

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/01/2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Kingdee International Software Group Company Limited
Date Submitted	05/02/2009

I. Movements in Authorised Share Capital

1. Ordinary Shares								
(1) Stock code : <u>0268</u> Description : <u>Ordinary Shares</u>								
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)					
Balance at close of preceding month	4,000,000,000	0.025	100,000,000					
Increase/(decrease)	Nil		Nil					
Balance at close of the month	4,000,000,000	0.025	100,000,000					
(2) Stock code :Descri	ption :							
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)					
Balance at close of preceding month								
Increase/(decrease)								
Balance at close of the month								

## 2. Preference Shares

Stock code :Desc	ription :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

## 3. Other Classes of Shares

Stock code :Description :					
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month					
Increase/(decrease)					
Balance at close of the month					

Total authorised share capital at the end of the month (*HK*\$) : 100,000,000

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	1,922,060,311	N/A	N/A	N/A
Increase/ (decrease) during the month	Nil	N/A	N/A	<u>N/A</u>
Balance at close of the month	1,922,060,311	N/A	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under S	Share Option	Schemes of the I	ssuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme including EGM					issuer issued during the month pursuant	issuer which may be issued pursuant thereto
approval date					thereto	as at close of the month
(dd/mm/yyyy) and –		Movement duri	ng the month			as at close of the monu
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.2001 Share				*		
Option Scheme						
(31 /1 /2001 )						
<b>Ordinary shares</b>	Nil	Nil	Nil	Nil	Nil	220,000
(Note 1)						i
2.2002 Share						
Option Scheme						
(26/ 4/2002)						
<b>Ordinary shares</b>	Nil	Nil	Nil	Nil	Nil	45,832,533
(Note 1)						
3.2005 Share						
Option Scheme						
(11/7/ 2005)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	211,116,000
(Note 1)						
		Te	otal A. (Ordin	ary shares)	257,168,533	
			(Prefere	nce shares)	N/A	
			(0	Other class)	N/A	
Total funds raised duri		from exercise of	2	N121		
options (State currency	()			Nil		

Description of warrants (Date of expiry - dd/mm/yyyy) 1.	Currency of Nominal value at nominal close of value preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date					
(if applicable) (dd/mm/yyyy)					
<u>2.</u>					
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3.	( / / )				
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price					
EGM approval date (if applicable)	( / / )				
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
	Total	(Prefere	nary shares) ence shares) Other class)		

Convertibles (i.e. Convertible i	nto Sharas of the l	squar which are to		For Main Board and GEM listed issuers			
Class and description		Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
1.							
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date							
(if applicable) (dd/mm/yyyy)) 2.	( / / ) 						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy) 3.	( / / )						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )							
Subscription price							
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )						
4.	_						
	<u> </u>						
Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )							
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )						
(dd/mm/yyyy)	( / / _ )		(Prefere	nary shares) ence shares) Other class)			

For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	as at close of the month
1	-	
2		
2		
( / / _ )		
shares (Note 1)	-	
3		
	•	
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares) (Other class)		

	Type of Issue	Issued Share Capital				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares issuable				
		At price. State	( <i>Note 1</i> ) Issue and allotment	( / /	)		
1.	Rights issue	At price : State	date : (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
2.	Open offer	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /			
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		

	Type of Issue		F	<sup>3</sup> or Main	Boar	d and GEM lis No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
	Type of issue						
5.	Scrip dividend	At price : State currency ——	Class of shares issuable ( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /			
6.	Repurchase of		Class of shares repurchased ( <i>Note 1</i> ) Cancellation date :	( / /	)		
	shares		(dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares redeemed (Note 1)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
8.	Consideration issue	At price : State	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		

			Fo	or Main Boar	d and GEM lis	sted issuers
	Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares issuable (Note 1)			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(//)		
			EGM approval date: (dd/mm/yyyy)	( / / )		
			Class of shares issuable (Note 1)			
10.	Other (Please specify)	At price : State currency	- Issue and allotment date : (dd/mm/yyyy)	(//)		
			EGM approval date: (dd/mm/yyyy)	(//)		
				rdinary share ference share	s)	 - -
				(Other clas	s)	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)				
	(2)				
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):					
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):					
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)					

Remarks	(if	any)	):
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Submitted by:	Yi Wei	
Title:	<b>Board Secretary</b>	
(Dire	ctor, Secretary or other du	ly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.