This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the prospectus dated Monday, 24 September 2007, (the "Prospectus") issued by Kingsoft Corporation Limited (the "Company") for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares.

The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

Prospective investors of the Offer Shares should note that the Joint Global Coordinators (on behalf of the other Hong Kong Underwriters) are entitled, after prior consultation with the Company, to terminate their obligations under the Hong Kong Underwriting Agreement by notice in writing to the Company, upon the occurrence of any of the events set out in the sections headed "Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for termination" in the Prospectus, at any time prior to 8:00 a.m. (Hong Kong time) on the date on which dealings in Shares first commence on the Stock Exchange (which is currently expected to be Tuesday, 9 October 2007).

In connection with the Global Offering, Deutsche Bank AG, Hong Kong Branch as stabilising manager, or any person acting for it, on behalf of the Underwriters, may over-allocate Shares or effect transactions with a view to stabilising or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period commencing from the Listing Date. There is no obligation on Deutsche Bank AG, Hong Kong Branch or any person acting for it to do this. Such stabilisation action, if commenced, will be conducted at the absolute discretion of Deutsche Bank AG, Hong Kong Branch or any person acting for it and may be discontinued at any time, and must be brought to an end after a limited period. Such transactions may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws and regulatory requirements. The details of the intended stabilisation and how it will be regulated under the Securities and Futures (Price Stabilising) Rules of the SFO are contained in the Prospectus.

Potential investors should be aware that stabilising action cannot be taken to support the price of the Shares for longer than the stabilisation period which begins on the commencement of trading of the Shares on the Stock Exchange which is expected to be on Tuesday, 9 October 2007 and ends on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering.

In connection with the Global Offering, the Joint Global Coordinators may over-allocate up to and not more than an aggregate of 32,001,000 additional Shares (representing approximately 15% of the total number of the Shares initially available under the Global Offering) to cover over-allocations (if any) in the International Offering by exercising the Over-allotment Option within 30 days after the day for the lodging of applications under the Hong Kong Public Offering, or by making purchases in the secondary market at prices or by a combination of purchase in the secondary market and a partial exercise of the Over-allotment Option. In the event that such Over-allotment Option is exercised, a press announcement will be made.

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.



## 金山軟件有限公司

(continued into the Cayman Islands with limited liability)

#### GLOBAL OFFERING

Number of Offer Shares : 213,337,000 Shares (comprising 198,823,800 New

Shares to be offered by us and 14,513,200 existing

Shares to be offered by one of the Selling Shareholders, subject to adjustment and

the Over-allotment Option)

Number of Hong Kong Offer Shares : 21,334,000 Shares (subject to adjustment)

Number of International Offer Shares : 192,003,000 Shares (comprising 177,489,800 New

Shares to be offered by us and 14,513,200 existing

Shares to be offered by one of the Selling Shareholders, subject to adjustment and

the Over-allotment Option)

Offer Price : Not more than HK\$3.60 per Offer Share (payable

in full on application, plus a brokerage of 1.0%,

an SFC transaction levy of 0.004% and a Hong Kong Stock Exchange trading fee of 0.005% and subject to refund) and

expected to be not less than HK\$2.90 per Offer Share

Nominal value : US\$0.0005 per Share

Stock code : 3888

Joint Global Coordinators, Joint Bookrunners, Joint Sponsors and Joint Lead Managers

(in alphabetical order)

# Deutsche Bank

### LEHMAN BROTHERS

Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, the Shares in issue and to be issued as mentioned in the Prospectus and the Application Forms, including any Shares which may be issued pursuant to the exercise of the Over-allotment Options. Dealings in the Shares on the Stock Exchange are expected to commence at 9:30 a.m. on Tuesday, 9 October 2007. Subject to the granting of the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus, as well as compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date, or such other date as may be determined by HKSCC. All activities under CCASS are subject to the General Rules of CCASS and the CCASS Operational Procedures in effect from time to time.

The Offer Price will not be more than HK\$3.60 per Offer Share and is currently expected to be not less than HK\$2.90 per Offer Share unless otherwise announced.

