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This announcement, for which the directors of Shanghai Fudan Microelectronics Company Limited collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to Shanghai Fudan Microelectronics Company Limited. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:- (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.



上海復旦微電子股份有限公司

Shanghai Fudan Microelectronics Company Limited*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 8102)

NOTICE OF BOARD OF DIRECTORS' MEETING

The board of the directors (the "Board") of Shanghai Fudan Microelectronics Company Limited (the "Company") hereby announces that a meeting of the Board will be held at Building 4, 127 Guotai Road, Shanghai, PRC on 10 November, 2006 at 2:00 pm for the following purposes:

- (1) To consider and approve the unaudited consolidated third quarterly results of the Company and its subsidiaries for the nine months ended 30 September, 2006 and approve the draft announcement of the third quarterly results to be published on the GEM website and the Company's website;
- (2) To consider the payment of an interim dividend; if any;
- (3) To consider the closure of the Register of Members, if necessary; and
- (4) To transact any other business.

By order of the Board

Shanghai Fudan Microelectronics Company Limited

Jiang Guoxing

Chairman

Shanghai, PRC, 23 October, 2006

As at the date of this announcement, the Company's executive directors are Mr. Jiang Guoxing, Mr. Shi Lei, Mr. Yu Jun, Ms. Cheng Junxia and Mr. Wang Su; non-executive directors are Mr. Chen Xiaohong, Ms. Zhang Qianling, Mr. He Lixing and Mr. Shen Xiaozu and independent non-executive directors are Mr. Leung Tin Pui, Mr. Cheung Wing Keung and Mr. Guo Li.

This announcement will remain on the GEM website on the "Latest Company Announcements" page for 7 days from the date of its posting.

* *For identification only*