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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)

Clarification Announcement

In Relation to Final Dividend and Closure of Register

Reference is made to the English version of the announcement of Kingdee International Software Group Company Limited (the "Company") dated 27 March 2012 (the "Announcement") in relation to the Company's annual results for the year ended 31 December 2011. The board of directors (the "Board") of the Company wishes to clarify that the sections headed "Final Dividends" and "Closure of Register" on page 33 of the Announcement should read as follows:

Final Dividends

At the Annual General Meeting of the Company to be held on 10 May 2012 ("AGM"), the Board of Directors (the "Board") will **not** recommend on the **declaration payment** of final dividend for the year ended 31 December 2011. (2010: RMB 0.029 (HK\$ 0.034) per share)

Closure of Register

The register of shareholders of the Company will be closed from Monday, 7 May 2012 to Thursday, 10 May 2012 (both days inclusive), during which time no transfer of shares will be registered. In order to qualify to be shareholders of the Company to attend, act and vote at the ~~F~~forthcoming AGM ~~and to qualify the entitlement of the final~~ **dividends**, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong,

Computershare Hong Kong Investor Services Limited at Room 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 p.m. on Friday, 4 May 2012.

This clarification announcement does not affect the Chinese version of the Announcement.

By order of the Board

**KINGDEE INTERNATIONAL SOFTWARE
GROUP COMPANY LIMITED**

Xu Shao Chun

Chairman

Shenzhen, the People's Republic of China, 28 March 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; and Mr. Gary Clark Biddle, Mr. Ho Ching-Hua, Mr. Wu Cheng and Mr. Yeung Kwok On as independent non-executive directors.