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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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 18 MAY 2023

Kingdee International Software Group Company Limited (the “**Company**”) held the AGM on Thursday, 18 May 2023.

Reference is made to the circular of the Company dated 25 April 2023 (the “**Circular**”). Capitalized terms used in this announcement have the same meanings as those defined in the Circular.

The Board hereby announces that at the AGM held on 18 May 2023, the poll results are as follows:

Ordinary Resolutions		Number of Valid Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated accounts, the report of the Directors and the report of the auditors of the Company for the year ended 31 December 2022.	2,277,570,147 (99.797913%)	4,612,000 (0.202087%)

2(A).	To re-elect Mr. Xu Shao Chun as an executive Director.	2,054,505,309 (90.023722%)	227,676,838 (9.976278%)
2(B).	To re-elect Ms. Dong Ming Zhu as a non-executive Director.	2,203,422,133 (96.548916%)	78,760,014 (3.451084%)
2(C).	To re-elect Mr. Zhou Jun Xiang as an independent non-executive Director.	2,190,339,276 (95.975656%)	91,842,871 (4.024344%)
2(D).	To re-elect Mr. Bo Lian Ming as an independent non-executive Director.	2,271,460,888 (99.530219%)	10,721,259 (0.469781%)
3.	To authorize the Board to fix the remuneration of the Directors.	2,277,608,814 (99.799607%)	4,573,333 (0.200393%)
4.	To consider and approve the re-appointment of PricewaterhouseCoopers, the retiring auditors of the Company, as the auditors of the Company and to authorize the Board to fix their remuneration.	2,251,314,783 (98.651526%)	30,773,364 (1.348474%)
5(A).	To grant a general mandate to the Directors to issue and allot additional Shares not exceeding 10% of the existing total number of issued Shares.	2,276,253,999 (99.740242%)	5,928,148 (0.259758%)
5(B).	To grant a general mandate to the Directors to repurchase the Shares not exceeding 10% of the existing total number of issued Shares.	2,276,023,196 (99.730129%)	6,158,951 (0.269871%)
6.	To approve the proposed increase in authorized share capital of the Company.	2,222,132,020 (97.368741%)	60,050,127 (2.631259%)
Special Resolution			
7.	To approve the proposed adoption of the new amended and restated memorandum and articles of association of the Company.	1,632,403,642 (71.528193%)	649,778,505 (28.471807%)

Remarks:

- (a) The AGM was chaired by Mr. Xu Shao Chun and all the Directors attended the AGM.
- (b) The full text of each of the above resolutions is set out in the notice of the AGM dated 25 April 2023.
- (c) As a majority of the votes were cast in favour of each of the resolutions 1 to 6, all such resolutions were duly passed as ordinary resolutions. As less than 75% of the votes were cast in favour of resolution 7, such was not passed as a special resolution of the Company.

- (d) As at the date of the AGM, the total number of Shares in issue was: 3,475,993,271.
- (e) The total number of Shares entitling the holder to attend and vote on the resolutions at the AGM was: 3,475,993,271.
- (f) The total number of Shares entitling the holder to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Listing Rules was: Nil.
- (g) None of the Shareholders had stated their intention in the Circular to vote against any of the resolutions or abstain from voting on any of the resolutions at the AGM.
- (h) None of the Shareholders were required under the Listing Rules to abstain from voting on any of the resolutions at the AGM.
- (i) The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

The Board would like to reiterate that it is in the best interests of the Company and the Shareholders as a whole to bring the constitution of the Company in line with amendments made to the applicable laws of the Cayman Islands and the Listing Rules by adopting the amended and restated Memorandum and Articles and since resolution 7 was not passed as a special resolution of the Company at the AGM, the Board may consider proposing these amendments again in the future as and when appropriate.

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

Shenzhen, the People's Republic of China, 18 May 2023

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. Gary Clark Biddle as non-executive Directors; and Mr. Zhou Jun Xiang, Ms. Katherine Rong Xin and Mr. Bo Lian Ming as independent non-executive Directors.