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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)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

The board of directors of Kingdee International Software Group Company Limited (the "**Company**") hereby announces that the Company has granted 20,000,000 share options (the "**Share Options**") on 30 March 2012 under its share option scheme adopted on 11 July 2005. Share Options granted are subject to the acceptance of the grantees.

Details of the Share Options are set out as follows:

Date of grant:	30 March 2012 (the " Date of Grant ")
Exercise price of Share Options granted:	HK\$ 1.87 to subscribe for one ordinary share of HK\$ 0.025 each (" Share ") in the share capital of the Company
Number of Share Options granted:	20,000,000 Share Options (each Share Option shall entitle the holder of the Share Option to subscribe for one Share)
Closing price of the Shares on the Date of Grant:	HK\$ 1.87 per Share
Validity period of the Share Options:	Seven years commencing from 30 March 2012

Among the Share Options granted as mentioned above, the number of Share Options granted to the directors and substantial shareholders of the Company are as follows:

Name of directors/ Company	Position held with the Company	Number of Share Options granted
Oriental Gold Limited _(Note)	N/A	2,500,000
Chen Deng Kun	Executive Director and CFO	1,300,000
Gary Clark Biddle	Independent Non-executive Director	300,000
Yeung Kwok On	Independent Non-executive Director	300,000
Ho Ching-hua	Independent Non-executive Director	200,000
Wu Cheng	Independent Non-executive Director	200,000

Note: Oriental Gold Limited is wholly owned by Mr. Xu Shao Chun, the Chairman of the Board and the Chief Executive Officer of the Company and has interests in 408,472,000 shares and 2,400,000 share options of the Company, amounting to 16.35% of the issued share capital of the Company on the Date of Grant.

The grant of the Share Options to the above grantees as the directors and substantial shareholders of the Company has been approved by the independent non-executive directors (the "**Independent Non-executive Directors**") of the Company (excluding Independent Non-executive Director who is the grantee of the Share Options). Each of the grantees of the remaining 15,200,000 Share Options is an employee of the Company, and is not a director, chief executive or substantial shareholder of the Company, nor an associate (as defined in the Listing Rules) of any of them.

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

Shenzhen, the PRC, 30 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.