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CHINASOFT INTERNATIONAL LIMITED

中 軟 國 際 有 限 公 司 *

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8216)

APPOINTEMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “Board”) of Chinasoft International Limited (the “Company”) is pleased to announce that Ms. Tang Min (“Ms. Tang”) and Mr. Au Yeung Shiu Kau Peter (“Mr. Au Yeung”) have been appointed as an executive director and an independent non-executive director of the Company respectively with effect from 30 September 2004.

Ms. Tang, aged 60, is the chairman of the PRC Software Alliance and a vice-chairman of the Chinasoft Software Association. Ms. Tang obtained a bachelor’s degree in physics from Peking University, the PRC and has the professional qualification of senior engineer in computer science. She has more than 15 years’ experience at the management level in the IT industry in the PRC.

Ms. Tang is the general manager of China National Computer Software & Technology Service Corporation, a state-owned enterprise established in the PRC and holds directorships in a number of its subsidiaries and associate companies, including (1) Chinasoft Network Technology Company Limited, the A-shares of which are listed on the Shanghai Stock Exchange; and (2) China National Computer Software & Technology Service Corporation (Hong Kong) Limited, a corporate shareholder holding approximately 8.24% of the total issued share capital of the Company.

Mr. Au Yeung, aged 48, holds a diploma in accountancy in Hong Kong. He has more than 20 years’ experience in the accountancy profession in Hong Kong and is currently a fellow member of both The Hong Kong Institute of Certified Public Accountants and The Chartered Association of Certified Accountants. He runs a business as a Certified Public Accountant in the form of sole proprietorship in Hong Kong.

During the period of 28 October 2002 to 31 January 2003, Mr. Au Yeung was an independent non-executive director of Golden 21 Investments Holdings Limited (stock code 2312), a company listed on the Main Board of the Stock Exchange of Hong Kong Limited (the “Stock Exchange”). Other than such directorship of Mr. Au Yeung, Ms. Tang and Mr. Au Yeung did not hold directorships in any company listed on the Stock Exchange in the three years prior to their appointment as directors of the Company.

* *For identification purpose only*

Save as disclosed herein, Ms. Tang and Mr. Au Yeung are not connected with any directors, senior management, management shareholders, substantial shareholders or controlling shareholders of the Company. Neither Ms. Tang nor Mr. Au Yeung has any interest or short positions in any shares or underlying shares or interest in debentures of the Company or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (“SFO”) which are required to be notified to the Stock Exchange or the Company pursuant to Division 7 and 8 of Part XV of the SFO, or which are required pursuant to section 352 of the SFO to be entered into the register referred to therein.

Ms. Tang has entered into a service contract with the Company for a period of two years commencing from 30 September 2004 and is subject to retirement by rotation and re-election pursuant to the articles of association of the Company. Her emolument under the service contract is RMB10,000 per month which is determined by arm’s length negotiation between the Company and herself with reference to prevailing market conditions.

Mr. Au Yeung has not entered into any service contract with the Company. His emolument will be HK\$5,000 per month which is determined by arm’s length negotiation between the Company and himself with reference to prevailing market conditions.

The Board confirm that there are no other matters that need to be brought to the attention of the shareholders of the Company and would like to welcome Ms. Tang and Mr. Au Yeung.

By order of the Board
Chinasoft International Limited
Chen Yuhong
Chairman

Hong Kong, 30 September 2004

The Directors of the Company as at the date of this announcement are as follows:

Executive Directors:

Dr. Chen Yuhong, Mr. Duncan Chiu, Mr. Peng Jiang, Mr. Cui Hui, Ms. Tang Min

Non-executive Directors:

Mr. David Chiu, Mr. Liu Zheng, Dr. Chen Qiwei

Independent Non-executive Directors:

Mr. He Ning, Mr. Zeng Zhijie, Mr. Au Yeung Shiu Kau Peter

This announcement, for which the directors of Chinasoft International Limited (the “Directors”) collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief:– (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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