

This charter is made in Chinese and English. In case of any ambiguity herein, the English version shall prevail.

Semiconductor Manufacturing International Corporation
(incorporated in the Cayman Islands with limited liability)

NOMINATION COMMITTEE CHARTER

(approved by the Board on March 23, 2012, and as amended and approved by the Board on August 8, 2013, April 30, 2020 and February 6, 2024, respectively)

Chapter 1 General Provisions

Article 1 Semiconductor Manufacturing International Corporation (the "**Company**") formulates this charter in accordance with the relevant provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the special provisions of the Rules Governing the Listing of Securities on the Science and Technology Innovation Board of the Shanghai Stock Exchange for red chip enterprises.

Article 2 The Nomination Committee (the "**Committee**") shall be established by the board (the "**Board**") of directors (the "**Director**") and shall be mainly responsible for (1) identifying and recommending candidates suitable for serving as Directors; (2) making recommendations to the Board on the appointment and succession of Directors; (3) ensuring the Company has a Board of an effective size, structure and composition.

Chapter 2 Composition

Article 3 The number of members of the Committee shall be determined by the Board and shall consist of at least three members. The members of the Committee shall be appointed by the Board and their term of office as a member is consistent with their tenure as Directors. According to the provisions of the listing rules in the jurisdiction where the shares of the Company are listed, the majority of members must be independent non-executive Directors.

Article 4 Chairman of the Committee shall be appointed by the Board and shall be the chairman of the Board or an independent non-executive Director.

Article 5 The members of the Committee may be removed or replaced and any vacancies on the Committee shall be filled by the Board.

Chapter 3 Authorities and Duties

Article 6 Review the structure, size and composition (including the skills, knowledge and experience, as well as diversity of views and perspectives etc.) of the Board at least annually and make recommendations on any proposed changes to the Board to complement the Company's corporate strategy;

Article 7 Monitor the implementation of board diversity policy (including any measurable objectives and the progress in achieving those objectives), and ensure that appropriate disclosures are made regarding board diversity in the corporate governance report set out in the Company's annual report;

Article 8 Identify individuals suitably qualified to become members of the Board and consistent with criteria approved by the Board, and make recommendations to the Board on the selection of individuals nominated for directorships;

Article 9 Assess the independence of independent non-executive Directors;

Article 10 Make recommendations to the Board on the appointment or re-appointment of Directors and succession planning for Directors;

Article 11 The Committee is responsible for other matters in accordance with the applicable laws and regulations, the Company's articles of association, and authorized by the Board.

Article 12 The Committee should be provided with sufficient resources to perform its duties.

Chapter 4 Rules of Procedure

- Article 13** The Committee shall hold at least one meeting each year, and may increase the number of meetings or act by unanimous written resolutions if circumstances require.
- Article 14** The chairman of the Committee should determine the agenda of the Committee after consulting with the management. Appropriate notice must be given before the meeting is held, unless all members unanimously waive such notice. When practicable, the relevant agenda and meeting documents to be reviewed at the meeting of the Committee should be served on the Committee members at least three days before the date of the meeting. All meeting proposals must be reviewed and approved by the management before their submission to the Committee for approval.
- Article 15** The quorum for each meeting shall be a majority of the Committee members and at least two members shall be present for each meeting. Where a member fails to attend the meeting in person due to special circumstances, he/she may entrust other members of the Committee to attend and exercise relevant functions and powers on his/her behalf.
- Article 16** The Committee shall report resolutions or recommendations to the Board on a regular basis, unless there are legal or regulatory restrictions on their ability to do so (such as regulatory restrictions on disclosure).
- Article 17** Each Committee member is entitled to one vote. Resolutions passed at the meeting must be passed by a majority of the votes exercisable by all members present at the meeting (including the votes of the members present and the votes cast on behalf of the members unable to present at the meeting).
- Article 18** Full minutes of the meetings of the Committee should be kept by the Board secretary/Company secretary and should be open for inspection at any reasonable time on reasonable notice by any Director. Minutes of the meetings of the Committee should record in detail the matters considered and decisions reached, including any concerns raised by the Directors or dissenting views expressed. Draft and final versions of minutes should be sent to all members of the Committee for their comment and records respectively, within a reasonable period of time.

Article 19 The chairman of the Committee (in the absence of the chairman, another member of the Committee or a representative duly delegated by the chairman) shall attend the annual general meeting of the Company and be prepared to answer the questions in relation to the work and responsibilities of the Committee at the meeting.

Chapter 5 Supplementary Provisions

Article 20 Any outstanding matters not covered in this charter shall be implemented in accordance with applicable laws, regulations, normative documents, rules of securities regulatory authorities, and the provisions of the Company's articles of association. To such extent this charter is inconsistent with any laws, regulations, normative documents or the Company's articles of association that may be promulgated or revised in the future, the relevant laws, regulations, normative documents and the Company's articles of association shall prevail.

Article 21 The Committee shall review the completeness of this charter from time to time and recommend revisions to the Board.

Article 22 This charter shall come into effect and be implemented after being reviewed and approved by the Board.

Article 23 The Board is responsible for the interpretation and revision of this charter.