

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

POLL RESULTS OF THE ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS HELD ON JUNE 29, 2023, VANCOUVER TIME

Reference is made to the information circular (the “**Circular**”) and the notice (the “**Notice**”) of the annual and special meeting of shareholders of China Gold International Resources Corp. Ltd.(the “**Company**”) both dated June 7, 2023. Unless otherwise indicated, capitalized terms used herein have the same meanings as defined in the Circular.

The Board is pleased to announce that at the Meeting held on June 29, 2023 at 5:00 pm Vancouver time the following resolutions (the “**Resolutions**”) set out in the Notice were duly passed by way of poll. Details of the poll results of the Resolutions are as follows:

No.	Resolutions	Number of Votes			% of Votes Cast For (rounded)
		For	Against	Total	
1.	To approve, by ordinary resolution, setting the number of Directors at nine (9).	For	Against	Total	
		228,510,121	37,915,720	266,425,841	85.77%
2.	To elect as Directors:	For	Withheld	Total	
	(i) JUNHU TONG	253,790,919	12,634,922	266,425,841	95.26%
	(ii) YUANHUI FU	253,812,519	12,613,322	266,425,841	95.27%
	(iii) WEIBIN ZHANG	253,684,319	12,741,522	266,425,841	95.22%
	(iv) NA TIAN	225,840,454	40,585,387	266,425,841	84.77%

	(v)	WANMING WANG	225,840,954	40,584,887	266,425,841	84.77%
	(vi)	YINGBIN IAN HE	266,322,216	103,625	266,425,841	99.96%
	(vii)	WEI SHAO	265,640,365	785,476	266,425,841	99.71%
	(viii)	BIELIN SHI	266,400,620	25,221	266,425,841	99.99%
	(ix)	RUIXIA HAN	266,383,825	42,016	266,425,841	99.98%
3.	To re-appoint Deloitte Touche Tohmatsu as auditors of the Company at a remuneration to be fixed by the Board.		For	Withheld	Total	
			266,404,753	21,088	266,425,841	99.99%
4.	To grant to the Board a general mandate to allot, issue and otherwise deal with unissued Shares not exceeding 20% of the aggregate number of issued Shares as at the date of the passing of this resolution.		For	Against	Total	
			215,693,424	30,982,583	246,676,007	87.44%
5.	To grant to the Board a general mandate to repurchase Shares not exceeding 10% of the aggregate number of issued Shares as at the date of the passing of this resolution.		For	Against	Total	
			246,674,691	1,316	246,676,007	99.99%
6.	To extend the share allotment mandate by the addition thereto of the Shares repurchased by the Company.		For	Against	Total	
			226,561,994	20,114,013	246,676,007	91.85%
7.	To approve, by ordinary resolution of the Independent Shareholders, the Fourth Supplemental Contract for Purchase and Sale of Doré and the 2024-2026 Gold Doré Annual Caps thereunder.		For	Against	Total	
			70,154,858	37,917,953	108,072,811	64.91%
8.	To approve, by ordinary resolution of the Independent		For	Against	Total	

	Shareholders, the Fourth Supplemental Products and Services Framework Agreement and the 2024-2026 P&S Annual Caps thereunder.	70,150,258	37,922,553	108,072,811	64.91%
9.	To approve, by ordinary resolution of the Independent Shareholders, the First Supplemental Financial Services Agreement and the 2024-2026 Deposit Cap thereunder.	WITHDRAWN <i>Note 1</i>			
10.	To approve, by special resolution, the new Articles of the Company.	For	Against	Total	
		254,081,393	12,344,448	266,425,841	95.37%

Note 1: In response to development subsequent to the issuance of the Circular and feedback received from Shareholders, the Company did not submit Resolution no.9 for consideration and approval at the Meeting.

Note 2: The table above only provides a summary of the Resolutions. The full text of these Resolutions is set out in the Notice.

There were no further items brought before the Meeting and no amendments or variations to the Resolutions were proposed at the Meeting.

As (a) more than 50% of the votes from the Shareholders (including their proxies) present and voting at the Meeting were cast in favour of each of Resolution nos. 1 to 6; (b) more than 50% of the votes from the Independent Shareholders (including their proxies) present and voting at the Meeting were cast in favour of each of Resolution nos. 7 and 8; and (c) more than two-thirds of the votes from the Shareholders (including their proxies) present and voting at the Meeting were cast in favour of Resolution no. 10, Resolution nos. 1 to 8 were duly passed as ordinary resolutions and Resolution no. 10 was duly passed as a special resolution of the Company respectively at the Meeting.

As at May 24, 2023 Vancouver time, which is the record date for determining the Shareholders who are entitled to attend and vote at the Meeting, there were a total of 396,413,753 Shares, which represented the total number of Shares entitling the Shareholders to attend and vote for or against Resolution nos. 1 to 6 and 10. China National Gold Group Co., Ltd., who was interested in and entitled to exercise control over [158,588,330] Shares, abstained from voting on Resolution nos. 7 and 8 in relation

to the Non-exempt Continuing Connected Transactions in accordance with the Hong Kong Listing Rules. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against Resolution nos. 7 to 8 was 237,825,423.

Save as disclosed above, none of the Shareholders were required to abstain from voting at the Meeting and there were no Shares entitling the Shareholders to attend and abstain from voting in favour pursuant to Rule 13.40 of the Hong Kong Listing Rules. No person had indicated in the Circular an intention to vote against or to abstain from voting on the Resolutions at the Meeting. Save for proxies received in relation to Resolution no. 9, which was withdrawn and accordingly no poll was conducted in respect of such Resolution, there were no Shares actually voted but excluded from calculating the poll results.

The Company's principal share registrar, TSX Trust Company (Canada), was appointed as the scrutineer at the Meeting for the purpose of vote-taking. All Directors attended the Meeting by electronic means, except for Mr Junhu Tong and Mr. Yuanhui Fu, who were unable to attend the Meeting due to other work commitment.

By order of the Board
China Gold International Resources Corp. Ltd.
Mr. Junhu Tong
Chairman and Chief Executive Officer

Hong Kong, June 30, 2023

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Junhu Tong, Mr. Yuanhui Fu, Mr. Weibin Zhang and Ms. Na Tian as Executive Directors, Mr. Wanming Wang as Non-Executive Director, and Mr. Y.B. Ian He, Mr. Wei Shao, Ms. Ruixia (Rane) Han and Mr. Bielin Shi as Independent Non-Executive Directors.