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This announcement, for which the directors (the “Directors”) of Shanghai Fudan Microelectronics Company Limited (the “Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:- (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.



上海復旦微電子股份有限公司

Shanghai Fudan Microelectronics Company Limited *

(a joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 8102)

POSITIVE PROFIT ALERT

This announcement is made pursuant to Rule 17.10 of the GEM Listing Rules.

The Board wishes to inform the shareholders of the Company and potential investors that, based on its preliminary review of the unaudited management accounts of the Group, it is expected that the Group will record a significant increase in its unaudited profit attributable to owners of the parent arising from normal operations for the three months ended 31 March 2010 when compared with the unaudited profit attributable to owners of the parent of RMB2,355,000 as recorded in the corresponding period in 2009.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

This announcement is made pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”).

The board (the “Board”) of directors (the “Directors”) of Shanghai Fudan Microelectronics Company Limited (the “Company”) wishes to inform the shareholders of the Company and potential investors that, based on its preliminary review of the unaudited management accounts of the Company and its subsidiaries (the “Group”), it is expected that the Group will record a significant increase in its unaudited profit attributable to owners of the parent arising from normal operations for the three months ended 31 March 2010 when compared with the unaudited profit attributable to owners of the parent of RMB2,355,000 as recorded in the corresponding period in 2009. The improvement in the Group’s results is mainly attributable to the increase in sales as a result of changes in market-oriented economy.

This positive profit alert announcement is only based on the Board's preliminary review of the unaudited management accounts of the Group for the three months ended 31 March 2010, which have not been reviewed by the audit committee of the Company and may be subject to adjustments. The Group's first quarterly results for the three months ended 31 March 2010 will be published on 11 May 2010.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

On behalf of the Board
Shanghai Fudan Microelectronics Company Limited*
Jiang Guoxing
Chairman

Shanghai, the PRC, 29 April 2010

As at the date of this announcement, the Company's executive Directors are Mr. Jiang Guoxing, Mr. Shi Lei, Mr. Yu Jun, Ms. Cheng Junxia and Mr. Wang Su; non-executive Directors are Ms. Zhang Qianling, Mr. He Lixing and Mr. Shen Xiaozu and independent non-executive Directors are Mr. Cheung Wing Keung, Mr. Guo Li and Mr. Chen Baoying.

This announcement will remain on the GEM website on the "Latest Company announcements" page for at least 7 days from the day of its posting and publish on the Company's website at www.fmsh.com.

** For identification purpose only*