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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)

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The Board of Directors (the “Board”) of Shanghai Fudan Microelectronics Company Limited (the “Company”) announces that Mr. Chen Xiaohong (“Mr. Chen”) has resigned as non-executive director of the Company with effect from 8 November 2006 due to his personal reasons.

Mr. Chen has confirmed that there is no disagreement with the Board and that there is no matter which needs to be brought to the attention of the shareholders of the Company in relation to his resignation.

The Board would like to take this opportunity to acknowledge the contribution of Mr. Chen to the Company with the deepest gratitude.

By order of the Board
Jiang Guoxing
Chairman

Shanghai, the PRC, 8 November 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 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.

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* For identification purpose only