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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)

Announcement on Issuance of Medium-Term Notes in PRC

**By Kingdee Software (China) Co., Ltd, A Wholly-owned Subsidiary of Company
and**

**Summary of the 2012 First Quarterly Unaudited Financial Figures of Kingdee
Software (China) Co., Ltd**

This announcement is made by Kingdee International Software Group Company Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Reference is made to the Company’s Announcement on the Proposed Issue of Medium-Term Notes dated 15 November 2011 and the Announcement on the Acceptance by National Association of Financial Market Institutional Investors of Registration of Medium-Term Notes dated 30 May 2012.

Kingdee Software (China) Co., Ltd (“**Kingdee Software**”), a wholly-owned subsidiary of the Company will issue the first tranche of the Medium-term Notes in People’s Republic of China (the “**PRC**”) on 12 July, 2012. The first tranche of the Medium-term Notes will be issued in the amount of RMB 0.48 billion with a term of three years.

Pursuant to the applicable laws and regulations in the PRC, documents in relation to the first tranche of the Medium-term Notes , the audited financial report of Kingdee Software for the year 2008 to 2011 and for the third quarter of 2011 and the unaudited financial reports for first quarter of 2012 of Kingdee Software (“**Unaudited Quarterly Financial Information**”) are published on the websites of China Bond (<http://www.chinabond.com.cn>) and ChinaMoney (<http://www.chinamoney.com.cn>) .

Set out below are the key unaudited financial figures of Kingdee Software for the first quarter of 2012 as included in the Unaudited Quarterly Financial Information, which have been prepared in accordance with the PRC Generally Accepted Accounting Principles and have not been audited:

	RMB
Total assets	2,762,547,626.00
Total liabilities	1,430,998,089.91
Owner's equity (or shareholders' equity)	1,331,549,536.08
Operating revenue	251,039,383.00
Net profit	-89,814,168.49
Net increase in cash and cash equivalents	-264,118,130.00
Cash and cash equivalents at the end of the period	343,750,522.00

The Unaudited Quarterly Financial Information and the key unaudited financial figures disclosed in this announcement are prepared in accordance with the PRC Generally Accepted Accounting Principles and have not been audited, and are limited solely to Kingdee Software, and the information contained therein does not provide a full picture of the operation or status of the Company. **Shareholders and potential investors are cautioned not to rely unduly on the information, and should exercise caution when dealing in the shares of the Company.**

By order of the Board
**Kingdee International Software
Group Company Limited**
Xu Shao Chun
Chairman

Shenzhen, the People's Republic of China, 6 July 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.