

**CHINA GOLD INTERNATIONAL RESOURCES CORP. LTD.**

Extraordinary General Meeting of Shareholders

December 20, 2012

Report of Voting Results

(Section 11.3 of National Instrument 51-102)

In respect of the Extraordinary General Meeting of shareholders of China Gold International Resources Corp. Ltd. (the "Company") held on December 20, 2012 (the "Meeting"), the following sets forth a brief description of the matter which was voted upon at the Meeting and the outcome of the vote:

The independent shareholders voted on an ordinary resolution to approve the CSH Agreements and the transactions contemplated thereunder as more particularly described in the Company's information circular dated November 20, 2012. The resolution was passed by a simple majority of the votes cast by ballot by the independent shareholders.

Details of the vote are as follows:

Total votes in favor: 144,794,677 (99.96%)  
Total votes against: 63,752 (0.04%)  
Total: 144,858,429

The independent shareholders voted on an ordinary resolution to approve the Jiama Agreements and the transactions contemplated thereunder as more particularly described in the Company's information circular dated November 20, 2012. The resolution was passed by a simple majority of the votes cast by ballot by the independent shareholders.

Details of the vote are as follows:

Total votes in favor: 144,794,177 (99.96%)  
Total votes against: 64,252 (0.04%)  
Total: 144,858,429

The independent shareholders voted on an ordinary resolution to approve the annual monetary caps contemplated under the Jiama Framework Agreement for the three years ending December 31, 2012, 2013 and 2014 as more particularly described in the Company's information circular dated November 20, 2012. The resolution was passed by a simple majority of the votes cast by ballot by the independent shareholders.

Details of the vote are as follows:

Total votes in favor: 144,793,927 (99.96%)  
Total votes against: 64,502 (0.04%)  
Total: 144,858,429

The independent shareholders voted on an ordinary resolution to provide authorization for any one Director of the Company to do such further acts and things and to execute such further documents and take all such steps which in their opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of the CSH Agreements and the Jiama Agreements. The resolution was passed by a simple majority of the votes cast by ballot by the independent shareholders.

Details of the vote are as follows:

Total votes in favor:	144,318,199 (99.63%)
Total votes against:	<u>540,230 (0.37%)</u>
Total:	144,858,429

Dated at Vancouver, British Columbia this 20<sup>th</sup> day of December, 2012.

**CHINA GOLD INTERNATIONAL  
RESOURCES CORP. LTD.**

By: “Jerry Xie”  
Jerry Xie  
Executive Vice President and Corporate Secretary