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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)

**OVERSEAS REGULATORY ANNOUNCEMENT**

**Amendment and Re-filing of 2011 Management's Discussion and Analysis**

China Gold International Resources Corp. Ltd. (the "**Company**") has re-filed its Management's Discussion and Analysis for the year ended 31 December 2011 on SEDAR ([www.sedar.com](http://www.sedar.com)) on 16 April 2012, Vancouver time (namely, 16 April 2012, Hong Kong time) as a result of a review by the British Columbia Securities Commission.

Please see the attached announcement for more details.

By Order of the Board

**China Gold International Resources Corp. Ltd.**

**Mr. Sun, Zhaoxue**

*Chairman*

Hong Kong, 16 April 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 Amends and Re-files its 2011 Annual Management's Discussion and Analysis**

Vancouver, British Columbia, April 16, 2012 - **China Gold International Resources Corp. Ltd. (TSX: CGG; HKEx: 2099)** (the "**Company**") announced today that it has re-filed its Management's Discussion and Analysis ("MD&A") for the year ended December 31, 2011 to clarify disclosure concerning its evaluation of internal controls over financial reporting and disclosure controls and procedures.

The revised MD&A was re-filed as a result of a review by the British Columbia Securities Commission and is now available at [www.sedar.com](http://www.sedar.com).

The revisions on page 25 of the 2011 MD&A clarify that the Company's Chief Executive Officer and Chief Financial Officer have evaluated the effectiveness of the Company's internal controls over financial reporting ("ICFR") and disclosure controls and procedures ("DC&P") and have concluded that the ICFR and DC&P were effective as of December 31, 2011.

The disclosure in the original MD&A was not clear enough as to the conclusions on the effectiveness of ICFR and DC&P made by management. There is no other impact to the financial statements or MD&A.

### **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).

For additional information:

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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*



# China Gold International Resources Corp. Ltd.

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*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](http://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.*