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KINGDEE INTERNATIONAL SOFTWARE GROUP COMPANY LIMITED

金蝶國際軟件集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 268)

**CHANGE OF PRESIDENT OF THE COMPANY AND CEO OF A SUBSIDIARY AND
RESIGNATION OF DIRECTOR**

The board (the "Board") of directors (the "Directors") of Kingdee International Software Group Company Limited (the "Company") hereby announces that Mr. FENG Guo Hua ("Mr. FENG") has resigned as the Executive Director and President of the Company and Chief Executive Officer of Kingdee Software (China) Co., Ltd, a wholly-owned subsidiary (the "Subsidiary") of the Company due to his family and personal reasons, and Mr. FENG has been appointed as the Strategic Consultant of the Company with effect from 2 February 2012. The Board and Mr. FENG have confirmed that Mr. FENG has no disagreement with the Board and there is no information in relation to Mr. FENG's resignation that needs to be brought to the attention of the shareholders of the Company. The Board would like to take this opportunity to thank Mr. FENG for his valuable contributions to the Company during his tenure of office.

Furthermore, the Board hereby announces that Mr. Xu Shao Chun has been appointed as President of the Company and CEO of the Subsidiary in place of Mr. FENG with effect from 2 February 2012.

By order of the Board
**KINGDEE INTERNATIONAL SOFTWARE
GROUP COMPANY LIMITED**
Xu Shao Chun
Chairman

Shenzhen, the PRC, 2 February, 2012

As at the date of this announcement, the Board comprises Mr. Xu Shao Chun (Chairman of the Board and Chief Executive Officer) and Mr. Chen Deng Kun as executive directors; Mr. James Ming King as non-executive directors; and Mr. Gary Clark Biddle, Mr. HO Ching-hua, Mr. Wu Cheng, Ms. Yang Zhou Nan and Mr. Yeung Kwok On as independent non-executive directors.