



FORM 51-102F3
MATERIAL CHANGE REPORT

1. NAME AND ADDRESS OF COMPANY

China Gold International Resources Corp. Ltd. (the “Company”)
One Bentall Centre
Suite 660, 505 Burrard Street
Vancouver, British Columbia V7X 1M4

2. DATE OF MATERIAL CHANGE

October 27, 2022

3. NEWS RELEASE

A news release with respect to the material change referred to in this report was disseminated on October 27, 2022 and subsequently filed under the Company’s profile on the System for Electronic Document Analysis and Retrieval (“SEDAR”).

4. SUMMARY OF MATERIAL CHANGE

The Company made an announcement of following changes of Board Member and Officers:

- (1) Mr. Liangyou Jiang has resigned as Executive Director and as Chairman and Chief Executive Officer
- (2) Mr. Shiliang Guan has resigned as Executive Director and as Vice President and the Member of Health, Safety & Environmental Committee
- (3) Mr. Junhu Tong has been appointed to the position of Chairman and Chief Executive Officer and re-designated from Non-executive Director to Executive Director.
- (4) Mr. Yuanhui Fu has been appointed to the position of Executive Director, Vice President and Member of Health, Safety & Environmental Committee
- (5) Mr. Wanming Wang has been appointed to the position of be Non-executive Director and Member of Nominating and Corporate Governance Committee

5.1 FULL DESCRIPTION OF MATERIAL CHANGE

For additional information please see the news release dated October 27, 2022.

5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTIONS

Not applicable.

6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

7. OMITTED INFORMATION

No information has been intentionally omitted from this form.



China Gold International Resources Corp. Ltd.

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505 Burrard Street, Box 27
Vancouver, BC
Canada V7X 1M4

8. EXECUTIVE OFFICER

For further information about this material change, please contact Jerry Xie, Executive Vice President and Corporate Secretary, at (604) 609-0598 or by email at jerryx@chinagoldintl.com.

9. DATE OF REPORT

DATED at Vancouver, British Columbia this 18th day of October 27, 2022.