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SEMICONDUCTOR MANUFACTURING INTERNATIONAL CORPORATION

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 981)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 17 FEBRUARY 2014

The Company announces that the proposed resolutions set out in the notice of the extraordinary general meeting contained in the circular dated 29 January 2014 (the "Circular") were duly passed by the Independent Shareholders by way of poll at the extraordinary general meeting (the "EGM") held on 17 February 2014.

Reference is made to the Company's Circular in relation to, among other things, the following:

- (1) proposed subscription of Datang Pre-emptive Bonds by Datang;
- (2) proposed subscription of Country Hill Pre-emptive Bonds by Country Hill; and
- (3) proposed Further Special Mandates to issue Datang Conversion Shares and Country Hill Conversion Shares on conversion of the Datang Pre-emptive Bonds and Country Hill Pre-emptive Bonds.

Unless otherwise specified, capitalised terms used herein shall have the same meanings as defined in the Circular.

The Company announces that the proposed resolutions set out in the notice of the EGM held on 17 February 2014 were duly passed by the Independent Shareholders by way of poll.

As at the date of the EGM, the total number of Shares entitling the holders to attend and vote for or against the resolutions in respect of the Datang Further Subscription at the EGM was 28,572,823,022 Shares. As at the date of the EGM, the total number of Shares entitling the holders to attend and vote for or against the resolutions in respect of the Country Hill Further Subscription at the EGM was 26,062,575,211 Shares. As at the date of the EGM, the number of Shares entitling the holder to attend the EGM and abstain from voting in favour of the proposed resolutions as set out in Rule 13.40 of the Listing Rules at the EGM was nil Shares. As set out in the Circular and in

accordance with the Listing Rules, Datang and its associates, being connected persons of the Company in respect of the Datang Further Subscription holding an aggregate of 6,116,138,341 Shares representing approximately 19.01% of the total issued share capital of the Company as at the date of the EGM, were required to abstain from voting on the ordinary resolutions to approve the Datang Further Subscription Agreement, the issue of the Datang Pre-emptive Bonds, the allotment and issue of the Datang Conversion Shares and the grant of the Datang Further Special Mandate; Country Hill and its associates, being connected persons of the Company in respect of the Country Hill Further Subscription holding an aggregate of 3,605,890,530 Shares representing approximately 11.21% of the total issued share capital of the

Company as at the date of the EGM, were required to abstain from voting on the ordinary resolutions to approve the Country Hill Further Subscription Agreement, the issue of the Country Hill Pre-emptive Bonds, the allotment and issue of the Country Hill Conversion Shares and the grant of the Country Hill Further Special Mandate. The Company confirms that each of Datang and Country Hill has abstained from voting at the EGM pursuant to the aforesaid requirements. There were no Shares entitling the holders to attend and vote only against any of the resolutions at the EGM.

The number of Shares represented by votes for and against the respective resolutions at the EGM was as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>No. of Votes (%)</b>	
		<b>FOR</b>	<b>AGAINST</b>
1. (a)	To approve, confirm and ratify the Datang Further Subscription Agreement in relation to the issue of the Datang Pre-emptive Bonds and the transactions contemplated thereby.#	<b>9,027,148,203</b> (98.15%)	<b>170,257,665</b> (1.85%)

(b)

To approve,  
subject to  
completion of  
the Datang  
Further  
Subscription  
Agreement, the  
creation  
and issue of the  
Datang  
Pre-emptive  
Bonds to  
Datang pursuant  
to the  
terms and  
conditions of  
the Datang  
Further  
Subscription  
Agreement.  
#

(c)

To authorise and  
grant a  
special mandate  
to the  
directors of the  
Company  
to allot, issue  
and deal  
with the Datang  
Conversion  
Shares upon  
the exercise of  
the  
conversion  
rights  
attaching to the

Datang  
Pre-emptive  
Bonds on and  
subject to the  
terms and  
conditions of the  
Datang  
Further  
Subscription  
Agreement and  
the Datang  
Pre-emptive  
Bonds. #

