

### Monthly Return of Equity Issuer on Movements in Securities

## For the month ended (dd/mm/yyyy) :31/03/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Kingdee International Software Group Company Limited
Date Submitted	05/04/2012

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>0268</u> Descr	iption : Ordinary	Shares	
	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 : Descr	iption :		
	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 :Des	Description :			
	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 ordina	ry shares	No of preference	No. of other classes		
	(1)	(2)	shares	of shares		
Balance at close of preceding month	2,513,168,890	N/A	N/A	N/A		
Increase/ (decrease) during the month	433,600	N/A	N/A	N/A		
Balance at close of the month	2,513,602,490	N/A	N/A	<u>N/A</u>		

III. Details of Movements in Issued Share Capital

Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM approval date					the month pursuant thereto	issued pursuant therete as at close of the mont
(dd/mm/yyyy) and <sup>-</sup>		Movement du	ring the month		thereto	as at close of the mont
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.2002 Share						
Option Scheme						
(26/ 4/2002)						
<b>Ordinary shares</b>	Nil	Nil	Nil	Nil	Nil	4,157,873
(Note 1)						
2.2005 Share						
Option Scheme						
(11/7/ 2005)						
<b>Ordinary shares</b>	20,000,000	433,600	Nil	Nil	433,600	258,248,149
(Note 1)						
			Total A. (Ord	•	433,600	
			(Prefe	erence shares)	N/A	
				(Other class)	N/A	
Fotal funds raised dur	ing the month fr	om exercise of				
options (State currenc	y)			543,547.40		

Description of warrants (Date of expiry - dd/mm/yyyy)	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
<u>1.</u>					
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)					
2.					
( / / ) Stock code (if listed) Class of shares issuable (Note 1) 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					
4.	( / / )				
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)					
(dd/ mm/ yyyy)	( / / ) Total	(Prefere	nary shares) ence shares) Other class)		

Convertibles (i.e. Convertible i	nto Shorea of the l	aguar which are to		For Main Board and GEM listed issuers			
Convertibles (i.e. Convertible i		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.	( / / )						
2.							
Stock code (if listed) Class of shares							
issuable (Note 1)							
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							
(if applicable)							
	( / / )						
4.							
Stock code (if listed)							
Class of shares issuable ( <i>Note 1</i> )							
Subscription price							
EGM approval date							
(if applicable) (dd/mm/yyyy)	( / / )						
<pre></pre>			Fotal C. (Ordin	nary shares)		-	
			(Prefere	ence shares) Other class)		-	
			(			-	

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	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		
shares (Note 1)		
2.		
shares (Note 1)		
3		
shares (Note 1)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		

Oth	her Movements in Type of Issue	n 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
1.	Rights issue	At price : State	Class of shares issuable ( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)	( / / )		
			EGM approval date: (dd/mm/yyyy)	( / / )		
		At price : State	Class of shares issuable <i>(Note 1)</i> Issue and allotment	(//)		
2.	Open offer	currency	EGM approval date: (dd/mm/yyyy)	(//)		
			Class of shares issuable			
3.	Placing	At price : State	( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)	(//)		
			EGM approval date: (dd/mm/yyyy)	(//)		
			Class of shares issuable (Note 1)	Ordinary Shares		
4.	Bonus issue		Issue and allotment date : (dd/mm/yyyy)	( // )		
			EGM approval date: (dd/mm/yyyy)	( / / )		

				For Main	Boar	d and GEM listed is	
	Tanada					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
	Type of Issue						monu
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)	( / /			
			Class of shares repurchased (A	Note 1)			
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)				
			Class of shares redeemed ( <i>Note 1</i> )				
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)	( / /	)		

					For Main	Board a	nd GEM listed is	suers
	Type of Issue					d	lo. of new shares of issuer issued luring 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	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				Total E.	(Ordinary (Preference (Othe		Nil	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	433,600	
	(2)	Nil	
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		Nil	
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		Nil	
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)			

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Submitted by:	Yi Wei	
TT: 41		
Title:	<b>Board Secretary</b>	
(Dire	ector, Secretary or other de	uly 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.