The Global Offering comprises the Hong Kong Public Offering of initially 21,334,000, representing 10% of the total number of Shares initially being offered in the Global Offering, and the International Offering of initially 192,003,000 Shares. For allocation purposes only, the total number of Hong Kong Offer Shares

available under the Hong Kong Public Offering (after taking into account any adjustment in the number of Offer Shares allocated between the Hong Kong Public Offering and the International Offering) is to be divided into two pools: pool A and pool B. The Hong Kong Offer Shares in pool A will be allocated on an equitable basis to applicants who have applied for Hong Kong Offer Shares with an aggregate subscription price of HK\$5 million (excluding the brokerage, the SFC transaction levy and the Stock Exchange trading fee payable) or less. The Hong Kong Offer Shares in pool B will be allocated on an equitable basis to applicants who have applied for Shares with an aggregate subscription price of more than HK\$5 million and up to the total value of pool B (excluding the brokerage, the SFC transaction levy and the Stock Exchange trading fee payable). Applicants should be aware that applications in pool A and in pool B may receive different allocation ratios. If the Hong Kong Offer Shares in one (but not both) of the pools are undersubscribed, the surplus Hong Kong Offer Shares will be transferred to the other pool to satisfy demand in that pool and be allocated accordingly. Applicants can only receive an allocation of the Hong Kong Offer Shares from either pool A or pool B but not from both pools. Multiple or suspected multiple applications and any application for more than 50% of the Hong Kong Offer Shares initially included in the Hong Kong Public Offering will be rejected. Only one application on a WHITE or YELLOW Application Form or by way of giving electronic application instructions to HKSCC or the eIPO Service Provider via the White Form eIPO service may be made for the benefit of any person. Each applicant under the Hong Kong Public Offering will also be required to give an undertaking and confirmation in the Application Form submitted by him that he and any person(s) for whose benefit he is making the application have not indicated an interest for or taken up and will not indicate an interest for or take up any Offer Shares under the International Offering, and such application will be rejected if the said undertaking and/or confirmation is breached and/or untrue (as the case may be).

Applicants who apply on **WHITE** application forms or submit applications online through the designated website of the eIPO Service Provider at <u>www.eipo.com.hk</u> under the **White Form eIPO** service for 1,000,000 or more Hong Kong Offer Shares and have indicated in their application forms that they wish to collect refund cheques and (where applicable) Share certificates in person from the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17/F, 183 Queen's Road East, Wanchai, Hong Kong, may collect refund cheques and (where applicable) share certificates in person from 9:00 a.m. to 1:00 p.m. on Monday, 8 October 2007. Identification and (where applicable) authorisation documents acceptable to Computershare Hong Kong Investor Services Limited must be produced at the time of collection. Uncollected refund cheque(s) (where applicable) and/or share certificate(s) will be despatched shortly after the time specified for the collection on the date of despatch by ordinary post to the addresses as specified by the Applicants of their own risk.

Applicants who apply on YELLOW application forms for 1,000,000 or more Hong Kong Offer Shares and have indicated in their application forms that they wish to collect refund cheques in person may collect their refund cheques (if any) but may not elect to collect their share certificates, which will be deposited into CCASS for credit to their designated CCASS Participants' stock accounts or CCASS Investor Participant stock accounts, as appropriate. The procedure for collection of refund cheques for applicants who apply on YELLOW application forms for Shares is the same as that for WHITE application form applicants. Instead of using YELLOW application forms, applicants may electronically instruct HKSCC to cause HKSCC Nominees to apply for the Hong Kong Offer Shares on their behalf via CCASS. Any Hong Kong Offer Shares allocated to such applicants will be registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock account or their designated CCASS Participant's stock account.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related Application Forms. Applicants who would like to be allotted the Hong Kong Offer Shares in their own names should complete and sign the WHITE application forms or submit applications online through the designated website of the eIPO Service Provider at <a href="https://www.eipo.com.hk">www.eipo.com.hk</a> under the White Form eIPO service. Applicants who would like to have the allotted

Hong Kong Offer Shares issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to their investor participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should (i) complete and sign the YELLOW application form, copies of which, together with copies of the Prospectus, may be obtained during normal business hours from 9:00 a.m. on Monday, 24 September 2007 until 12:00 noon on Friday, 28 September 2007 at the Depository Counter of HKSCC at 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong or by our stockbroker, who may have such Application Forms and Prospectus available; or (ii) give electronic application instructions to HKSCC via CCASS.

