

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

COMPLETION

in relation to the proposed issue of Series A Preferred Shares

Completion of the First Subscription took place on 6 January 2006.

Reference is made to the announcements of Chinasoft International Limited (the “**Company**”) dated 21 October 2005 and 28 December 2005, and the circular (the “**Circular**”) of the Company dated 2 December 2005 in relation to the proposed issue of Series A Preferred Shares to the Investors. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

COMPLETION

The Board is pleased to announce that completion of the First Subscription took place on 6 January 2006 during which 194,500,000 Series A Preferred Shares at a price of HK\$0.8 per each, representing approximately 20.98% of the total voting rights of the Company as at the date of this announcement, were allotted and issued to the Investors. According to the Subscription Agreement, the price for each Series A Preferred Shares shall be the lesser of (i) HK\$0.8 and (ii) 90% of the closing price of the Ordinary Shares on GEM on the trading date immediately prior to the First Closing date, which was on 6 January 2006, and in any event not more than HK\$0.8 and not less than HK\$0.7. Given that the closing price on 5 January 2006 was HK\$0.9, the price for the Series A Preferred Shares is therefore HK\$0.8.

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

Hong Kong, 6 January 2006

* *For identification purposes only*

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

Executive Directors:

Madam TANG Min (*Chairman*)

Dr. CHEN Yuhong (*Managing Director*)

Mr. CUI Hui

Mr. Duncan CHIU

Mr. PENG Jiang

Dr. TANG Zhenming

Mr. WANG Hui

Non-executive Directors:

Mr. David CHIU

Mr. LIU Zheng

Independent Non-executive Directors:

Mr. HE Ning

Mr. ZENG Zhijie

Mr. AU YEUNG Shiu Kau Peter

This announcement, for which 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.

This announcement will remain on the GEM website on the “Latest Company Announcements” page for at least seven days from the day of its posting.