



# China Gold International Resources Corp. Ltd.

Suite 660, One Bentall Centre  
505 Burrard Street, Box 27  
Vancouver, BC  
Canada V7X 1M4

## 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

August 2, 2024

### 3. NEWS RELEASE

A news release with respect to the material change referred to in this report was disseminated on August 4, 2024 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 announced number of changes of directors and executives including resignations of Chairman and CEO, effective August 2, 2024.

#### 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

For additional information please see the attached news release dated August 4, 2024.

#### 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.

### 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](mailto:jerryx@chinagoldintl.com).

### 9. DATE OF REPORT

DATED at Vancouver, British Columbia this 30th day of August 6, 2024.



## **RESIGNATION OF CHAIRMAN, EXECUTIVE DIRECTOR AND CHIEF EXECUTIVE OFFICER**

VANCOUVER, August 4, 2024 - China Gold International Resources Corp. Ltd. (the “Company” or “China Gold International Resources”) announces that, its board of directors (the “Board”) has accepted the resignation of Mr. Junhu Tong (“Mr. Tong”) as the Chairman, Executive Director and Chief Executive Officer (“CEO”) of the Company with effect from August 2, 2024. Mr. Tong is retiring in accordance with the retirement age policies of the Company.

Mr. Tong has confirmed that he has no disagreement with the Board and that there are no matters relating to his resignation that need to be brought to the attention of the Company's shareholders, HKEx and applicable securities regulators.

“Working with the Company has been an incredible journey, and I am proud of what we’ve accomplished together,” said Mr. Tong. “As I step down and move into retirement, I would like to express my deepest gratitude to all stakeholders, including the board members who have long supported my work, the management team and all employees, the Company’s shareholders, and the local communities of our mining operations.”

The Company offers its sincere gratitude and the highest respect to Mr. Tong for his dedicated leadership and services and for his invaluable contributions during his tenure and wishes him to enjoy his retirement life.

In the interim, before the new Chairman and CEO are appointed, Mr. Shiliang Guan (“Mr. Guan”) will temporarily oversee the Company's operations. Mr. Guan is the Vice President of the Company’s controlling shareholder, China National Gold Group Hong Kong Limited. He is a senior professional mining engineer and has over 30 years of experience in the mining industry. Mr. Guan served as an Executive Director and Vice President of the Company from 2016 to 2019. Mr. Guan also served as the Chairman of the Company’s subsidiary Tibet Huatailong Mining Development Co., Ltd. from 2015 to 2021 managing the Company’s Jiama Mine operations.

The Company will issue a further announcement regarding the appointment of the new Chairman and CEO as and when appropriate.

### ***About China Gold International Resources***

China Gold International Resources is a gold and base metal mining company incorporated in BC, Canada and operates two mines, the CSH Gold Mine in Inner Mongolia, China and the Jiama Copper-Gold Polymetallic Mine in Tibet, China. The Company’s objective is to build shareholder value through growing production at its current mining operations, expanding its resource base, and 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 further information on the Company, please refer to SEDAR’s website at [www.sedar.com](http://www.sedar.com), The Stock Exchange of Hong Kong Limited’s website at [www.hkex.com.hk](http://www.hkex.com.hk), the Company's website at [www.chinagoldintl.com](http://www.chinagoldintl.com), or call the Company at +1-604-609-0598 and email to [info@chinagoldintl.com](mailto:info@chinagoldintl.com).



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## **Cautionary Note About Forward-Looking Statements**

*Certain information regarding China Gold International Resources contained herein may constitute forward-looking statements within the meaning of applicable securities laws. Forward-looking statements may include estimates, plans, expectations, opinions, forecasts, projections, guidance or other statements that are not statements of fact. Although China Gold International Resources believes that the expectations reflected in such forward-looking statements are reasonable, it can give no assurance that such expectations will prove to have been correct. China Gold International Resources cautions that actual performance will be affected by a number of factors, most of which are beyond its control, and that future events and results may vary substantially from what China Gold International Resources currently foresees. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration results, continued availability of capital and financing and general economic, market or business conditions. The forward-looking statements are expressly qualified in their entirety by this cautionary statement. The information contained herein is stated as of the current date and subject to change after that date.*