

# Directors and Senior Management

## Members of the Board of Directors

Members of the Board who served during the year of 2004 were Richard R. Chang (Executive Director, Chairman, President and Chief Executive Officer of the Company), Lai Xing Cai (appointed as non-executive Director upon the completion of the Global Offering), David Tse Young Chou (ceased to be a non-executive Director upon the completion of the Global Offering), Charles Richard Kramlich (ceased to be a non-executive Director upon the completion of the Global Offering), Jimmy Shueh-Mien Lee (ceased to be a non-executive Director upon the completion of the Global Offering), Ming Fang Lu (ceased to be a non-executive Director upon the completion of the Global Offering), Philip Richard Nicholls (ceased to be a non-executive Director upon the completion of the Global Offering), Sean Hunkler (appointed as non-executive Director on April 25, 2004 and ceased to be a non-executive Director upon his resignation on December 2, 2004), Ta-Lin Hsu (ceased to be a non-executive Director and was re-appointed as an independent non-executive Director upon the completion of the Global Offering), Yen-Peng Jou (ceased to be a non-executive Director and was re-appointed as an independent non-executive Director upon the completion of the Global Offering), Tsuyoshi Kawanishi (ceased to be a non-executive Director and was re-appointed as an independent non-executive Director upon the completion of the Global Offering), Henry Shaw (ceased to be a non-executive Director and was re-appointed as an independent non-executive Director upon the completion of the Global Offering), Lip-Bu Tan (ceased to be a non-executive Director and was re-appointed as an independent non-executive Director upon the

completion of the Global Offering) and Yang Yuan Wang (ceased to be a non-executive Director and was re-appointed as an independent non-executive Director upon the completion of the Global Offering).

At the forthcoming annual general meeting of the Company's shareholders (the "AGM") and in accordance with the Articles, Richard R. Chang and Henry Shaw, whose appointments as Directors took effect from April 3, 2000 and September 25, 2001, respectively, and who were designated as Class I Directors upon the completion of the Global Offering, will retire from office on the date of the AGM. Both Board members will offer themselves for re-election at the AGM.

Brief biographical details for Board members are set out on pages 22 through 24.

Following the resignation of Sean Hunkler mentioned above, the Board, in accordance with the Articles, approved the reduction in the number of Directors from nine to eight. No replacement for the vacancy on the Board has been recommended for the AGM.

## Alternate Directors

The Alternate Director in office during the year of 2004 was Fang Yao (appointed as Alternate Director to Lai Xing Cai on July 27, 2004).

## Board of Directors

Members of the Board are elected by the Company's shareholders. The Board consists of eight Directors.

## Directors and Senior Management

The following table sets forth the names of Directors and the Company's executive officers, including its founder, as of the date of this annual report. The Company's executive officers are appointed by, and serve at the discretion of, the Board.

Name	Age	Position
Richard Ru Gin Chang	57	Chairman of the Board, Executive Director, Founder, President and Chief Executive Officer
Lai Xing Cai	62	Non-Executive Director
Ta-Lin Hsu	61	Independent Non-Executive Director
Yen-Pong Jou	44	Independent Non-Executive Director
Tsuyoshi Kawanishi	75	Independent Non-Executive Director
Henry Shaw	51	Independent Non-Executive Director
Lip-Bu Tan	45	Independent Non-Executive Director
Yang Yuan Wang	70	Independent Non-Executive Director
Fang Yao	35	Alternate Director (to Lai Xing Cai)
Morning Wu	48	*Acting Chief Financial Officer, Chief Accounting Officer and Qualified Accountant
Marco Mora	46	Chief Operating Officer
Toshiaki Ikoma	63	Chief Technology Officer
Akio Kawabata	59	Vice President, Marketing
Jason Ting Chih Hsien	47	Vice President, Human Resources and General Affairs and Joint Compliance Officer
Anne Wai Yui Chen	42	Company Secretary, Hong Kong Representative and Joint Compliance Officer

\* The Company announced in March 2005 that Ms. Wu replaced Ms. Jenny Wang as the Chief Financial Officer, Chief Accounting Officer and Qualified Accountant of the Company, who resigned to enable her to pursue other business interests.

### Chairman, Executive Director, Founder, President and Chief Executive Officer

**Richard Ru Gin Chang** founded the Company in April 2000 and is currently the Chairman of the Board, President and Chief Executive Officer. Dr. Chang is also a director of the Company's wholly-owned subsidiaries, Semiconductor Manufacturing International (Shanghai) Corporation, Semiconductor Manufacturing International (Beijing) Corporation, Semiconductor Manufacturing International (Tianjin) Corporation and Semiconductor Manufacturing International (AT) Corporation. Dr. Chang has over 26 years of semiconductor experience in foundry operations, wafer fabrication and research and development.

