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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)

**Clarification Announcement**

Reference is made to the announcement of China Gold International Resources Corp. Ltd. (the “**Company**”) dated 28 June 2012 (the “**Announcement**”) regarding its subscription for a total of 70,545,000 shares of China Nonferrous Mining Corporation Limited (“**CNMC**”) (stock code: 1258) in CNMC’s initial global offering and listing on The Stock Exchange of Hong Kong Limited (the “**Global Offering**”). Unless otherwise defined in this announcement, terms defined in the Announcement have the same meanings when used herein.

The 70,545,000 shares of CNMC allotted to the Company represented approximately 2.03% of the total issued shares of CNMC (being 3,470,000,000 shares) upon completion of its Global Offering (without taking into account of the shares that may be issued by CNMC upon the exercise of the over-allotment option). Please also refer to the prospectus of CNMC dated 20 June 2012 in respect of its Global Offering for its financial information, including but not limited to the following:

- (a) its total assets as of 31 December 2011, being US\$1,473,219,000;
- (b) its profit before tax for each of the two years ended 31 December 2010 and 2011, being US\$127,584,000 and US\$118,310,000, respectively; and
- (c) its profit after tax for the each of the two years ended 31 December 2010 and 2011, being US\$107,382,000 and US\$103,290,000, respectively.

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

Hong Kong, 4 July 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.*