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: 00981)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting ("**EGM**") of Semiconductor Manufacturing International Corporation (the "**Company**") will be held at No. 5 Building, No. 39 Zhangjiang Road, Pu Dong New Area, Shanghai, People's Republic of China (the "**PRC**") on 12 February 2026 at 2:00 p.m. for the purpose of transacting the following businesses:

ORDINARY RESOLUTIONS

1. To consider and approve the resolution on the Transaction complying with the relevant laws and regulations

2. To consider and approve the resolution on the proposal in respect of the Transaction

   2.1 the overall proposal of the Transaction

   2.2 the Transaction – type, par value and place of listing of the shares to be issued

   2.3 the Transaction – target subscribers and subscription method

   2.4 the Transaction – pricing benchmark date, pricing basis and issue price of the shares to be issued

   2.5 the Transaction – number of shares to be issued

   2.6 the Transaction – lock-up period arrangements

   2.7 the Transaction – attribution of profits and losses of the Target Asset for the transition period and arrangements for accumulated undistributed profits

* *For identification purpose only*

2.8 the Transaction – payment arrangements for the cash consideration

2.9 the Transaction – transfer of ownership of the Target Asset and liability for breach of agreement

2.10 the Transaction – validity period of the resolutions

3. To consider and approve the resolution on the "Draft Report on the Purchase of Assets through the Issuance of Shares and the Related Transaction" and its summary

4. To consider and approve the resolution on the Transaction constituting related transaction

5. To consider and approve the resolution on the Transaction not constituting major asset restructuring

6. To consider and approve the resolution on entering into the Supplemental Agreement with counterparties with conditions to its effectiveness

7. To consider and approve the resolution on the Transaction not constituting reorganization and listing as stipulated in Article 13 of the Administrative Measures for the Major Asset Restructuring of Listed Companies

8. To consider and approve the resolution on the Transaction complying with Article 4 of the Regulatory Guidelines for Listed Companies No. 9 – Regulatory Requirements for the Planning and Implementation of Major Assets Restructurings by Listed Companies

9. To consider and approve the resolution on the Transaction complying with Articles 11, 43 and 44 of the Administrative Measures for the Major Asset Restructuring of Listed Companies, Article 20 of the Measures for the Ongoing Supervision of Listed Companies on the Science and Technology Innovation Board (Trial Implementation), Rule 11.2 of the STAR Market Listing Rules, Rule 8 of Rules Governing the Review of Major Asset Restructurings of Listed Companies on SSE

10. To consider and approve the resolution on non-existence of the relevant circumstances prohibiting the relevant parties under the Transaction from participating in any major asset restructuring of listed companies pursuant to Article 12 of the Regulatory Guidelines for Listed Companies No. 7 – Regulation of Abnormal Stock Transactions Related to Major Asset Restructurings of Listed Companies or Article 30 of the Self – Regulatory Guidelines No. 6 for Listed Companies of the SSE – Major Asset Restructuring

11. To consider and approve the resolution on the explanation of the completeness and compliance of the statutory procedures performed for the Transaction and the validity of the legal documents submitted

12. To consider and approve the resolution on the Company's purchase and sale of assets within 12 months prior to the Transaction

13. To consider and approve the resolution on the explanation of the basis for the consideration under the Transaction and its fairness and reasonableness

14. To consider and approve the resolution on the independence of the valuation institution, the reasonableness of the valuation assumptions, the relevance of the valuation methodologies to the valuation purposes, and the fairness of the valuation pricing

15. To consider and approve the resolution on the audit reports, asset valuation report and pro forma review report relating to the Transaction

16. To consider and approve the resolution on the circumstances regarding the dilution of immediate return arising from the Transaction and the remedial measures

17. To consider and approve the resolution on the circumstances regarding the fluctuation of the Company's Shares prior to the announcement of the Transaction

18. To consider and approve the resolution on non-existence of the direct or indirect paid engagement of other third-party institutions or individuals in the Transaction

19. To consider and approve the resolution on the confidentiality measures and confidentiality procedures adopted in connection with the Transaction

20. To consider and approve the resolution on proposing to the general meeting of the Company to authorize the Board to handle all matters relating to the Transaction

By order of the Board
Semiconductor Manufacturing International Corporation
Guo Guangli
Company Secretary/Board Secretary

Shanghai, 28 January 2026

Principal place of business:
18 Zhangjiang Road
Pudong New Area
Shanghai 201203
People's Republic of China

Registered office:
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

As at the date of this notice, the Directors of the Company are:

Executive Director:
LIU Xunfeng

Non-executive Directors:
LU Guoqing
CHEN Shanzhi
YANG Lumin
HUANG Dengshan

Independent Non-executive Directors:
FAN Ren Da Anthony
LIU Ming
WU Hanming
CHEN Xinyuan

Notes:

1. Unless the context otherwise stated, capitalized terms used in this notice shall have the meanings as those defined in the circular of the Company dated 28 January 2026.

2. The ordinary resolutions set out in this notice shall only be duly passed if more than two-thirds of the votes held by the shareholders present at the EGM had voted in favour of the resolutions pursuant to the provisions of the Administrative Measures for the Major Asset Restructuring of Listed Companies.

3. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint a proxy or, if such member is a holder of more than one share, more than one proxy to attend and vote instead of such member. Where a member appoints more than one proxy the instrument of proxy shall state which proxy is entitled to vote on a poll. A proxy need not be a member of the Company.

4. To be valid, a form of proxy must be delivered to the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the meeting or adjourned meeting (or 24 hours before a poll is taken, if the poll is not taken on the same day as the meeting or adjourned meeting). If a proxy form is signed under a power of attorney, the power of attorney or other authority relied on to sign it (or an office copy) must be delivered to the Company's Hong Kong share registrar with the proxy form, except that a power of attorney which has already been registered with the Company need not be so delivered. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the meeting or any adjournment thereof should he so wish and in such event, the proxy shall be deemed to be revoked.

5. The register of members of the Company will be closed from 9 February 2026 to 12 February 2026 (both days inclusive), during which period no transfer of shares in the Company will be registered. In order to qualify for attending and voting at the EGM, all transfers of Hong Kong Shares, accompanied by the relevant certificates, must be lodged with the Hong Kong share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on Friday, 6 February 2026. All persons who are registered holders of the Hong Kong Shares whose names appear on the register of members of Hong Kong Shares on 12 February 2026 or, registered holders of the RMB

Shares whose names appear on the register members of RMB Shares on 6 February 2026, will be entitled to attend and vote at the EGM. Please refer to the announcement of the Company published on the website of SSE regarding the record date and arrangement for registered holders of the RMB Shares.

6. Shareholders are advised to read the circular of the Company dated 28 January 2026 which contains information concerning the resolutions to be proposed at the EGM.

7. The voting at the EGM will be taken by a poll.

8. This notice and the proxy form have also been posted on the websites of the Company and the Hong Kong Stock Exchange respectively.