

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 21 MAY 2021

The Board is pleased to announce that all the resolutions proposed were duly passed by the Shareholders at the AGM held on Friday, 21 May 2021.

Reference is made to the circular of Kingdee International Software Group Company Limited (the "**Company**") dated 20 April 2021 (the "**Circular**"). Capitalized terms used in this announcement have the same meanings as those defined in the Circular.

The Board announces that at the AGM held on 21 May 2021, all the resolutions proposed were duly passed. The poll results are as follows:

Ordinary Resolutions		Number of Valid Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated accounts, the report of the Directors and the report of the auditors of the Company for the year ended 31 December 2020.	2,577,225,341 (99.78%)	5,793,000 (0.22%)
2(A).	To re-elect Mr. Xu Shao Chun as an executive Director.	2,263,286,349	320,277,292

		(87.60%)	(12.40%)
2(B).	To re-elect Ms. Dong Ming Zhu as a non-executive Director.	2,221,693,537 (85.99%)	361,870,104 (14.01%)
2(C).	To re-elect Mr. Zhou Bo Wen as a non-executive Director.	2,224,660,437 (86.14%)	358,028,204 (13.86%)
2(D).	To re-elect Mr. Ni Zheng Dong as an independent non-executive Director.	1,921,756,930 (74.47%)	658,792,711 (25.53%)
3.	To authorize the Board to fix the remuneration of the Directors.	2,533,171,918 (99.03%)	24,808,723 (0.97%)
4.	To consider and approve the re-appointment of PricewaterhouseCoopers, the retiring auditors of the Company, as the auditors of the Company and to authorize the Board to fix their remuneration.	1,993,699,988 (77.17%)	589,863,653 (22.83%)
5(A).	To grant a general mandate to the Directors to issue and allot additional Shares not exceeding 20% of the existing total number of issued Shares.	1,457,746,716 (56.43%)	1,125,622,925 (43.57%)
5(B).	To grant a general mandate to the Directors to repurchase the Shares not exceeding 10% of the existing total number of issued Shares.	2,576,949,012 (99.75%)	6,393,629 (0.25%)
5(C).	Conditional upon ordinary resolutions 5(A) and 5(B) being passed, to extend the general mandate to the Directors to issue and allot additional Shares by the number of Shares repurchased by the Company under the mandate referred to in ordinary resolution numbered 5(B) above.	1,459,711,855 (56.53%)	1,122,617,786 (43.47%)

Remarks:

- (a) The full text of each of the above resolutions is set out in the notice of the AGM dated 20 April 2021.

- (b) As a majority of the votes were cast in favour of each of the resolutions 1 to 5 (C), all such resolutions were duly passed as ordinary resolutions.
- (c) As at the date of the AGM, the total number of Shares in issue: 3,469,675,071.
- (d) The total number of Shares entitling the holder to attend and vote on the resolutions at the AGM: 3,469,675,071.
- (e) The total number of Shares entitling the holder to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Listing Rules: Nil.
- (f) None of the Shareholders have stated their intention in the Circular to vote against any of the resolutions at the AGM.
- (g) None of the Shareholders was required under the Listing Rules to abstain from voting on any of the resolutions at the AGM.
- (h) The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

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

Shenzhen, the People's Republic of China, 21 May 2021

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. Zhou Bo Wen as non-executive Directors; and Mr. Gary Clark Biddle, Mr. Ni Zheng Dong and Mr. Liu Chia Yung as independent non-executive Directors.