## **Next Day Disclosure Return**

(Equity issuer - changes in issued share capital and/or share buybacks)

Name of listed issuer: Kingdee International Software Group Company Limited

Stock code: <u>00268</u> Date submitted: <u>22 April 2016</u>

Section I must be completed by a listed issuer where there has been a change in its issued share capital which is discloseable pursuant to rule 13.25A of the Rules (the "Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Exchange").

Section II must also be completed by a listed issuer where it has made a repurchase of shares which is discloseable under rule 10.06(4)(a).

## Description of securities: \_\_Ordinary Share(s) of HK\$0.025 each

| I.   |   |               |  |  |  |   |  |  |  |
|--|---|---------------|--|--|--|---|--|--|--|
| Issues of shares<br>(Notes 6 and 7)  |   | No. of shares | Issued shares as a % of existing issued share capital before relevant share issue (Notes 4, 6 and 7) | Issue price per share<br>(Notes 1 and 7) | Closing market<br>price per share of<br>the immediately<br>preceding business<br>day<br>(Note 5) | % discount/ premium of issue price to market price (Note 7) |  |  |  |
| Opening balance as at (Note 2) 31 March 2016   |   | 2,926,439,868 |  |  |  |   |  |  |  |
| (Note 3) Exercise of options by employees (other than directors) from 01 April 2016 to 22 April 2016 | Share Option Scheme adopted on 11 July 2005 | 6,232,000     | 0.21%  | HK\$0.822<br>(weighted average<br>price) | HK\$2.71<br>(21 April 2016)  | 69.66% (discount)   |  |  |  |
| (Note 3)<br>Exercise of options by<br>employees (directors ) on 22<br>April 2016                     | Share Option Scheme adopted on 11 July 2005 | 300,000       | 0.01%  | HK\$0.547<br>(weighted average<br>price) | HK\$2.71<br>( 21 April 2016)   | 79.81% (discount)   |  |  |  |
| Share repurchased  | N/A   | N/A           |  |  |  |   |  |  |  |
| Closing balance as at (Note 8) 22 April 2016   |   | 2,932,971,868 |  |  |  |   |  |  |  |

Notes to Section I:

- 1. Where shares have been issued at more than one issue price per share, a weighted average issue price per share should be given.
- 2. Please insert the closing balance date of the last Next Day Disclosure Return published pursuant to rule 13.25A or Monthly Return pursuant to rule 13.25B, whichever is the later.
- 3. Please set out all changes in issued share capital requiring disclosure pursuant to rule 13.25A together with the relevant dates of issue. Each category will need to be disclosed individually with sufficient information to enable the user to identify the relevant category in the listed issuer's Monthly Return. For example, multiple issues of shares as a result of multiple exercises of share options under the same option scheme or of multiple conversions under the same convertible note must be aggregated and disclosed as one category. However, if the issues resulted from exercises of share options under 2 share option schemes or conversions of 2 convertible notes, these must be disclosed as 2 separate categories.
- 4. The percentage change in the listed issuer's issued share capital is to be calculated by reference to the listed issuer's total issued share capital (excluding for such purpose any shares repurchased or redeemed but not yet cancelled) as it was immediately before the earliest relevant event which has not been disclosed in a Monthly Return or Next Day Disclosure Return.
- 5. Where trading in the shares of the listed issuer has been suspended, "closing market price per share of the immediately preceding business day" should be construed as "closing market price per share of the business day on which the shares were last traded".
- 6. *In the context of a repurchase of shares:* 
  - "issues of shares" should be construed as "repurchases of shares"; and
  - "issued shares as a % of existing issued share capital before relevant share issue" should be construed as "repurchased shares as a % of existing issued share capital before relevant share repurchase".
- 7. *In the context of a redemption of shares:* 
  - "issues of shares" should be construed as "redemptions of shares";
  - "issued shares as a % of existing issued share capital before relevant share issue" should be construed as "redeemed shares as a % of existing issued share capital before relevant share redemption"; and
  - "issue price per share" should be construed as "redemption price per share".
- 8. The closing balance date is the date of the last relevant event being disclosed.

| II.           |  |   |                                       |                                      |                                       |
|---------------|--|---|---------------------------------------|--------------------------------------|---------------------------------------|
| A.            | Purchase report                            |   |                                       |                                      |                                       |
| Tradi<br>date | Securities                                 | Method of purchase (Note)  On the Exchange  | Highest price paid HK\$               | Lowest price paid HK\$               | Total paid HK\$                       |
| Total         |  |   |                                       |                                      |                                       |
| B.            | Additional information for                 | issuer whose primary listing is on the  | Exchange                              |                                      |                                       |
| 1.            | Number of such securities resolution)      | (a)   |                                       |                                      |                                       |
| 2.            | % of issued share capital at of resolution | t time ordinary resolution passed acqu  | nired on the Exchange since date      |                                      | %                                     |
|               |  | <u>(x 100)</u>  |                                       |                                      |                                       |
| materia       | al changes to the particulars              | chases set out in A above which were<br>contained in the Explanatory Statemer<br>stock exchange were made in accord | nt dated which has been file          | ed with the Exchange. We also con    | nfirm that any purchases set out in A |
| Note to       | Section II: Please state                   | whether on the Exchange, on another st  | ock exchange (stating the name of the | exchange), by private arrangement of | or by general offer.                  |
|               | Submitted by:(Name)                        | YI WEI  |                                       |                                      |                                       |
|               | Title: <u>E</u>                            | Soard Secretary y or other duly authorised officer)   |                                       |                                      |                                       |