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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)

## **CHANGE OF SUPERVISOR**

### **RETIREMENT OF SUPERVISOR**

The board of directors (the “Board”) of Shanghai Fudan Microelectronics Group Company Limited (the “Company”) hereby announces that Mr. Xu Zhihan (“Mr. Xu”), a supervisor of the Company (“Supervisor”), has notified the supervisor committee of the Company (the “Supervisor Committee”) on 15 March 2019 that due to his busy schedules on other commitments which deterred him from committing sufficient time and attention to the affairs of the Company, will retire upon the expiry of his term and effective from the date of the Company’s forthcoming extraordinary general meeting (the “EGM”) in respect of proposed A Share Offering. Mr. Xu has confirmed that he has no disagreement with the Supervisor Committee and there are no other matters relating to his retirement that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (“Stock Exchange”).

The Board would like to take this opportunity to express its gratitude and appreciation to Mr. Xu for his contributions to the Company during his tenure of office.

### **APPOINTMENT OF SUPERVISOR**

The Board is pleased to announce that the Supervisor Committee has proposed to appoint Mr. Ren Junyan as Supervisor to fill the casual vacancy caused by Mr. Xu’s retirement and a resolution will be proposed for approval at the EGM.

Biographical details of Mr. Xu are set out below:

Mr. Ren Junyan, aged 59, received a bachelor’s degree in physics in 1983 and a master’s degree in electronics engineering respectively from the Fudan University. Mr. Ren is a professor of the school of microelectronics of the Fudan University, a doctoral advisor and a member of The Institute of Electrical and Electronics Engineers.

Mr. Ren has confirmed that other than the above disclosures, (i) he does not hold any position in the Company or any of its subsidiaries nor any directorship in any listed public company in the last three years; (ii) he has no relationship with any Directors, senior management, controlling shareholders or substantial shareholders of the Company; and (iii) at the date of this announcement, he has no interests in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

There are no other matters about Mr. Ren's appointment as Supervisor which are required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51 (2) of the Rules Governing the Listing of Securities on the Stock Exchange nor are there other matters that need to be brought to the attention of the shareholders of the Company.

Upon passing of the proposed resolution to appoint Mr. Ren as Supervisor at the EGM, the Company will enter into a supervisor service contract with Mr. Ren for a term of three years and an authorisation granted to the Board to fix his remuneration will be proposed at the EGM.

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

Shanghai, the PRC, 15 March 2019

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 only*