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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)

**RESIGNATION OF EXECUTIVE DIRECTOR
AND CHANGES OF COMPLIANCE OFFICER AND AUTHORIZED
REPRESENTATIVE**

The board of directors (the “Board”) of Kingdee International Software Group Company Limited (the “Company”) hereby announces that Mr. Xu Wen Hui resigned as executive director, compliance officer, authorized representative and member of the Audit Committee of the Company with effect from the conclusion of the board meeting of the Company convened on 10th March 2004 (“Board Meeting”) for personal reasons at his own accord. The Board would like to take this opportunity to thank Mr. Xu for his contributions to the Company during his tenure of office.

The Board hereby also announces that Mr. James Ming King, an executive director of the Company, Mr. Luo Ming Xing, an executive director of the Company, and Mr. Zhao Yong, a non-executive director of the Company, are appointed as the compliance officer, authorized representative and member of the Audit Committee of the Company respectively with effect from the conclusion of the Board Meeting.

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

Shenzhen, the People’s Republic of China, 10th March, 2004

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