The Offer Price is expected to be determined by agreement between the Joint Global Coordinators, on behalf of the Underwriters, and the Company (on its own behalf and on behalf of the Selling Shareholder(s)) on or before the Price Determination Time, when market demand for the Offer Shares will be determined. The Price Determination Time is expected to be on or before 12:00 noon on 29 September 2007 and in any event, no later than 7 October 2007. Investors applying for Hong Kong Offer Shares under the Hong Kong Public Offer must pay, on application, the maximum Offer Price of HK\$3.60 for each Hong Kong Offer Share together with a brokerage fee of 1%, SFC transaction levy of 0.004%, and Stock Exchange trading fee of 0.005%. The Joint Global Coordinators, on behalf of the Underwriters, may, with the consent of the Company, reduce the indicative Offer Price range stated in the Prospectus (which is HK\$2.90 to HK\$3.60 per Hong Kong Offer Share) at any time on or prior to the morning of the last day for lodging applications under the Hong Kong Public Offering. In such a case, notices of the reduction in the number of Hong Kong Offer Shares and/or the indicative offer price range will be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) not later than the morning of the day which is the last day for lodging applications under the Hong Kong Public Offering. If applications have been submitted prior to the day which is the last day for lodging applications under the Hong Kong Public Offering, then even if the indicative Offer Price range is so reduced, such applications cannot be subsequently withdrawn. If, for any reason, the Offer Price is not agreed between the Joint Global Coordinators (on behalf of the Underwriters) and the Company (on its own behalf and on behalf of the Selling Shareholder(s)) by 7 October 2007 the Global Offering (including the Hong Kong Public Offering) will not proceed and will lapse. Share certificates will only become valid certificates of title at 8:00 a.m. on Tuesday, 9 October 2007 provided that the Hong Kong Public Offering has become unconditional in all respects and the right of termination described in the section entitled "Underwriting – Underwriting Arrangements And Expenses — Hong Kong Public Offering — Grounds for Termination" has not been exercised. If the Joint Global Coordinators (on behalf of the Underwriters) and our Company are unable to reach agreement on the Offer Price, the Global Offering will not become unconditional and will lapse immediately.

The Global Offering is conditional on the conditions as stated in the sub-section headed "Conditions of the Hong Kong Public Offering" under the section headed "Structure of the Global Offering" of the Prospectus. If the conditions are not fulfilled or waived prior to the times and dates specified in the Prospectus, the Global Offering will thereby lapse and all application monies, together with the brokerage, the SFC transaction levy and the Stock Exchange trading fee received from applicants under the Global Offering, will be returned to the applicants, without interest, on the terms set out under the paragraph headed "Refund of application monies" on the related Application Forms.

Copies of the Prospectus, together with the **WHITE** application forms, may be obtained during normal business hours from 9:00 a.m. on Monday, 24 September 2007, until 12:00 noon on Friday, 28 September 2007 at:

- 1. **Deutsche Bank, Hong Kong Branch**, 51/F, Cheung Kong Center, 2 Queen's Road Central, Central, Hong Kong; or
- 2. **Lehman Brothers Asia Limited**, 26/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong; or

