

上海复旦微电子集团股份有限公司
SHANGHAI FUDAN MICROELECTRONICS GROUP COMPANY LIMITED*
(the “Company”)

Procedure for shareholders to propose a person for election as a director

Procedure for shareholders of the Company to propose a person for election as a director pursuant to article 87 of the Articles of Association of the Company is as follow:

A written notice of intention to nominate a person for election as director and a written notice of acceptance of such nomination given by such person shall be give in to the Company 7 days prior to a shareholder’s meeting. The written notice shall be given in no earlier than the day after the dispatch of the notice of the meeting appointed for such election and end no later than seven days before the date of such meeting

**For identification only*