From 1998 to 1999, Dr. Chang was President of Worldwide Semiconductor Manufacturing Corp., or WSMC, after joining the company in 1997. Prior to joining WSMC, Dr. Chang worked for 20 years at Texas Instruments Incorporated, where he helped build and manage the technology development and operations of ten semiconductor fabs and integrated circuit operations in the United States, Japan, Singapore, Italy and Taiwan. Dr. Chang received a PhD in Electrical Engineering from Southern Methodist University and a master's degree in Engineering Science from the State University of New York. In December 2003, Dr. Chang was selected by the China Center of Information Development as one of the ten "China IT Economic People of 2003" for his role in influencing and contributing to the development of China's information technology industry. In February 2004, Dr. Chang received The Magnolia Silver Award, which is generally recognized as the highest award an individual

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may receive from the Shanghai Municipal Foreign Affairs Office. The award recognizes Dr. Chang's contributions to Shanghai's economy, social development and interchange and cooperation with foreign companies.

## Non-Executive Director

**Lai Xing Cai** has been a Director since March 2004. Mr. Cai is the Chairman and a member of the board of directors of Shanghai Industrial Holdings Limited and the Chairman and a member of the board of directors of Shanghai Industrial Investment (Holdings) Company Limited. He graduated from Tong Ji University and was a Deputy Secretary of the Shanghai Government responsible for economic planning, finance and research. He was also the Deputy Director of the Shanghai Planning Committee and Pudong Development Office, and was in charge of the city government's research office. In 1988, he was awarded the title of State-Class Economist. Mr. Cai is also a member of the National Committee of The Chinese People's Political Consultative Conference.

## Independent Non-Executive Directors

**Ta-Lin Hsu** has been a Director since 2001 and is a director of SMIC Beijing. Dr. Hsu is the founder and chairman of H&Q Asia Pacific. Prior to founding H&Q Asia Pacific in 1986, Dr. Hsu was a General Partner at Hambrecht & Quist and held the position of Senior Manager in the Corporate Research Division of IBM. Dr. Hsu has served on the boards of a number of public and private companies, and he currently serves on the Board of Trustees of the Asia Foundation and as a member of the Council of Foreign Relations. Dr. Hsu received his PhD in Electrical Engineering from the University of California at Berkeley and his undergraduate degree in Physics from National Taiwan University. Dr. Hsu is a member of the Advisory Board of the Haas School of Business at the University of California at Berkeley.

**Yen-Pong Jou** has been a Director since 2001. Mr. Jou is the Senior Partner of Jou & Associates. Between 1985 and November 2003, Mr. Jou was General Counsel of a public company. Mr. Jou received a law degree from the FuJen Catholic University School of Law in Taiwan.

**Tsuyoshi Kawanishi** has been a Director since 2001 and is also the Chairman of SMIC Japan Corporation. Mr. Kawanishi has more than 50 years of experience in the electronics industry with Toshiba Corporation, where he served as, among other positions, Senior Executive Vice President and Senior Advisor. Mr. Kawanishi currently serves on the board of directors of Asyst Technologies, Inc., FTD Technology Pte. Ltd. and T.C.S. Japan, and acts as an advisor to Accenture Ltd., Kinetic Holdings Corporation and a number of private companies. Mr. Kawanishi is also the Chairman of the Society of Semiconductor Industry Seniors in Japan and the Chairman of the SIP Consortium of Japan.

**Henry Shaw** has been a Director since 2001. Mr. Shaw is currently the Senior Partner of AsiaVest Partners TCW/YFY Ltd. Prior to joining AsiaVest Partners, Mr. Shaw was a Vice President at Transpac Capital Pte. Ltd. and founded and served as Chief Financial Officer of Mosel Vitelic Inc. Mr. Shaw serves on the board of directors of InterVideo, Inc. Mr. Shaw received a master's degree in Business Administration from National Cheng-Chi University in Taiwan.

**Lip-Bu Tan** has been a Director since 2002 and is a director of SMIC Tianjin. Mr. Tan is the founder and Chairman of Walden International, a venture capital firm. Mr. Tan currently serves on the board of directors of Cadence Design Systems, Inc., Centillum Communications, Inc., Creative Technology Ltd., Flextronics International Ltd., Integrated Silicon Solution, Inc., Leadis Technology, Inc. and SINA Corporation, as well as a number of private companies. Mr. Tan received a master's degree

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in Nuclear Engineering from the Massachusetts Institute of Technology and a master's degree in Business Administration from the University of San Francisco.

