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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)

ANNOUNCEMENT

We have noted the recent increase in the trading volume of the shares of Shanghai Fudan Microelectronics Company Limited (the “Company”) and wish to state that we are not aware of any reasons for such increase.

We also confirm that there are no negotiations or agreements relating to intended acquisitions or realisations which are discloseable under Chapters 19 to 20 of the GEM Listing Rules, neither is the board of directors (the “Board”) of the Company aware of any matter discloseable under the general obligation imposed by rule 17.10 of the GEM Listing Rules, which is or may be of a price-sensitive nature.

Made by the order of the Board, the directors of which collectively and individually accept responsibility for the accuracy of this announcement.

By order of the Board

Jiang Guoxing

Chairman

Shanghai, PRC, 24 February 2004

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*