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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)

**UPDATE ON PROPOSED PUBLIC OFFERING TO UNSPECIFIED QUALIFIED  
INVESTORS AND LISTING OF SINO IC TECHNOLOGY CO., LTD.  
ON THE BEIJING STOCK EXCHANGE**

This announcement is made by Shanghai Fudan Microelectronics Group Company Limited\* (the “**Company**”) on a voluntary basis to keep the shareholders and potential investors of the Company informed of the latest development of the Company.

Reference is made to the announcement of the Company dated 6 December 2021 (the “**Announcement**”) in relation to the proposed public offering to unspecified qualified investors and listing of Sino IC Technology Co., Ltd. (上海華嶺集成電路技術股份有限公司) (“**Sino IC**”) on the Beijing Stock Exchange (the “**Proposed Public Offering and Listing**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings defined in the Announcement.

As disclosed in the Announcement, considering that the Proposed Public Offering and Listing may constitute a transaction that falls under the scope of PN15 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the Company would submit an application in relation to the Proposed Public Offering and Listing to the Stock Exchange for approval pursuant to PN15 (the “**Application**”). Subsequently, the Company submitted an enquiry of the Application to the Stock Exchange on 10 December 2021.

The Company is pleased to announce that the Stock Exchange provided a reply on 9 February 2022, under which the Stock Exchange confirmed that PN15 should not apply to the Proposed Public Offering and Listing. Accordingly, the Company is not required to comply with PN15 and is not required to proceed the Application with the Stock Exchange.

The Company will publish further announcement(s) to update the shareholders and potential investors on the progress of the Proposed Public Offering and Listing as and when appropriate.

**Shareholders and potential investors of the Company should note that the Proposed Public Offering and Listing is subject to, inter alia, the prevailing market conditions and approvals from relevant authorities, including the China Securities Regulatory Commission and the Beijing Stock Exchange. Accordingly, shareholders and potential investors of the Company should be aware that the Proposed Public Offering and Listing may or may not proceed and should exercise caution when dealing in the securities of the Company.**

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

Shanghai, the PRC, 11 February 2022

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. Wu Ping, Mr. Sun Zheng and Ms. Liu Huayan, and independent non-executive directors are Mr. Guo Li, Mr. Cao Zhongyong, Mr. Cai Minyong and Mr. Wang Pin.

\* *For identification purpose only*