

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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.



CHINA GOLD INTERNATIONAL RESOURCES CORP. LTD.

中國黃金國際資源有限公司

(a company incorporated under the laws of British Columbia, Canada with limited liability)

(Hong Kong Stock code: 2099)

(Toronto Stock code: CGG)

POLL RESULTS OF THE ANNUAL GENERAL AND SPECIAL MEETING HELD ON 22 JUNE 2016, VANCOUVER TIME

Reference is made to the information circular (the “**Circular**”) and the notice (the “**Notice**”) of annual and general meeting (the “**Meeting**”) of shareholders of China Gold International Resources Corp. Ltd. (the “**Company**”) both dated 24 May 2016. Unless otherwise indicated, capitalized terms used herein have the same meanings as defined in the Circular.

The Board is pleased to announce that at the Meeting held at 9:00 am on 22 June 2016, Vancouver time the following resolutions (the “**Resolutions**”) set out in the Notice were duly passed by way of poll. Details of the poll results of the Resolutions are as follows:

No.	Resolutions	Number of Votes		
		For	Against	Total
1.	To set the number of directors of the Company at nine (9);	For	Against	Total
		218,020,863	148,997	218,169,860
2.	To elect as directors:	For	Withheld	Total
	(i) Xin SONG;	202,732,451	11,684,030	214,416,481
	(ii) Bing LIU;	203,695,163	10,721,318	214,416,481
	(iii) Lianzhong SUN;	202,728,420	11,688,061	214,416,481
	(iv) Liangyou JIANG;	203,606,998	10,809,483	214,416,481
	(v) Ian HE;	208,495,853	5,920,628	214,416,481
	(vi) Yunfei CHEN;	211,826,593	2,589,888	214,416,481
	(vii) Gregory HALL;	211,830,424	2,586,057	214,416,481
	(viii) John King BURNS; and	211,802,674	2,613,807	214,416,481
	(ix) Xiangdong JIANG;	203,606,898	10,809,583	214,416,481
3.	To re-appoint Deloitte Touche Tohmatsu as the auditors of the Company and authorize the board of directors to fix their	For	Withheld	Total
		218,145,491	24,371	218,169,862

	remuneration;			
4.	To grant to the board of directors a general mandate to allot, issue and otherwise deal with unissued shares not exceeding 20% of the issued share capital of the Company;	For 176,710,625	Against 37,705,856	Total 214,416,481
5.	To grant to the board of directors a general mandate to repurchase shares not exceeding 10% of the issued share capital of the Company;	For 214,353,715	Against 62,766	Total 214,416,481
6.	To extend the share allotment mandate by the addition thereto of the shares repurchased by the Company;	For 177,378,642	Against 37,037,839	Total 214,416,481
7.	To approve by ordinary resolution of the independent shareholders of the Company, the Loan Framework Agreement, the Cap and the transactions contemplated thereunder;	For 48,659,558	Against 11,408,193	Total 60,067,751
8.	To approve by special resolution the new Articles;	For 174,135,035	Against 40,281,446	Total 214,416,481

There were no further items brought before the meeting and no amendments or variations were proposed at the meeting.

As at 2 May 2016 Vancouver time, which is the record date for determination of the Shareholders who are entitled to attend and vote at the Meeting, there were a total of 396,413,753 Shares, which represented the total number of Shares entitling the holders of which to attend and vote for or against the Resolutions. There were no Shares entitling the Shareholders to attend and abstain from voting in favour pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). There were no Shareholders that are required under the Listing Rules to abstain from voting except as disclosed in the Circular, China National Gold and its associates, being connected persons of the Company who are collectively interested in approximately 39.3% of the Company’s total number of issued shares, have abstained from voting at the Meeting in respect of the Resolution number 7 above.

The Company's principal share registrar, CST Trust Company, was appointed as the scrutineer at the Meeting for the purpose of vote-taking.

By Order of the Board
China Gold International Resources Corp. Ltd.
Mr. Xin Song
Chairman

Hong Kong, 24 June 2016

As of the date of this announcement, the executive Directors of the Company are Mr. Xin Song, Mr. Bing Liu, Mr. Liangyou Jiang, and Mr. Xiangdong Jiang, the nonexecutive Director of the Company is Mr. Lianzhong Sun and the independent non-executive Directors of the Company are Mr. Ying Bin Ian He, Mr. Yunfei Chen, Mr. Gregory Clifton Hall and Mr. John King Burns.