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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: 1385)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING,  
AND  
CHANGE OF NON-EXECUTIVE DIRECTORS AND EXECUTIVE DIRECTOR**

Reference is made to the announcement in relation to the circular (the “Circular”) and the notice (the “EGM Notice”) of the extraordinary general meeting (the “EGM”), both dated 30 July 2024 of Shanghai Fudan Microelectronics Group Company Limited\* (上海復旦微電子集團股份有限公司) (the “Company”). Unless otherwise defined, terms used herein shall have the same meaning as defined in the Circular.

**POLL RESULTS OF THE EGM**

The Board is pleased to announce that all the proposed resolutions were duly passed by poll at the EGM held on 19 August 2024. As at the date of the EGM, the Company has a total of 819,060,400 Shares of RMB0.10 each in issue, which was the total number of Shares entitling the shareholders of the Company (the “Shareholders”) to attend at the EGM. As to Resolution 1 to 5 in the Notice of EGM, the number of shares entitling the shareholders to attend and vote on such resolutions at the meeting is 819,060,400 shares.

To the best knowledge, information and belief of the Company: (1) there were no Shares entitling the holder to attend and abstain from voting in favor of the resolutions proposed at the EGM and the H Shareholders’ class meeting as set out in Rule 13.40 of the Listing Rules; (2) no Shareholder was required under the Listing Rules to abstain from voting on the resolutions proposed at the EGM; and (3) no party has stated any intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the EGM.

BDO Limited was appointed by the Company as scrutineer for vote-taking. Two shareholder representatives and one supervisor of the Company also participated in the vote-tabulation and acted as the scrutineer for vote-taking. Two lawyers from Shanghai Allbright Law Offices, the PRC legal advisor of the Company, witnessed the convening of the meeting, the procedures for holding the meeting and the voting results.

**The followings are the poll results of the resolutions passed at the EGM:**

Ordinary resolutions		Number of votes (approximately %)			Total votes
		For	Against	Abstained	
1.	To elect Mr. Zhuang Qifei as a non-executive Director of the Ninth Session of the Board	266,131,451 (98.78%)	3,167,095 (1.18%)	116,816 (0.04%)	269,415,362
2.	To elect Ms. Zhang Rui as a non-executive Director of the Ninth Session of the Board	268,226,876 (99.71%)	659,170 (0.25%)	122,316 (0.04%)	269,008,362
3.	To elect Mr. Song Jiale as a non-executive Director of the Ninth Session of the Board	268,200,895 (99.70%)	691,051 (0.26%)	116,416 (0.04%)	269,008,362
4.	To elect Ms. Yan Na as a non-executive Director of the Ninth Session of the Board	268,203,359 (99.70%)	688,349 (0.26%)	116,654 (0.04%)	269,008,362
5.	To elect Mr. Shen Lei as an executive Director of the Ninth Session of the Board	266,999,639 (99.25%)	1,882,629 (0.70%)	126,094 (0.05%)	269,008,362

\* The full text of the Resolution is set out in the EGM Notice and Circular.

As more than 50% of the votes were casted in favour of the special resolutions from No. 1 to No. 5, the above resolutions of the EGM were duly passed as ordinary resolutions of the Company respectively.

Directors namely Mr. Jiang Guoxing, Mr. Yu Jun, Mr. Sun Zheng, Mr. Cao Zhongyong, Mr. Cai Minyong, Mr. Wang Pin and Ms. Zou Fuwen have participated in the EGM in person or by way of electronic means.

**CHANGE OF NON-EXECUTIVE DIRECTORS AND EXECUTIVE DIRECTOR**

Reference is made to the announcement of the Company dated 26 July 2024 relating to the changes of non-executive Directors and executive Director. The resignations of Ms. Zhang Qianling and Mr. Sun Zheng as non-executive Directors were all effective from 19 August 2024.

The proposals to appoint Mr. Zhuang Qifei, Ms. Zhang Rui, Mr. Song Jiale and Ms. Yan Na as non-executive Directors and Mr. Shen Lei as executive Director were respectively approved by the Shareholders on the EGM and all effective from 19 August 2024 until the expiry date of the Ninth Session of the Board of the Company, which is 2 June 2025.

Information regarding the above-mentioned non-executive Directors and executive Director have been set out in the Circular. Save for the disclosures in the Circular, as at the date of this announcement, there is no other information relating to them that needs to be disclosed pursuant to the requirement of Rule 13.51(2) of the Listing Rules and there is no other matter that needs to be brought to the attention of the Shareholders.

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

Shanghai, the PRC, 19 August 2024

As at the date of this announcement, the Company's executive Directors are Mr. Jiang Guoxing, Mr. Shi Lei, Mr. Yu Jun and Mr. Shen Lei; non-executive Directors are Mr. Zhuang Qifei, Ms. Zhang Rui, Mr. Song Jiale and Ms. Yan Na, and independent non-executive Directors are Mr. Cao Zhongyong, Mr. Cai Minyong, Mr. Wang Pin and Ms. Zou Fuwen.

*\* For identification purposes only*