

The Stock Exchange 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)

**CONTINUING CONNECTED TRANSACTIONS
PROVISION OF SERVICES**

FURTHER DELAY IN DESPATCH OF CIRCULAR

The Directors refer to the Second Announcement. The Directors would like to inform the Shareholders that the date of despatch of the Circular to the Shareholders in connection with the continuing connected transactions referred to in the First Announcement will be further delayed for three weeks to 9 October 2006.

Reference is made to the announcement (the “**First Announcement**”) of the Company dated 7 August 2006 in relation to the captioned matter. The Company also issued an announcement (the “**Second Announcement**”) on 25 August 2006 on a delay in dispatch of the shareholders’ circular (the “**Circular**”) on the captioned matter.

Unless the context requires otherwise, the capitalized terms used herein shall have the same meanings as defined in the First Announcement and the Second Announcement.

As stated in the First Announcement, the Company is required to despatch to the Shareholders the Circular containing, among other things, (1) further information on the Master Services Agreement; (2) the recommendation of the Independent Board Committee to the Independent Shareholders; (3) the advice from an independent financial adviser to the Independent Board Committee and the Independent Shareholders; and (4) a notice of the EGM will be despatched to the Shareholders as soon as practicable.

Pursuant to rules 20.49 of the GEM Listing Rules, the Company is required to send the Circular to the Shareholders within 21 days after publication of the First Announcement, that is, on or before 28 August 2006. The Company applied for extension for dispatch of the Circular to 18 September 2006, as disclosed and for the reasons set forth in the Second Announcement.

As the Company requires additional time to gather the information required by the independent financial advisers for the purpose of giving its advice to the Independent Board Committee and the Independent Shareholders, the Board considers that the Circular can only be dispatched to the Shareholders before 9 October 2006.

On this basis, an application has been made to the Stock Exchange by the Company for a waiver from strict compliance with rule 20.49 of the GEM Listing Rules by extending the despatch date of the Circular to the Shareholders to a date on or before 9 October 2006.

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

Hong Kong, 15 September 2006

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:–

Madam TANG Min (*Chairman*)

Dr. CUI Hui

Mr. CHEN Yung Cheng Timothy

Mr. Duncan CHIU

Mr. LIU Zheng

Independent non-executive Directors:–

Mr. HE Ning

Mr. ZENG Zhijie

Dr. LEUNG Wing Yin

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 “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least seven days from its date of publication.

* *For identification purposes only*