RMB Shares</b>					
China Information Communication Technologies Group Co., Ltd	0	0	72,470,855	0.98%	12 months
National Integrated Circuit Industry Investment Fund Phase II Co., Ltd.	0	0	127,458,120	1.72%	12 months
Shanghai Integrated Circuit Industry Investment Fund Co., Ltd.	0	0	18,208,302	0.25%	12 months
China State-owned Capital Venture Capital Fund Co., Ltd.	6,190,824	0.09%	6,190,824	0.08%	12 months
Beijing Tongfu Science and Technology Innovation Service Trade Investment Management Partnership LLP	18,208,302	0.26%	18,208,302	0.25%	12 months
China Insurance Investment Fund LLP	54,624,908	0.77%	54,624,908	0.74%	12 months
China Structural Reform Fund Co., Ltd.	36,416,605	0.51%	36,416,605	0.49%	12 months
Guoxin Investment Corporation Limited	36,416,605	0.51%	36,416,605	0.49%	12 months
Guo Xin Central Enterprise Operation (Guangzhou) Investment Fund (LLP)	9,832,484	0.14%	9,832,484	0.13%	12 months
China Development Bank Technology Venture Capital Co., Ltd.	1,820,830	0.03%	1,820,830	0.02%	12 months
Everbright Xinglong Trust Co., Ltd.	14,493,809	0.20%	14,493,809	0.20%	12 months
Shanghai S&T Venture Capital (Group) Co., Ltd.	18,208,302	0.26%	18,208,302	0.25%	12 months
Shanghai International Group Asset Management Co., Ltd.	3,623,452	0.05%	3,623,452	0.05%	12 months
Shanghai Pudong Kechuang Group Co., Ltd.	18,208,302	0.26%	18,208,302	0.25%	12 months

Name of shareholder*/Type of shares	Before the exercise of the Over-allotment Option		After the exercise of the Over-allotment Option		Lock-up period (Note)
	Number of shares held	Percentage of shareholding	Number of shares held	Percentage of shareholding	
Shenzhen Capital Group Company, Ltd.	18,208,303	0.26%	18,208,303	0.25%	12 months
Beijing Yitang Tongzhou Equity Investment Center LLP	18,208,302	0.26%	18,208,302	0.25%	12 months
Beijing Financial Street Capital Operation Center	3,641,660	0.05%	3,641,660	0.05%	12 months
Hefei Innovation Technology Venture Capital Co., Ltd.	3,641,660	0.05%	3,641,660	0.05%	12 months
Jinkong Tianqin (Hangzhou) Venture Capital Partnership LLP	10,924,981	0.15%	10,924,981	0.15%	12 months
People's Daily Media Innovation Co., Ltd.	10,924,981	0.15%	10,924,981	0.15%	12 months
New China Life Insurance Company Ltd.	18,208,302	0.26%	18,208,302	0.25%	12 months
Dajia Life Insurance Co., Ltd.	14,622,295	0.20%	14,622,295	0.20%	12 months
Shanghai Fosun High Technology (Group) Co., Ltd.	18,208,303	0.26%	18,208,303	0.25%	12 months
Maanshan Lianli Zhaoli Shaoshang Integrated Circuit Investment Partnership LLP	18,208,302	0.26%	18,208,302	0.25%	12 months
GIC Private Limited	109,249,819	1.53%	109,249,819	1.48%	12 months
Abu Dhabi Investment Authority	14,566,643	0.20%	14,566,643	0.20%	12 months
Qingdao Juyuan Xinxing Equity Investment Partnership LLP	45,884,226	0.64%	80,589,949	1.09%	12 months
Haitong Innovation Securities Investment Co., Ltd.	33,712,400	0.47%	33,712,400	0.46%	24 months
China CICC Wealth Management Securities Company Limited	33,712,400	0.47%	33,712,400	0.46%	24 months
Other restricted tradable shares	55,421,777	0.78%	55,421,777	0.75%	6 months
<b>Sub-total</b>	<b>645,388,777</b>	<b>9.04%</b>	<b>898,231,777</b>	<b>12.16%</b>	<b>—</b>
<b>B. Unrestricted tradable RMB Shares</b>					
Unrestricted tradable shares	1,040,231,223	14.58%	1,040,231,223	14.08%	—
<b>Sub-total</b>	<b>1,040,231,223</b>	<b>14.58%</b>	<b>1,040,231,223</b>	<b>14.08%</b>	<b>—</b>
<b>C. Overseas listed shares</b>					
Hong Kong Shares	5,450,803,226	76.38%	5,450,803,226	73.77%	—
<b>Sub-total</b>	<b>5,450,803,226</b>	<b>76.38%</b>	<b>5,450,803,226</b>	<b>73.77%</b>	<b>—</b>
<b>Total</b>	<b>7,136,423,226</b>	<b>100.00%</b>	<b>7,389,266,226</b>	<b>100.00%</b>	<b>—</b>

Note: The lock-up periods commenced from the listing and commencement of trading date of RMB Shares (16 July 2020).

#### 4. Use of Proceeds from the Over-allotment of RMB Shares

The net proceeds of approximately RMB6,852.81 million from the over-allotment of RMB Shares pursuant to the full exercise of the Over-allotment Option will be invested in the following projects:

*Unit: In RMB'000*

<b>Project name</b>	<b>Investment amount</b>	<b>Percentage of total net proceeds</b>
Construction project for matured technology production line	4,796,966.20	70.00%
Replenishment of working capital	<u>2,055,842.70</u>	<u>30.00%</u>
<b>Total</b>	<b><u>6,852,808.90</u></b>	<b><u>100.00%</u></b>

## 5. Use of Proceeds from the surplus funds raised from the RMB Share Issue

The net amount of funds raised from the RMB Share Issue by the Company (before the exercise of the Over-Allotment Option) is RMB45,662.80 million. Since the amount of funds to be raised from the RMB Share Issue was originally estimated to be RMB20,000.00 million, the actual funds raised by the Company exceed the original estimate by RMB25,662.80 million. The surplus will be invested in the following projects:

*Unit: In RMB'000*

<b>Project name</b>	<b>Investment amount from the surplus amount of funds raised</b>	<b>Percentage of the surplus amount of funds raised</b>
12-Inch SN1 Project	10,000,000.00	38.97%
Construction project for matured technology production line	5,000,000.00	19.48%
A reserve for the Company's advanced and matured technology research and development	3,000,000.00	11.69%
Replenishment of working capital	<u>7,662,798.30</u>	<u>29.86%</u>
<b>Total</b>	<b><u>25,662,798.30</u></b>	<b><u>100.00%</u></b>

By order of the Board  
**Semiconductor Manufacturing International Corporation**  
**Gao Yonggang**

*Executive Director, Chief Financial Officer and Joint Company Secretary*

Shanghai, PRC  
17 August 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*