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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)**

**COMPLETION OF SUBSCRIPTION OF  
NEW SHARES UNDER GENERAL MANDATE**

**Sole Financial Adviser to the Company**



Reference is made to the announcement of the Company dated 10 December 2023 (the “**Announcement**”) in relation to the Subscription. Unless defined otherwise, the capitalised terms used herein shall have the same meanings as those defined in the Announcement.

**COMPLETION OF THE SUBSCRIPTION**

The Board is pleased to announce that the Condition had been fulfilled and the completion of the Subscription took place on 14 December 2023.

The 154,627,000 Subscription Shares represent (i) approximately 4.45% of the issued share capital of the Company immediately before completion of the Subscription; and (ii) approximately 4.26% of the total issued share capital of the Company as at the date of this announcement (as enlarged by the allotment and issue of the Subscription Shares).

The net proceeds from the issue of the Subscription Shares is estimated to be approximately HK\$1,560,982,700. As disclosed in the Announcement, the Company intends to apply (i) approximately 80% of the net proceeds from the Subscription towards potential capital market transactions including (without limitation) potential acquisitions, potential share buy-backs etc.; and (ii) the remaining amounts towards general operation and working capital of the Group.

## EFFECT OF THE SUBSCRIPTION ON SHAREHOLDING STRUCTURE

Based on the information available to the Company, set out below is the shareholding structure of the Company as at the date of this announcement (i) immediately before the completion of the Subscription and (ii) immediately upon the completion of the Subscription:

Shareholders	(i) Immediately before completion of the Subscription		(ii) Immediately upon completion of the Subscription	
	Number of Shares held	Approximate % of total issued Shares	Number of Shares held	Approximate % of total issued Shares
Xu Shao Chun (Note 1)	703,419,807	20.23	703,419,807	19.37
Directors (Note 2)	3,683,265	0.11	3,683,265	0.10
<b>Public</b>				
– The Subscriber (Note 3)	–	–	154,627,000	4.26
– Other Public Shareholders	2,769,442,699	79.66	2,769,442,699	76.27
Total	<u>3,476,545,771</u>	<u>100.00</u>	<u>3,631,172,771</u>	<u>100.00</u>

Notes:

- (1) Of the 703,419,807 Shares, 20,833,683 Shares are held directly by Mr. Xu Shao Chun, 386,312,000 Shares are held through Oriental Tao Limited and 295,886,624 Shares are held through Billion Tao Limited, and 387,500 Shares are the awarded shares granted to Mr. Xu Shao Chun under the Share Award Scheme and held by the trustee to the Share Award Scheme – Bank of Communications Trustee Limited. Oriental Tao Limited and Billion Tao Limited are wholly owned by Easy Key Holdings Limited which is in turn wholly owned by Mr. Xu Shao Chun.

- (2) Such 3,683,265 Shares comprise 2,053,265 Shares in which Mr. Lin Bo is deemed to be interested, 1,230,000 Shares held by Mr. Gary Clark Biddle and 400,000 Shares held by Ms. Dong Mingzhu.
- (3) Information of the Subscriber is available in the Announcement.

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

Shenzhen, the People's Republic of China, 14 December 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.*