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This announcement, for which the directors of Kingdee International Software Group Company Limited (the “Company”) collectively and individually accept full responsibility for, includes the particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.



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)

NOTICE OF BOARD MEETING

The board of directors (the “Board”) of Kingdee International Software Group Company Limited (the “Company”) hereby announces that a meeting of the Board will be held at 4th level, Zone B, Block W1, High-new Technology Industrial Estate, Shennan Highway, Nanshan District, Shenzhen, Guangdong Province, the People’s Republic of China (the “PRC”) on Friday, 21st March, 2003, at 4:00 p.m. for the following purposes:

1. To receive, consider and approve the audited consolidated financial statements of the Company and its subsidiaries (the “Group”) for the year ended 31st December, 2002, and the Report of the Directors of the Company for the year ended 31st December, 2002;
2. To consider the recommendation for the payment of final dividend for the year ended 31st December, 2002, if any;
3. To consider the closure of the Register of Members, if necessary;

4. To consider and approve the annual results announcement and its summary of the Group for the year ended 31st December, 2002 to be published on the website of the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (“HKGEM”) and the Company’s website;
5. To consider the time and venue of the forthcoming Annual General Meeting of the Company;
6. To transact any other business.

By order the Board
**KINGDEE INTERNATIONAL SOFTWARE
GROUP COMPANY LIMITED**
Xu Shao Chun
Chairman

Shenzhen, the PRC, 7th March, 2003

This announcement will remain on the HKGEM Website at www.hkgem.com on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at www.kingdee.com.