## 3. any of the following branches of **Standard Chartered Bank (Hong Kong) Limited**:

any of the following of	Branch	Address
Hong Kong Island:	Des Voeux Road Branch 88 Des Voeux Road Branch Central Branch Hennessy Road Branch Quarry Bay Branch	Standard Chartered Bank Building, 4–4A, Des Voeux Road Central, Central 88 Des Voeux Road Central, Central Shop No. 16, G/F and Lower G/F, New World Tower, 16–18 Queen's Road Central, Central 399 Hennessy Road, Wanchai G/F, Westlands Gardens, 1027 King's Road, Quarry Bay
Kowloon:	Mongkok Branch Tsimshatsui Branch Kwun Tong Branch Yaumati Branch Telford Gardens Branch	Shop B, G/F, 1/F & 2/F, 617–623 Nathan Road, Mongkok G/F, 10 Granville Road, Tsimshatsui 1A Yue Man Square, Kwun Tong 546–550 Nathan Road, Yaumati Shop P9–12, Telford Centre, Telford Gardens, Tai Yip Street, Kwun Tong
New Territories:	Tsuen Wan Branch Shatin Centre Branch Metroplaza Branch	Shop C G/F & 1/F, Jade Plaza, no. 298 Sha Tsui Road, Tsuen Wan Shop 32C, Level 3, Shatin Shopping Arcade, Shatin Centre, 2–16 Wang Pok Street, Shatin Shop Nos. 186–188, Level 1, Metroplaza, 223 Hing Fong Road, Kwai Chung
or any of the following branches of Industrial and Commercial Bank of China (Asia) Limited:		
	Branch	Address
Hong Kong Island:	Queen's Road Central Branch Causeway Bay Branch West Point Branch Quarry Bay Branch	122–126 Queen's Road Central, Central Shop A, G/F, Jardine Center, 50 Jardine's Bazaar, Causeway Bay 242–244 Queen's Road West, Sai Ying Pun G/F, 1036–1040 King's Road, Quarry Bay
Kowloon:	Mok Cheong Street Branch Mongkok Branch Mei Foo Branch Shamshuipo Branch Tsimshatsui East Branch Jordan Branch	12–14 Mok Cheong Street, Tokwawan G/F., Belgian Bank Building, 721–725 Nathan Road, Mongkok Shop N95A, 1/F., Mount Sterling Mall, Mei Foo Sun Chuen G/F., 290 Lai Chi Kok Road, Shamshuipo Shop B, G/F, Railway Plaza, 39 Chatham Road South, Tsimshatsui Shop 1C & 1D, G/F Austin Plaza, 83 Austin Road, Jordan
New Territories:	Tseung Kwan O Branch Yuen Long Branch	Shop Nos. 2011–2012, Level 2, Metro City, Plaza II, 8 Yan King Road, Tseung Kwan O G/F., 197–199 Castle Peak Road, Yuen Long

Both WHITE and YELLOW application forms completed in all respects in accordance with the instructions printed thereon, to which cheques or banker's cashier orders should be securely stapled, should be deposited in any of the special collection boxes provided at any one of the branches referred to above on the following dates during the following times:

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Monday, 24 September 2007 — 9:00 a.m. to 4:30 p.m.

Tuesday, 25 September 2007 — 9:00 a.m. to 4:30 p.m.

Thursday, 27 September 2007 — 9:00 a.m. to 4:30 p.m.

Friday, 28 September 2007 — 9:00 a.m. to 12:00 noon
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Applicants applying by White Form eIPO may submit their applications to the eIPO Service Provider through the designated website <a href="www.eipo.com.hk">www.eipo.com.hk</a> from 9:00 a.m. on Monday, 24 September 2007 until 11:30 a.m. on Friday, 28 September 2007 (24 hours daily, except on the last application day). The latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, 28 September 2007, the last application day. Applicants will not be permitted to submit applications to the eIPO Service Provider after 11:30 a.m. on the last day for submitting applications. If you have already submitted your application and obtained a payment reference number from the website prior to 11:30 a.m., you will be permitted to continue the application process (by completing payment of application monies) until 12:00 noon on the last day for submitting applications, when the application lists close.

The Company expects to announce the basis of allotment and the results of applications under the Hong Kong Public Offering on Monday, 8 October 2007 in the South China Morning Post (in English) and Hong Kong Economic Times (in Chinese).

The results of allocations and the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants under the Hong Kong Public Offering will be available at the times and date and in the manner specified below:

- Results of allocations for the Hong Kong Public Offering can be found in our announcement to be posted on our Company's website at <a href="https://www.kingsoft.com">www.kingsoft.com</a> on Monday, 8 October 2007.
- Results of allocations for the Hong Kong Public Offering will be available from our designated results of allocations website at <a href="www.iporesults.com.hk">www.iporesults.com.hk</a> on a 24-hour basis from 8:00 a.m. on Monday, 8 October 2007 to 12:00 midnight on Sunday, 14 October 2007. The user will be required to key in the Hong Kong identity card/passport/Hong Kong business registration number provided in his/her/its application form to search for his/her/its own allocation result;
- Results of allocations will be available from our Hong Kong Public Offering allocation results telephone enquiry line. Applicants may find out whether or not their applications have been successful and the number of Hong Kong Offer Shares allocated to them, if any, by calling 2862 8669 between 9:00 a.m. and 10:00 p.m. from Monday, 8 October 2007 to Thursday, 11 October 2007;
- Special allocation results booklets setting out the results of allocations will be available for inspection during opening hours of individual branches and sub-branches from Monday, 8 October 2007 to Wednesday, 10 October 2007 at all the receiving bank branches and sub-branches at the addresses set out in the section headed "How to Apply for Hong Kong Offer Shares Where to collect the Application Forms" in the Prospectus.

