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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, includes 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, the information contained in this announcement is accurate and complete in all material respects and not misleading; there are no other matters the omission of which would make any statement in this announcement misleading; and 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

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)

UNUSUAL VOLUME MOVEMENT

SUMMARY

The Company was informed by IDGVC that on 5th June, 2003, IDGVC entered into an agreement with a placing agent to dispose of 25 million Shares (the “Placing Shares”) of the Company, representing approximately 5.7% of the entire issued share capital of the Company, to independent third parties and an executive director of the Company.

The directors of the Company have noted the recent increase in trading volume of the shares of the Company and wish to state that they are not aware of any other reasons for such fluctuations.

This announcement is made at the request of The Stock Exchange of Hong Kong Limited.

Kingdee International Software Group Company Limited (the “Company”) was informed by IDG Technology Venture Investments, Inc. (“IDGVC”), the then substantial shareholder of the Company, that on 5th June, 2003 IDGVC entered into an agreement with a placing agent to dispose of 25.0 million Shares (“Shares”), representing approximately 5.7% interest in the entire issued share capital of the Company, to third parties independent of the directors, chief executive, substantial shareholders and management shareholders of the Company as well as Mr. Xu Shao Chun, an executive director of the Company. Pursuant to the placing, Mr. Xu Shao Chun has agreed to acquire 8.0 million Shares at HK\$1.44 per share from IDGVC representing 1.8% of the total issued capital of the Company. After the placing, Mr. Xu Shao Chun’s and IDGVC’s shareholding interests in the Company are 34.0% and 4.1% respectively.

The directors of the Company have noted the recent increase in trading volume of the shares of the Company and wish to state that they are not aware of any other reasons for such fluctuations save for the above.

The directors of the Company also confirm that there are no other negotiations or agreements relating to intended acquisitions or realisations which are discloseable under Chapter 19 and 20 of Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”), neither is the board of directors aware of any matter which is discloseable under the general obligation imposed by Chapter 17 of the GEM Listing Rules, which is or may be of a price-sensitive nature.

On behalf of the Board
Kingdee International Software Group Company Limited
Xu Shao Chun
Chairman

Shenzhen, The People’s Republic of China, 5th June, 2003

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