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上海復旦微電子集團股份有限公司  
**Shanghai Fudan Microelectronics Group Company Limited\***  
*(a joint stock limited company incorporated in the People's Republic of China)*

(Stock Code: 1385)

## **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 12 JANUARY 2018**

The Board is pleased to announce that the special resolution as set out in the Notice of the AGM were duly passed by poll at the EGM held on 12 January 2018.

Reference is made to the circular (the “Circular”) and the notice (the “Notice”) of extraordinary general meeting (the “EGM”) dated 22 November 2017 of Shanghai Fudan Microelectronics Group Company Limited (the “Company”). Unless otherwise defined, terms used herein shall have the same meaning as defined in the Circular and the Notice of the EGM.

### **POLL RESULTS OF THE EGM**

The board of directors of the Company (the “Board”) is pleased to announce that the special resolution as set out in the Notice of the EGM was duly passed by poll at the EGM held on 12 January 2018.

As at the date of the EGM, the Company has a total of 659,330,000 Shares of RMB0.10 each in issue. None of the Shares entitled the holders to attend and vote only against the resolution at the EGM, and no Shareholder was required to abstain from voting in respect of the resolution. The total Shares with voting rights represented by the Shareholders attending the EGM were 381,019,204 Shares, representing approximately 57.79% of the total issued Shares as at the date of the EGM.

Mr. Tong Yat Chong, a practising Certified Public Accountant, was appointed by the Company as scrutineer for vote-taking. The following is the poll results of the resolution passed at the EGM:

Special resolution	Number of votes (approximate %)			Total votes
	For	Against	Abstain	
1. To consider and approve the amendments to the articles of association, and to authorise any director to deal with all procedural requirements such as applications, approvals, registration and filings in relation to the proposed amendments to the articles of association.	351,077,734 (92.14%)	0 (0%)	29,941,470 (7.86%)	381,019,204

As more than two thirds of the votes were casted in favour of the special resolution, the above resolution was duly passed as special resolution of the Company.

By Order of the Board  
**Shanghai Fudan Microelectronics Group Company Limited\***  
**Jiang Guoxing**  
Chairman

Shanghai, the PRC, 12 January 2018

*As at the date of this announcement, the Company's executive directors are Mr. Jiang Guoxing, Mr. Shi Lei, Mr. Yu Jun and Ms. Cheng Junxia; non-executive directors are Ms. Zhang Qianling, Mr. Ma Zhicheng, Mr. Yao Fuli and Ms. Zhang Huajing and independent non-executive directors are Mr. Cheung Wing Keung, Mr. Guo Li, Mr. Chen Baoying and Mr. Lin Fujiang.*

*\* For identification purposes only*