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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 Convertible Notes

On 16 April, 2015, the Company has received a formal request from EJF Sidecar, Series LLC-Series C (“EJF”) whose address is 2107 Wilson Blvd., Suite 410, Arlington VA 22201, our Noteholder holding RMB100 million Convertible Notes of the Company, to convert all of its Convertible Notes, into the Company’s Ordinary Shares and the Board of the Company has approved the conversion. Hence, 58,202,474 Ordinary Shares of the Company will be issued to EJF and no more Convertible Notes of the Company will be held by EJF after the conversion.

Reference is made to the announcement of the Company dated 23 October 2013 in relation to the extension of maturity date of the Convertible Notes and the announcement dated 30 November 2010 and the circular of the Company dated 1 November 2010 (the “**Circular**”) in the relation to, among others, the issue of the Convertible Notes in an aggregate principal amount of RMB200 million. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise stated.

The Company announces that on 16 April, 2015, the Company has received a formal request from EJF whose address is 2107 Wilson Blvd., Suite 410, Arlington VA 22201, our Noteholder holding RMB100 million Convertible Notes of the Company, to convert all of its Convertible Notes into the Company’s Ordinary Shares and the Board of the Company has approved the conversion. Hence, 58,202,474 Ordinary Shares of the Company will be issued to EJF and no more Convertible Notes of the Company will be held by EJF after the conversion.

As at the date of this announcement, there were in total an aggregate number of 1,879,635,283 Ordinary Shares and RMB200 million Convertible Notes in issue. After the conversion carried out by EJJ, there would be in total an aggregate number of 1,937,837,757 Ordinary Shares and RMB100 million Convertible Notes in issue.

The Board of the Company is glad to welcome EJJ Sidecar, Series LLC – Series C to be the Ordinary Shareholders of the Company.

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

16 April 2015, Hong Kong

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

Executive Directors:

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

Non-executive Directors:

Dr. ZHANG Yaqin, Mr. ZHAO John Huan, Mr. LIN Sheng

Independent Non-executive Directors:

Mr. ZENG Zhijie, Dr. LEUNG Wing Yin, Dr. SONG Jun

* *For identification purposes only*