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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 ADDRESS OF HONG KONG H SHARE REGISTRAR AND  
TRANSFER OFFICE  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

**1. CHANGE OF ADDRESS OF HONG KONG H SHARE REGISTRAR AND TRANSFER OFFICE**

The board of directors of Shanghai Fudan Microelectronics Group Company Limited (the "Company") hereby announces that with effect from 11 July 2019, the Hong Kong H Share Registrar and Transfer Office of the Company, Tricor Tengis Limited (the "H Share Registrar"), will change its address to:

**Level 54, Hopewell Centre  
183 Queen's Road East  
Hong Kong**

All telephone and facsimile numbers of the H Share Registrar will remain unchanged.

**2. NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (the "EGM") of the Company will be held at Building 4, Lane 127, Guotai Road, Shanghai, the People's Republic of China (the "PRC") on Friday, 16 August 2019 at 3:00 p.m. for the following purposes: -

**ORDINARY RESOLUTION**

1. To appoint Mr. Wu Ping as Non-executive Director;
2. To appoint Mr. Gu Weizhong as Supervisor; and
3. Confirmation of the Company's joint investments with Directors and senior management.

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

Shanghai, the PRC, 28 June 2019

*Notes:*

1. Persons who hold shares of the Company and whose names appear on the Register of Members of the Company as at 17 July 2019 shall be entitled to attend the EGM. Further details are set out in the reply slip and explanation thereto.
2. Any member entitled to attend and vote at the EGM is entitled to appoint one or more person(s) as his proxy to attend and vote instead of him. A proxy need not be a member of the Company.
3. The instrument appointing a proxy must be in writing of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a legal person, that instrument must be executed either under its seal or in writing by its director or other attorney duly authorized to sign the same. To be valid, a form of proxy, together with the power of attorney or other authority, if any, under which it is signed, or a certified copy of that power of attorney, must be deposited not less than 24 hours before the time appointed for the holding of the EGM at the Company's principal place of business in the PRC at Building 4, Lane 127, Guotai Road, Shanghai, the PRC (for holders of Domestic Shares) or the Company's Share Registrar in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong (for holders of H Shares) as stipulated in the proxy form. *(The address of Tricor Tengis Limited will be changed to Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong on 11 July 2019)*
4. The Register of Members of the Company will be closed from 17 July 2019 to 16 August 2019 (both dates inclusive) during which period no transfer of shares will be registered. To be qualified to attend the EGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's principal place of business in the PRC at Building 4, Lane 127, Guotai Road, Shanghai, the PRC (for holders of Domestic Shares) or the Company's Share Registrar in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong (for holders of H Shares) no later than 4:30 p.m. on 16 July 2019. *(The address of Tricor Tengis Limited will be changed to Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong on 11 July 2019)*
5. Shareholders or their proxies shall provide their identification documents when attending the EGM. If corporate Shareholders appoint authorized representative to attend the EGM, the authorized representative shall produce his/her identity documents and a notarially certified copy of the relevant authorization instrument signed by the board of directors or other authorized parties of the corporate Shareholders or other notarially certified documents allowed by the Company. Proxies shall produce their identity documents and the proxy form signed by the Shareholders or their attorney when attending the EGM.
6. Completion and delivery of the form of proxy will not preclude a member from attending and voting in person at the EGM if the member so desires, and in such event, the instrument appointing a proxy shall be deemed to be revoked.
7. Shareholders attending the EGM shall be responsible for their own travel and accommodation expenses.
8. Information containing further details regarding the proposed resolutions set out in the above notice as required by the Listing Rules are set out in appendices of the Company's circular dated 28 June 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. Guo Li, Mr. Cao Zhongyong, Mr. Cai Minyong and Mr. Wang Pin.

*\* For identification purpose only*