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**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 MEETING  
HELD ON 18 JUNE 2012, VANCOUVER TIME**

At the annual general meeting (the “AGM”) of China Gold International Resources Corp. Ltd. (the “Company”) held on 18 June 2012, Vancouver time (i.e. 19 June 2012, Hong Kong time) voting on all the proposed resolutions as set out in the Company’s Notice of AGM dated 30 April 2012 was taken by poll.

As at 23 April 2012, which is the record date for determination of the shareholders who are entitled to receive the notice of, and to attend and vote at the AGM, the total number of issued shares of the Company was 396,273,753 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. There were no restrictions on any shareholders casting votes on any of the proposed resolutions at the AGM.

The Company’s principal share registrar, CIBC Mellon Trust Company, was appointed as the scrutineer at the AGM for the purpose of vote-taking. All resolutions were approved by the shareholders of the Company. The poll results in respect of the respective resolutions proposed at the AGM were as follow:

<b>Ordinary Resolutions</b>		<b>Number of votes (%)</b>	
		<b>For</b>	<b>Against</b>
1	to set the number of directors of the Company at nine (9);	188,037,901	201,336
		(99.89%)	(0.11%)

2	to elect as directors:		<b>For</b>	<b>Withheld</b>
	(i)	Zhaoxue SUN;	145,895,738 (94.20%)	8,984,009 (5.80%)
	(ii)	Xin SONG;	145,897,588 (94.20%)	8,982,159 (5.80%)
	(iii)	Bing LIU;	133,256,729 (86.04%)	21,623,018 (13.96%)
	(iv)	Zhanming WU;	145,894,207 (94.20%)	8,985,540 (5.80%)
	(v)	Ying Bin Ian HE;	140,131,662 (90.48%)	14,748,085 (9.52%)
	(vi)	Yunfei CHEN;	154,855,782 (99.98%)	23,965 (0.02%)
	(vii)	Gregory Clifton HALL;	145,949,048 (94.23%)	8,930,699 (5.77%)
	(viii)	John King BURNS; and	154,844,947 (99.98%)	34,800 (0.02%)
	(ix)	Xiangdong JIANG.	133,253,429 (86.04%)	21,626,318 (13.96%)
3	to appoint Deloitte Touche Tohmatsu as the auditors of the Company and authorize the board of directors to fix their remuneration;		<b>For</b>	<b>Withheld</b>
			181,980,400 (99.89%)	199,654 (0.11%)
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;		<b>For</b>	<b>Against</b>
			187,860,837 (99.89%)	213,001 (0.11%)
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; and		<b>For</b>	<b>Against</b>
			157,806,012 (86.62%)	24,374,042 (13.38%)

6	to extend the share allotment mandate by the addition thereto of the shares repurchased by the Company.	<b>For</b>	<b>Against</b>
		181,905,136 (99.85%)	274,918 (0.15%)

As more than 50% of votes were cast in favour of each of the resolutions, all of the above ordinary resolutions were approved by the shareholders of the Company. Shareholders may refer to the Notice of AGM and the information circular of the Company dated 30 April 2012 for details of the above resolutions.

By Order of the Board  
**China Gold International Resources Corp. Ltd.**  
**Sun Zhaoxue**  
*Chairman*

Hong Kong, 20 June 2012

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