(d)

To authorise any  
director(s) of the  
Company to  
enter into  
any agreement,  
deed or  
instrument  
and/or to  
execute and  
deliver all  
such documents  
and/or do  
all such acts on  
behalf  
of the Company  
as he/she  
may consider to  
be  
necessary,  
desirable or  
expedient for the  
purpose of, or in  
connection with  
the

implementation  
and  
completion of  
the Datang  
Further  
Subscription  
Agreement and  
transactions  
contemplated  
thereunder  
and all matters  
incidental to,  
ancillary  
to or in  
connection  
thereto (subject  
to  
compliance with  
the  
Rules Governing  
the  
Listing of  
Securities on  
The Stock  
Exchange of  
Hong Kong  
Limited (the  
“Listing  
Rules”). #

**As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.**

<b>ORDINARY RESOLUTIONS</b>		<b>No. of Votes (%)</b>	
		<b>FOR</b>	<b>AGAINST</b>
<b>2. (a)</b>	To approve, confirm and	<b>11,537,395,114</b> (98.55%)	<b>170,258,565</b> (1.45%)

ratify the  
Country Hill  
Further  
Subscription  
Agreement in  
relation to  
the issue of the  
Country  
Hill  
Pre-emptive  
Bonds  
and the  
transactions  
contemplated  
thereby. #

(b)

To approve,  
subject to  
completion of  
the  
Country Hill  
Further  
Subscription  
Agreement,  
the creation  
and issue  
of the Country  
Hill  
Pre-emptive  
Bonds to  
Country Hill  
pursuant to  
the terms and  
conditions  
of the Country  
Hill  
Further  
Subscription

Agreement. #

(c)

To authorise  
and grant a  
special  
mandate to the  
directors of the  
Company  
to allot, issue  
and deal  
with the  
Country Hill  
Conversion  
Shares upon  
the exercise of  
the  
conversion  
rights  
attaching to the  
Country  
Hill  
Pre-emptive  
Bonds  
on and subject  
to the  
terms and  
conditions of  
the Country Hill  
Further  
Subscription  
Agreement  
and the  
Country Hill  
Pre-emptive  
Bonds. #

(d)

To authorise  
any

director(s) of  
the  
Company to  
enter into  
any  
agreement,  
deed or  
instrument  
and/or to  
execute and  
deliver all  
such  
documents  
and/or do  
all such acts  
on behalf  
of the  
Company as  
he/she  
may consider  
to be  
necessary,  
desirable or  
expedient for  
the  
purpose of, or  
in  
connection  
with the  
implementation  
and  
completion of  
the  
Country Hill  
Further  
Subscription  
Agreement  
and



transactions  
contemplated  
thereunder  
and all matters  
incidental to,  
ancillary  
to or in  
connection  
thereto  
(subject to  
compliance  
with the  
Listing Rules).  
#

**As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed.**

# The full text of the Resolutions is set out in the Notice of EGM dated 29 January 2014.

Computershare Hong Kong Investor Services Limited, Hong Kong branch share registrar of the Company, acted as the scrutineer for the vote-taking at the EGM. The work performed by Computershare Hong Kong Investors Services Limited did not include provision of any assurance or advice on matters of legal interpretation or legal entitlement to vote.

Semiconductor Manufacturing International Corporation

Gareth Kung

Company Secretary

Shanghai, 17 February 2014

*As at the date of this announcement, the directors of the Company are:*

*Executive Directors*

*Zhang Wenyi (Chairman)*

*Tzu-Yin Chiu (Chief Executive Officer)*

*Gao Yonggang (Chief Financial Officer)*

*Non-executive Directors*

*Chen Shanzhi (Li Yonghua as his Alternate)*

*Lawrence Juen-Yee Lau (Datong Chen as his Alternate)*

*Zhou Jie*

*Independent Non-executive Directors*

*William Tudor Brown*

*Sean Maloney*

*Frank Meng*

*Lip-Bu Tan*