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## **NOTICE OF REDEMPTION**

### **Crotona Assets Limited**

(the “**Issuer**”)

*(incorporated with limited liability under the laws of the British Virgin Islands)*

U.S.\$175,000,000 4.00 per cent. guaranteed convertible bonds due 2019

(the “**Bonds**”)

(Stock code: 5724)

**guaranteed by**

The logo for Kingdee, featuring the word "Kingdee" in a bold, blue, sans-serif font with a registered trademark symbol (®) to the upper right of the "e".

## **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)**

Reference is made to the announcements of Kingdee International Software Group Company Limited (the “Company”) dated 8 April 2014, 10 April 2014 and 14 April 2014 in relation to the issue of the Bonds (the “Announcements”). Unless the context otherwise requires, terms used herein shall have the same meanings as defined in the Announcements.

The Company announces today that the Issuer has informed the Trustee and holders of the Bonds that:

- (a) it intends to exercise its right of redemption pursuant to Condition 8(C) of the Conditions to redeem all the outstanding Bonds with the aggregate principal amount of US\$175,000,000;
- (b) the redemption date shall be 26 April 2018 (the “Redemption Date”);
- (c) the redemption price shall equal to principal amount of the Bonds together with interest accrued but unpaid (“Redemption Price”); and
- (d) payment of said Bonds to be redeemed will be made in accordance with the applicable procedures of Euroclear Bank S.A./N.V. (“Euroclear”) and Clearstream Banking, société anonyme, Luxembourg (“Clearstream”).

The Issuer will pay to the holders of the Bonds the Redemption Price on the Redemption Date and interest on the Bonds will cease to accrue on and after the Redemption Date.

The holders of the Bonds can still exercise the Conversion Rights at the Conversion Price of HK\$3.90 on or prior to 11 April 2018. After that, the only right of holders of the Bonds shall be to receive payment of the Redemption Price upon surrendering to the Paying Agent (as defined in the Conditions) of Bonds in accordance with the applicable procedures of Euroclear and Clearstream.

Upon redemption of the outstanding Bonds on the Redemption Date, all the Bonds will be cancelled and subsequently delisted from the Hong Kong Stock Exchange in accordance with the procedures thereof.

Additional information concerning the terms and conditions of the redemption are fully described in the notice distributed to holders of the Bonds. Beneficial holders with any questions about the redemption should contact their respective brokerage firm or financial institution.

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

Shenzhen, the People's Republic of China, 20 March 2018

*As at the date of this announcement, the Board comprises Mr. Xu Shao Chun (Chairman of the Board and Chief Executive Officer) and Mr. Lin Bo (Chief Financial Officer) as executive directors; Ms. Dong Ming Zhu and Mr. Shen Yuan Ching as non-executive directors; and Mr. Gary Clark Biddle, Mr. Cao Yang Feng and Mr. Liu Chia Yung as independent non-executive directors.*

\* *for identification purposes only*