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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)

DISCLOSEABLE TRANSACTION

Acquisition of Shares in the Global Offering of China Nonferrous Mining Corporation Limited

China Gold International Resources Corp. Ltd. (the “**Company**”) is pleased to announce that on 27 June 2012, it has confirmed to subscribe for a total of 70,545,000 shares of China Nonferrous Mining Corporation Limited (“**CNMC**”) for an aggregate price of HK\$155,199,000 in CNMC’s initial global offering and listing on The Stock Exchange of Hong Kong Limited (the “**HKEx**”). Please see the attached news release for more details.

The acquisition of 70,545,000 shares of CNMC would constitute a discloseable transaction of the Company under Chapter 14 of the Rules Governing the Listing of Securities on the HKEx based on the applicable ratio.

By Order of the Board

China Gold International Resources Corp. Ltd.

Sun Zhaoxue

Chairman

Hong Kong, 28 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.



China Gold International Acquires Shares in China Nonferrous Mining Corporation Limited

Vancouver, British Columbia, June 27, 2012 - **China Gold International Resources Corp. Ltd. (TSX: CGG; HKEx: 2099)** (the “**Company**”) announced today that it has confirmed to subscribe for a total of 70,545,000 shares of China Nonferrous Mining Corporation Limited (“**CNMC**”) (HKEx: 1258) for an aggregate price of HK\$155,199,000 in CNMC’s initial global offering and listing on The Stock Exchange of Hong Kong Limited (the “**HKEx**”). CNMC is a copper producer based in Zambia focusing on mining, ore processing, leaching, smelting and sale of copper. It is incorporated in Hong Kong with limited liability.

This transaction complies with the Company’s prospectus in relation to our global offering and listing on the HKEx, which states that approximately 30% of the proceeds from the offering is allocated for potential acquisition of gold and non-ferrous mineral resources outside of China.

The global offering of CNMC comprises (i) an offer of 87,000,000 shares for subscription of its shares by the public in Hong Kong, and (ii) an offer and sale of 783,000,000 shares to professional and institutional investors (the “**Global Offering**”). The offer price of its shares was HK\$2.20 per offer share (plus SFC transaction levy at 0.003%, HKEx trading fee at 0.005% and 1% brokerage commission). Completion of the allotment of 70,545,000 shares of CNMC to the Company is subject to the Global Offering becoming unconditional at or before 8.00 a.m. in Hong Kong on Friday, June 29, 2012. The aggregate subscription price of HK\$155,199,000 will be fully paid by 9:30 a.m. on June 29, 2012 (Hong Kong time). Dealings in the shares of CNMC (including the shares acquired by the Company) on HKEx will commence on Friday, June 29, 2012.

The directors of the Company (including the independent non-executive directors) consider that the acquisition of the shares of CNMC are on normal commercial terms which are fair and reasonable and are in the best interests of the Company and its shareholders as a whole. To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, CNMC and its ultimate beneficial owners are third parties independent of the Company and its subsidiaries and connected persons.

About China Gold International Resources Corp. Ltd.

China Gold International Resources Corp. Ltd. is based in Vancouver, BC, Canada and operates both the CSH Gold Mine in Inner Mongolia, and the Jiama Copper-Polymetallic Mine in Tibet Autonomous Region of China. The Company’s objective is to continue to build shareholder value by growing production at its current mining operations, expanding its resource base, and aggressively acquiring and developing new projects internationally. The Company is listed on the Toronto Stock Exchange (TSX: CGG) and the Main Board of The Stock Exchange of Hong Kong Limited (HKEx:2099).



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Forward-looking statements

Certain statements made herein, and other statements relating to matters that are not historical facts and statements of our beliefs, intentions and expectations about developments, results and events which will or may occur in the future, constitute "forward-looking information" within the meaning of applicable securities legislation. Forward-looking information and statements are typically identified by words such as "anticipate", "could", "should", "expect", "seek", "may", "intend", "likely", "plan", "estimate", "will", "believe" and similar expressions suggesting future outcomes or statements regarding an outlook. All such forward-looking information and statements are based on certain assumptions and analysis made by China Gold International Resources Corp. Ltd.'s management in light of their experience and perception of historical trends, current conditions and expected future developments, as well as other factors management believes are appropriate in the circumstances. These statements, however, are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking information or statements. Important factors that could cause actual results to differ from these forward-looking statements include those described under the heading "Risks and Uncertainties" elsewhere in the Company's MD&A filed at www.SEDAR.com. The reader is cautioned not to place undue reliance on forward-looking information or statements. Except as required by law the Company does not assume the obligation to revise or update these forward looking statements after the date of this document or to revise them to reflect the occurrence of future, unanticipated events.