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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 Acceptance by National Association of
Financial Market Institutional Investors of Registration of Medium-Term Notes**

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.

Pursuant to the resolution by the shareholder of Kingdee Software (China) Co., Ltd (Kingdee Software), a wholly-owned subsidiary of the Company on 25 September 2011 and the resolution by the board of Kingdee Software on 26 September 2011, Kingdee Software had made an application (the “**Application**”) to the National Association of Financial Market Institutional Investors (中國銀行間市場交易商協會) for the issuance of medium-term notes in the total principal amount of RMB 0.48 billion (the “**Medium-term Notes**”). The Application was approved by the National Association of Financial Market Institutional Investors on 24 May 2012 with the notice of acceptance for registration (Zhong Shi Xie Zhu [2012] No. MTN120) (the “**Notice**”). According to the Notice, the registration amount of the Medium-term Notes is RMB 0.48 billion and would expire after a period of 2 years from the date of the Notice (the “**Date of Notice**”). Further, the issuance of the first tranche of the Medium-term Notes should be completed within two (2) months from the Date of Notice, and in respect of the issuance of subsequent tranches, filings should be made with the National Association of Financial Market Institutional Investors two (2) business days before the date of issuance.

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

Shenzhen, the People's Republic of China, 30 May 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.