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KINGDEE INTERNATIONAL SOFTWARE GROUP COMPANY LIMITED

金蝶國際軟件集團有限公司

(於開曼群島註冊成立的有限公司)

(股份代號：268)

CHANGES IN EXECUTIVE DIRECTORS

The Board announces that with effect from 16 March 2016:

1. Mr. Yang Jian has resigned as an Executive Director of the Company;
2. Mr. Lin Bo has been appointed as an Executive Director of the Company.

Resignation of Executive Director

The board of directors (the “Board”) of Kingdee International Software Group Company Limited (the “Company”) announces that Mr. Yang Jian (楊健) (“Mr. Yang”) has resigned as an executive director of the Company due to his decision for personal and family reasons with effect from 16 March 2016.

Mr. Yang has confirmed that (i) there is no disagreement between himself and the Board; and (ii) there are no matters in relation to his resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and the shareholders of the Company.

Appointment of Executive Director

Mr. Lin Bo (林波) (“Mr. Lin”) has been appointed as an executive director of the Company with effect from the conclusion of the Board meeting convened on 16 March 2016.

Mr. Lin Bo, aged 43, obtained a bachelor’s degree of Computer Science from University of Xiamen. He is currently the Chief Financial Officer and vice President of the Company. After joining the Company in 1997, Mr. Lin has served as the General Manager of the Company in

Fujian Province Region, the General Manager of Operation Management Department and the Director of Strategic Development Department of the Group. Mr. Lin has extensive experience in strategic planning, marketing management and financial management.

Save as disclosed above, Mr. Lin does not hold any other positions in the Company or any of its subsidiaries, nor has he held any directorship in any other listed public companies in Hong Kong or other places in the last three years immediately preceding this announcement. Further, save as disclosed above, Mr. Lin does not have any other major appointments or professional qualifications.

Ms. Lin has entered into an appointment letter with the Company for a period of 2 years with effect from 16 March 2016. Pursuant to Article 99 of the Articles of Association of the Company, Mr. Lin shall hold office until the next annual general meeting of the Company and shall then be eligible for re-election at that meeting. Mr. Lin will be entitled to annual director's remuneration of RMB 150,000 subject to annual review by the Board on recommendations of the Remuneration Committee of the Company, by reference to market rates, the positions he holds in the Board committees and his duties and responsibilities within the Group and his experience. Save as disclosed above, Mr. Lin is not entitled to any other emoluments from the Company.

As at the date of this announcement, Mr. Lin is interested in 1,000 shares of the Company, holds 1,325,000 share options and 250,000 awarded shares of the Company, in aggregate representing approximately 0.05% of the issued share capital of the Company. Save as disclosed, Mr. Lin has no interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Mr. Lin does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company (within the meaning of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules")).

Save as disclosed above, Mr. Lin confirms that there is no other matter relating to his appointment that needs to be brought to the attention of the shareholders of the Company, nor is there any other information to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (w) of the Listing Rules.

The Board would like to take this opportunity to express its appreciation to Mr. Yang for his contributions to the Company during their tenure in office and to welcome Mr. Lin for joining the Board.

A list of directors of the Company setting out their roles and functions is available on the websites

of the Company and the Stock Exchange.

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

Shenzhen, the People's Republic of China, 16 March 2016

As at the date of this announcement, the Board comprises Mr. Xu Shao Chun (Chairman of the Board and Chief Executive Officer), Mr. Chen Deng Kun and Mr. Lin Bo (Chief Financial Officer) as executive directors; Ms. Dong Ming Zhu and Mr. Chen Zhang as non-executive directors; and Mr. Gary Clark Biddle, Mr. Wu Cheng, and Mr. Liu Chia Yung as independent non-executive directors.