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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 AND SPECIAL MEETING HELD ON 28 JUNE 2017, 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 31 May 2017, Vancouver time. 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 28 June 2017, 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);			
		268,911,610	47,465	268,959,075
2.	To elect as directors:	<b>For</b>	<b>Withhold</b>	<b>Total</b>
	(i) Xin SONG;	256,996,249	11,962,826	268,959,075
	(ii) Bing LIU;	256,996,249	11,962,826	268,959,075
	(iii) Lianzhong SUN;	256,969,784	11,989,291	268,959,075
	(iv) Liangyou JIANG;	256,985,784	11,973,291	268,959,075
	(v) Ian HE;	262,685,413	6,273,662	268,959,075
	(vi) Yunfei CHEN;	264,246,581	4,712,494	268,959,075
	(vii) Gregory HALL;	264,039,241	4,919,834	268,959,075
	(viii) John King BURNS; and	264,246,981	4,712,094	268,959,075
	(ix) Xiangdong JIANG;	254,572,396	14,386,679	268,959,075
3.	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company at a remuneration to be fixed by the board of directors;	<b>For</b>	<b>Withhold</b>	<b>Total</b>
		272,151,131	18,367	272,169,498

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 aggregate number of issued shares of the Company as at the date of the passing of this resolution and the said approval shall be limited accordingly;	<b>For</b>	<b>Against</b>	<b>Total</b>
		178,356,001	90,603,075	268,959,076
5.	To grant to the board of directors a general mandate to repurchase shares not exceeding 10% of the aggregate number of issued shares of the Company as at the date of the passing of this resolution and the said approval shall be limited accordingly;	<b>For</b>	<b>Against</b>	<b>Total</b>
		218,559,951	50,399,124	268,959,075
6.	To extend the share allotment mandate by the addition thereto of the shares repurchased by the Company;	<b>For</b>	<b>Against</b>	<b>Total</b>
		178,444,836	90,514,239	268,959,075
7.	To vote on an ordinary resolution of the independent shareholders of the Company approving the Supplemental Contract for Purchase and Sale of Dore, the Cap thereunder, and the transactions contemplated thereunder; and	<b>For</b>	<b>Against</b>	<b>Total</b>
		64,210,242	50,400,103	114,610,345
8.	To vote on an ordinary resolution of the independent shareholders of the Company approving the Supplemental Product and Service Framework Agreement, the Cap thereunder, and the transactions contemplated thereunder.	<b>For</b>	<b>Against</b>	<b>Total</b>
		64,206,676	50,403,669	114,610,345

In response to feedback received from shareholders, the Company did not submit before the AGM resolutions to approve the Supplemental Loan Framework Agreement or the New Financial Services Agreement.

Together with the re-election of the directors of the Company, the Company is pleased to announce that Xiangdong Jiang has transitioned from an executive director role to a non-executive director role. Mr. Jiang resigned as an officer of the Company for personal reasons but will remain a director of the Company.

As at 15 May 2017 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 Resolutions numbered 7-8 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, 30 June 2017

*As of the date of this announcement, the executive directors of the Company are Mr. Xin Song, Mr. Bing Liu and Mr. Liangyou Jiang, the non-executive director of the Company are Mr. Lianzhong Sun and Mr. Xiangdong Jiang, 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.*