



中 芯 国 际 集 成 电 路 制 造 有 限 公 司
Semiconductor Manufacturing International Corp.
(incorporated in the Cayman Islands with limited liability)

Date: January 24, 2017

NOTICE TO THE BONDHOLDERS

Dear Sirs,

Re: Redemption at option of the Issuer of the Zero Coupon Convertible Bonds due 2018
(ISIN Number: XS0987076899)

We refer to the terms and conditions (“**T&Cs**”) of the US\$200,000,000 Zero Coupon Convertible Bonds due 2018, the US\$86,800,000 Zero Coupon Convertible Bonds due 2018, the US\$95,000,000 Zero Coupon Convertible Bonds due 2018 and the US\$22,200,000 Zero Coupon Convertible Bonds due 2018 (collectively, “**Bonds**”, ISIN Number: XS0987076899). Unless otherwise stated, terms defined in this notice shall have the same meanings as defined in the T&Cs.

Pursuant to condition 8(C)(i) of the Bonds, on giving not less than 45 nor more than 60 days’ notice (an “**Optional Redemption Notice**”) to the Trustee and the Bondholders in accordance with Condition 11 of the T&Cs, the Company shall redeem all and not some only of the Bonds on the date (the “**Option Redemption Date**”) specified in the Option Redemption Notice at their principal amount at any time after 7 November 2015, provided that the Closing Price of a Share (translated into US dollars at the Prevailing Rate), for each of 20 consecutive Trading Days, the last of which occurs not more than 10 days prior to the date of the Optional Redemption Notice was at least 120% of the Conversion Price (translated into US dollars at the Fixed Exchange Rate) then in effect immediately prior to the date upon which notice of such redemption is given.

As each of (i) the Closing Price of the Share for each of the Trading Days from 22 December 2016 to 23 January 2017 and (ii) the Closing Price on 23 January 2017 was at least 120% of the Conversion Price (translated into US dollars at the Fixed Exchange Rate), we hereby write to inform you that the Company now exercises its right to redeem all the outstanding Bonds on 10 March 2017 being the Option Redemption Date where all of the Bonds will be redeemed in cash at 100% of the Bonds’ principal amount (being US\$342,700,000 in total), in accordance with condition 8(C)(i) and condition 11 of the T&Cs.

We hereby provide the following further information in relation to the Bonds for your reference pursuant to condition 8(H) of the T&Cs:

- The conversion price on January 24, 2017: HKD7.965
- The last day on which conversion rights may be exercised: March 3, 2017



中 芯 国 际 集 成 电 路 制 造 有 限 公 司
Semiconductor Manufacturing International Corp.
(incorporated in the Cayman Islands with limited liability)

- The closing share price on January 23, 2017: HKD10.70

If you have any questions in relation to the above, please contact Chris Wu (Direct line: +86-021-38610000*16030, Email: Chris_Wu2@smics.com).