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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: 354)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 28 MAY 2010**

Reference is made to the notice of the annual general meeting (the “AGM”) of Chinasoft International Limited (the “Company”) dated 21 April 2010 (the “Notice of AGM”) and the circular of the Company dated 21 April 2010 (the “Circular”).

POLL RESULTS OF THE AGM

The board of the directors of the Company (the “Board”) is pleased to announce that all the ordinary resolutions proposed at the AGM were approved by the shareholders of the Company by poll at the AGM. The poll results in respect of the ordinary resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS*		Number of votes cast and percentage of total number of votes cast (%)	
		For	Against
1.	To receive and consider the audited financial statements of the Company and the reports of the directors and auditors of the Company for the year ended 31 December 2009.	545,643,515 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.			

ORDINARY RESOLUTIONS*		Number of votes cast and percentage of total number of votes cast (%)	
		For	Against
2(a).	To re-elect Mr. Wang Hui as director of the Company.	543,753,515 (99.65%)	1,890,000 (0.35%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
2(b).	To re-elect Mr. Duncan Chiu as director of the Company.	545,563,515 (99.99%)	80,000 (0.01%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
2(c).	To re-elect Mr. Zeng Zhijie as director of the Company.	545,643,515 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
2(d).	To re-elect Dr. Cui Hui as director of the Company.	532,583,515 (97.61%)	13,060,000 (2.39%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
3.	To authorise the Board to fix the remuneration of directors of the Company.	545,563,515 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
4.	To re-appoint auditors of the Company and authorise the Board to fix their remuneration.	532,583,515 (99.95%)	270,000 (0.05%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
5.	Ordinary Resolution (to grant general mandate to issue and allot new shares).	526,263,515 (96.45%)	19,380,000 (3.55%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		

ORDINARY RESOLUTIONS*		Number of votes cast and percentage of total number of votes cast (%)	
		For	Against
6.	Ordinary Resolution (to grant general mandate to repurchase shares).	545,643,515 (100%)	0 (0%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
7.	Ordinary Resolution (to extend general mandate granted to issue new shares).	526,263,515 (96.45%)	19,380,000 (3.55%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		
8.	Ordinary Resolution (to approve refreshment of the Scheme Mandate Limit).	513,433,515 (94.10%)	32,210,000 (5.90%)
	As more than 50% of the votes were cast in favour of the resolution, the resolution was carried.		

* *The full text of the ordinary resolutions was set out in the Notice of AGM.*

As at the date of the AGM, a total of 1,059,453,314 shares of the Company (the “Shares”) are in issue. The total number of Shares entitling the holders to attend and vote for or against the ordinary resolutions at the AGM is 1,059,453,314 Shares. None of these 1,059,453,314 Shares were the Shares entitling the holders to attend and vote only against the ordinary resolutions at the AGM.

Computershare Hong Kong Investor Services Limited, the Company’s Hong Kong branch share registrar, was appointed as the scrutineer for vote-taking at the AGM.

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

Hong Kong, 28 May 2010

As at the date of this announcement, the Board comprises:

Executive Directors:

Dr. Chen Yuhong (*Managing Director*)

Mr. Wang Hui

Dr. Tang Zhenming

Non-Executive Directors:

Dr. Cui Hui (*Chairman*)

Mr. Duncan Chiu

Dr. Zhang Yaquin

Mr. Fang Jun

Mr. Liu Zheng

Independent Non-Executive Directors:

Mr. Xu Zeshan

Mr. Zeng Zhijie

Dr. Leung Wing Yin Patrick

* *For identification purposes only*