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中软国际

CHINASOFT INTERNATIONAL LIMITED

中軟國際有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8216)

Conversion or Redemption of Series A Preferred Shares

There had been no conversion or redemption of any Series A Preferred Shares during the month of May 2006.

Reference is made to the announcement of Chinasoft International Limited (the “**Company**”) dated 21 October, 2005 and the circular (the “**Circular**”) dated 2 December, 2005 in relation to the issue of Series A Preferred Shares to the Investors which was completed on 6 January, 2006. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Company announces that there had been no conversion or redemption of any Series A Preferred Shares by the Investors during the month of May 2006.

The Company previously announced that as at the commencement of the last day of April, 2006, the total issued share capital of the Company was HK\$46,343,622.65 divided into 732,372,453 Ordinary Shares and 194,500,000 Series A Preferred Shares. As at the commencement of the last day of May 2006, the total issued share capital of the Company was HK\$47,506,037.75 divided into 755,620,755 Ordinary Shares and 194,500,000 Series A Preferred Shares.

By order of the Board
Chinasoft International Limited
Dr. CHEN Yuhong
Managing Director

Hong Kong, 7 June, 2006

As at the date of this announcement, the directors of the Company are as follows:

Executive Directors:

Dr. CHEN Yuhong (*Managing Director*)

Dr. TANG Zhenming

Mr. WANG Hui

Non-executive Directors:

Madam TANG Min (*Chairman*)

Dr. CUI Hui

Mr. Timothy CHEN Yung Cheng

Mr. Duncan CHIU

Mr. LIU Zheng

Independent Non-executive Directors:

Mr. HE Ning

Mr. ZENG Zhijie

Dr. LEUNG Wing Yin

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** For identification purposes only*