**Yang Yuan Wang** has been a Director since 2001. Professor Wang has more than 40 years of experience related to the semiconductor industry. He is the Chairman of SMIC Shanghai, SMIC Beijing and SMIC Tianjin and is also the Chief Scientist of the Microelectronics Research Institute at Beijing University. He is a fellow of the Chinese Academy of Sciences and The Institute of Electrical and Electronics Engineers.

### Alternate Director

**Fang Yao** has been an alternate director to Lai Xing Cai, a Director since July 2004. Mr. Yao is an executive director of Shanghai Industrial Holdings Limited. Mr. Yao also serves as a director and general manager of SIIC Management (Shanghai) Limited, a director of Shanghai S.I. Capital Company Limited, Shanghai Industrial Development Company Limited, Shanghai Hu-Ning Expressway (Shanghai Section) Company Limited, Shanghai Information Investment Inc. and Shanghai Communication Technologies Center, chairman of Shanghai Optical Communications Development Corp., deputy chairman of 金華市金甬高速公路建設投資有限公司, and vice chairman of Bright Dairy and Food Company Limited. He graduated from Chinese University of Hong Kong with a master's degree in Business Administration.

### Senior Management

**Ms. Morning Wu** joined the Company as Associate Vice President of Finance and Accounting in January 2003 and was appointed as Acting Chief Financial Officer, Chief Accounting Officer and Qualified Accountant of the Company as of March 28, 2005. Ms. Wu has over 25 years of experience in the investment and finance field. Prior to joining the Company,

Ms. Wu held management positions with First Taiwan Securities Inc. and Grand Cathay Securities Co. Ltd. Her responsibilities at these companies included strategic planning, mergers & acquisitions and designing and monitoring risk management systems. She holds a licence for Accounting and Auditor with the Senior Civil Service Examination of Taiwan. Ms. Wu obtained a bachelor's degree in Accounting from the National Chengchi University, Taiwan and received a master's degree in Accounting from the National Taiwan University.

**Marco Mora** joined the Company in 2000 as Vice President of Operations and since November 2003 has been the Chief Operating Officer. Mr. Mora has more than 19 years of experience in the semiconductor industry. Prior to joining the Company, Mr. Mora held management positions with STMicroelectronics N.V., Texas Instruments Italia S.p.A, Micron Technology Italia S.p.A and WSMC. Mr. Mora received a master's degree in Physics from the University of Milan.

**Toshiaki Ikoma** joined the Company as Chief Technology Officer in January 2004. Dr. Ikoma has extensive semiconductor experience in both academia and industry. Dr. Ikoma was the President of Texas Instruments Japan, Inc. for five years and, prior to that position, served as a professor of Electronics at the Institute of Industrial Science at the University of Tokyo from 1968 to 1994. Prior to joining the Company, he was a professor of Technology Management at the Graduate School of International Corporate Strategy of Hitotsubashi University, Tokyo, beginning in 2002. Dr. Ikoma received a PhD in Electronics from the University of Tokyo.

**Akio Kawabata** joined the Company in 2002 and is currently the Vice President of Marketing. Mr. Kawabata has over 32 years of experience in the semiconductor industry. Prior to joining the Company, Mr. Kawabata held various management positions with Toshiba Corporation, including General Manager of Toshiba's International Division, President of

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Toshiba Electronics Europe GmbH and Managing Director of Toshiba Asia Pacific. Mr. Kawabata received a master's degree in Electrical Engineering from Stanford University.

**Jason Ting Chih Hsien** joined the Company in January 2002 and became Vice President for Human Resources and General Affairs in January 2004. Dr. Ting also serves as the Joint Compliance Officer. He previously served as Senior Director of sales and marketing. Prior to joining the Company, Dr. Ting served as a Director of Walsin Lihwa Corporation in Taiwan. Dr. Ting received a PhD in Material Science from the University of Illinois.

### Company Secretary

**Anne Wai Yui Chen** joined the Company in 2001 and is the Company's Hong Kong Representative, Company Secretary and Joint Compliance Officer. Ms. Chen is admitted as a Solicitor in Hong Kong, England and Wales and Australia and was admitted as an advocate and solicitor in Singapore. She had served as a Deputy Adjudicator of the Small Claims Tribunal in Hong Kong in 1999 and had served as the President from 2000 to 2002 and is currently a Council Member of the Hong Kong Federation of Women Lawyers. Prior to joining the Company in 2001, she had been a practicing solicitor in Hong Kong since 1987.