Investors can also apply for the Hong Kong Offer Shares by giving **electronic application instructions** to HKSCC as follows:

1. CCASS Investor Participants may give **electronic application instructions** to HKSCC through the CCASS Phone System by calling (852) 2979 7888 or through the CCASS Internet System (<a href="https://ip.ccass.com">https://ip.ccass.com</a>) (using the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC may also input **electronic application instructions** 

for CCASS Investor Participants on their behalf if they go to the Customer Service Centre of HKSCC at 2/F Vicwood Plaza, 199 Des Voeux Road, Central, Hong Kong and complete an input request form. Prospectuses are also available for collection at the Customer Service Centre of HKSCC; and

2. Those who are not CCASS Investor Participants may instruct their brokers or custodians who are CCASS Broker Participants or CCASS Custodian Participants to give **electronic application instructions** to HKSCC via CCASS terminals to apply for the Hong Kong Offer Shares on their behalf.

CCASS Broker/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

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Monday, 24 September 2007 — 9:00 a.m. to 8:30 p.m. (1)
Tuesday, 25 September 2007 — 8:00 a.m. to 8:30 p.m. (1)
Thursday, 27 September 2007 — 8:00 a.m. to 8:30 p.m. (1)
Friday, 28 September 2007 — 8:00 a.m. (1) to 12:00 noon
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Note:

(1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Broker/Custodian Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Monday, 24 September 2007 until 12:00 noon on Friday, 28 September 2007 (24 hours daily, except the last application day).

The application lists will open from 11:45 a.m. to 12:00 noon on Friday, 28 September 2007.

Subject to the terms and conditions set out in the Prospectus and the Application Forms, applications under the WHITE, YELLOW application forms or electronic application instructions to HKSCC must be received by no later than 12:00 noon on Friday, 28 September 2007 (or such later date as may apply in the case of a tropical cyclone warning signal number 8 or above or a "black" rainstorm warning signal being in force as described in the section headed "How to apply for the Hong Kong Offer Shares — Effect of bad weather on the opening of the application lists" of the Prospectus). Announcement on the Offer Price, the level of indication of interest in the International Offering and the results of application under the Hong Kong Public Offering and basis of allocation of the Shares, and the procedures for collecting Share certificate(s) and refund cheque(s) are scheduled to be announced in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) on Monday, 8 October 2007.

If you are applying using a YELLOW Application Form or by giving electronic application instructions to HKSCC and your application is wholly or partially successful, your share certificate will be issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to your CCASS Investor Participant stock account or the stock account of any designated CCASS Participant giving electronic application instructions on your behalf or as instructed by you in your YELLOW Application Form at the close of business on 8 October 2007or in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees Limited. If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant), you can check the number of Hong Kong Offer Shares allocated to you (and the amount of refund money payable to you if you have instructed a CCASS Broker/Custodian Participant to give electronic application instructions on your behalf) with that CCASS Participant. If you are applying as a CCASS Investor Participant, you should check the announcement published by the Company on 8 October 2007 (for CCASS Investor Participants applying by giving electronic application instructions to HKSCC, they can also check the application results via the CCASS Phone System and CCASS Internet Systems) and report any discrepancies to HKSCC before 5:00 p.m. on 8 October 2007 or such other date as shall be determined by HKSCC or HKSCC Nominees Limited. Immediately after the credit of the Hong Kong Offer Shares to your account, you can also check your new account balance via the CCASS Phone System and CCASS Internet System (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC will also make available to you an activity statement showing the number of Hong Kong Offer Shares credited to your CCASS Investor Participant stock account and (if you are applying by giving **electronic application instructions** to HKSCC) the amount of refund money (if any) credited to your designated bank account.

As at the date of this announcement, the executive Directors are KAU Pak Kwan and LEI Jun, the non-executive Directors are WONG Wai Ming, CHEUNG Wing Chung, Anders and KOH Tuck Lye, the independent non-executive Directors are WONG Shun Tak, LU Guangming George and HUANG Mingming.

By Order of the Board
Kingsoft Corporation Limited
KAU Pak Kwan
Chairman

Hong Kong, 24 September 2007

Please also refer to the published version of this announcement in South China Morning Post.