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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)**

### **Conversion of Series A Preferred Shares**

On 4 May, 2010, the Company has received a formal request from International Finance Corporation (the “**IFC**”) whose address is 2121 Pennsylvania Avenue, Washington D.C. 20433, our Preferred Shareholder holding 97.25 million Series A Preferred Shares of the Company, to convert 30 million of its Series A Preferred Shares into the Company’s Ordinary Shares and the Board of the Company has approved the conversion. Hence, 30 million Ordinary Shares of the Company will be issued to IFC and the Series A Preferred Shares of the Company held by IFC will be reduced to 67.25 million.

Reference is made to the announcement of Chinasoft International Limited (the “**Company**”) dated 21 October, 2005 and the circular (the “**Circular**”) date 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 on 4 May, 2010, the Company has received a formal request from IFC whose address is 2121 Pennsylvania Avenue, Washington D.C. 20433, our Preferred Shareholder holding 97.25 million Series A Preferred Shares of the Company, to convert 30 million of its Series A Preferred Shares into the Company’s Ordinary Shares and the Board of the Company has approved the conversion. Hence, 30 million Ordinary Shares of the Company will be issued to IFC and the Series A Preferred Shares of the Company held by IFC will be reduced to 67.25 million.

As at the date of this announcement, there were in total an aggregate number of 1,015,018,688 Ordinary Shares and 194,500,000 Series A Preferred Shares in issue. After the conversion carried out by IFC, there would be in total an aggregate number of 1,045,018,688 Ordinary Shares and 164,500,000 Series A Preferred Shares in issue.

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

4 May, 2010, Hong Kong

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

**Executive Directors:**

Dr. CHEN Yuhong (*Managing Director*)  
Dr. TANG Zhenming  
Mr. WANG Hui

**Non-executive Directors:**

Dr. CUI Hui (*Chairman*)  
Mr. Duncan CHIU  
Mr. LIU Zheng  
Dr. ZHANG Yaqin  
Mr. FANG Jun

**Independent Non-executive Directors:**

Mr. XU Zeshan  
Mr. ZENG Zhijie  
Dr. LEUNG Wing Yin

\* *For identification purposes only*