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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: 8133)

RESULT OF EXTRAORDINARY GENERAL MEETING

At the extraordinary general meeting of the Company held on 16 April 2004, the ordinary resolution relating to the grant of options to a substantial shareholder and executive director of the Company under the Share Option Scheme was duly passed.

Reference is made to the circular of Kingdee International Software Group Company Limited (the "Company") dated 29 March 2004 (the "Circular") in respect of the grant of options to a substantial shareholder and executive director of the Company under the Share Option Scheme. Unless otherwise defined, terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that at the EGM held on 16 April 2004, the ordinary resolution relating to the grant of options to a substantial shareholder and executive director of the Company, namely Mr. Xu Shao Chun, under the Share Option Scheme was duly passed by the Shareholders by way of a poll. The Company's share registrar, Computershare Hong Kong Investor Services Limited, was appointed as scrutineer for the vote-taking. All connected persons of the Company, including Mr. Xu, had abstained from voting in favour of the resolution in the EGM in accordance with Rule 23.04(1) of the GEM Listing Rules.

The Board confirms that the results of the poll at the EGM are as follows :

(i)	The total number of Shares entitling the Shareholders to attend and vote for or against the resolution at the EGM	442,604,408
(ii)	The total number of Shares entitling the Shareholders to attend and vote only against the resolution at the EGM	219,871,520
(iii)	The number of Shares represented by votes for the resolution	15,680,500
(iv)	The percentage representing the number of Shares represented by votes for the resolution to the total number of Shares represented by votes present at the EGM	58.44%
(v)	The number of Shares represented by votes against the resolution	11,150,000

- (vi) The percentage representing the number of Shares represented by votes against the resolution to the total number of Shares represented by votes present at the EGM 41.56%

By Order of the Board
Xu Shao Chun
Executive Director

Hong Kong, 16 April 2004

As at the date of this announcement, the executive Directors are Mr. Xu Shao Chun, Mr. Luo Ming Xing and Mr. James Ming King; the non-executive Directors are Mr. Zhao Yong and Mr. Hugo Shong; and the independent non-executive Directors are Mr. Zhou Nan Yang, Mr. Wu Cheng and Mr. Yeung Kwok On.