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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)

ANNOUNCEMENT PURSUANT TO RULE 13.51B(2) OF THE LISTING RULES

This announcement is made by China Gold International Resources Corp. Ltd. (the “**Company**”) pursuant to Rules 13.51(2) and 13.51B(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Company was notified by Dr. Bielin Shi (“**Dr. Shi**”), an independent non-executive director of the board of directors (the “**Board**”) of the Company, of an investigation and decision (the “**Decision**”) by the Shanghai Stock Exchange (the “**SSE**”) against Shandong Tyan Home Co., Ltd. (“**Tyan**”) together with its controlling shareholder and 21 current and former directors and officers of Tyan pertaining to certain breaches of continuous disclosure requirements in Tyan’s Annual and Semi-Annual reports for the periods 2014 through and including 2018. Dr. Shi served as Deputy General Manager of Tyan for a short period from July 2017 to March 2019. Dr. Shi was responsible for mineral exploration and investments held by Tyan. He did not have any responsibility for financial disclosure and was not involved with Tyan during most of the periods for which incorrect financial disclosure was filed, but was implicated in the Decision by virtue of serving as an officer of Tyan during the period in which financial reporting was filed for such periods in question. The Decision did not relate to any business or operations of Tyan in which Dr. Shi was involved in. Dr. Shi received a formal warning from the SSE and the China Securities Regulatory Commission and was given a fine of 30,000 RMB.

Dr. Shi resigned as Deputy General Manager Tyan in March 2019 and was not involved in the regulatory proceeding against Tyan. Dr. Shi has informed the Company that he intends to appeal the Decision.

Taking into account that (i) the Decision does not relate to the Company; (ii) Dr. Shi’s limited involvement with Tyan and lack of any involvement with financial disclosure of Tyan (which rendered Dr. Shi unable to detect or correct any deficiencies in its financial

disclosure) and the subject matter of the Decision; (iii) the legal advice received from the Company's external legal advisor that the subject matter of the Decision does not affect the qualification of Dr. Shi acting as a director of the Company under the *Business Corporations Act* (British Columbia); and (iv) from the time Dr. Shi was elected as a director of the Company and up to the date of this announcement, he has actively attended board meetings and has diligently discharged his fiduciary duties as a director of the Company, the Board is of the view that notwithstanding the Decision made against Dr. Shi by SSE, Dr. Shi is suitable to continue to act as a director of the Company.

Save as disclosed herein, the Company has determined there is no other information relating to the Decision that shall be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any matters which need to be brought to the attention of the shareholders of the Company. The Decision does not involve the Company or any of its subsidiaries. The Board does not consider that the Decision will have any material adverse effect on the business and/or operations of the Company or any of its subsidiaries.

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

Hong Kong, 06 November 2019

As at the date of this announcement, the Board of Directors of the Company comprises of Mr. Xin Song and Mr. Liangyou Jiang, Mr. Shiliang Guan as Executive Directors, Mr. Yongqing Teng and Ms. Fuzhen Kang as Non-Executive Directors, and Mr. Y.B. Ian He, Mr. Wei Shao, Ms. Ruixia (Rane) Han and Dr. Bielin Shi as Independent Non-Executive Directors.