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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)

THE APPOINTMENT OF EXECUTIVE DIRECTOR AND CHAIRMAN AND CHIEF EXECUTIVE OFFICER

The Board of Directors (the “**Board**”) of China Gold International Resources Corp. Ltd. (the “**Company**”) hereby announces:

Mr. Chenguang Hou (“**Mr. Hou**”) has been appointed as the Executive Director, Chairman and Chief Executive Officer of the Company to fill the casual vacancy for the positions following Mr. Tong’s resignation, effective from November 14, 2024.

- The Board is pleased to appoint Mr. Chenguang Hou as Executive Director, Chairman and Chief Executive Officer of the Company with effective from November 14, 2024. There is no specific term or proposed duration for his service in this role. Pursuant to the articles of the Company, Mr. Hou will be subject to election as a Director at the next annual general meeting of the Company and is not entitled to any emolument.

Mr. Hou, aged 45, has over 20 years of experience in the mining sector, including expertise in corporate management, financial management, audit, legal and compliance management. Since July 2001, Mr. Hou has held several senior executive roles with the controlling shareholder of the Company, China National Gold Group Co., Ltd. (“**CNG**”). From October 2014 to August 2020, he served



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successively as deputy general manager and senior manager of CNG's finance department. From November 2020 to November 2024, he held the roles of deputy general manager and general manager of CNG's audit and legal department. Since November 2024, he has been appointed as Chairman and general manager of China National Gold Group Hong Kong Limited. In addition, Mr. Hou has held senior management positions in several mining companies and is familiar with the production processes and operating practices of listed companies, bringing extensive experience in executive management.

Mr. Hou has participated in merger and acquisitions of various mining projects, and has extensive experience in assets injection, financial due diligence, valuation, and legal and compliance matters of listed companies. He led the establishment of a comprehensive compliance system of China Gold, presided over economic responsibility audits for multiple mining companies. Additionally, he has maintained strong working relationships with CNG, as well as domestic and international financial institutions and regulatory institutions.

Mr. Hou is a senior accountant with a Bachelor's Degree in Accounting from Beijing Wuzi University and enrolled in part-time graduate studies in business administration at Asia International Open University (Macao).

Save as disclosed above, Mr. Hou did not hold any directorship in any listed company in the last three years, nor does he hold any position with the Company or other members of the Group. As at the date of this announcement and save as disclosed above, Mr. Hou does not have any relationships with directors, senior management, substantial or controlling shareholders of the Company.

As at the date of this announcement, Mr. Hou does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.



Save for the information set out above, there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules nor are there other matters that need to be brought to the attention of the Shareholders in relation to the appointment of Mr. Hou as a Director.

Pursuant to code provision C.2.1 of the Corporate Governance Code in Appendix C1 to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and National Instrument 58-101 of the Canadian Securities Administrators, the role of Chairman and the Chief Executive Officer should not be performed by the same individual. However, the Board believes that Mr. Hou is familiar with the Company’s business operation and has superior knowledge and experience of the Company’s business, and vesting the roles of both Chairman and Chief Executive Officer in the same person has the benefit of ensuring consistent leadership with the Company and improving the efficiency of overall strategic planning for the Company. Under the supervision of the Board which comprises of four Executive Directors, one Non-Executive Director and four Independent Non-Executive Directors (“**INED**”), the Board is appropriately structured with balance of power to provide sufficient checks to protect the interests of the Company and the Shareholders. Further, the Company established the role of “Lead Independent Director” and Mr. Yingbin Ian He was appointed as Lead INED as at November 13, 2018. The role of Lead INED was created to liaise with Chief Executive Officer on behalf of the INEDs and advise the Board on matters where there may be an actual or potential conflict of interest to ensure the best possible operation of the Board in accordance with the best corporate governance practices.

Upon his appointment, Mr. Hou has not yet served any role or duty in any Board Committees.



The Board believes that the appointment of Executive Director, Chairman and Chief Executive Officer will ensure a smooth leadership transition for both the Board and management, enabling the Company to maintain its focus on achieving its long-term growth strategies.

Mr. Hou stated, "I am honored to accept this appointment and am confident in working alongside the Board and management team to actively promote the achievement of the Company's strategic objectives, striving to make the Company a steadily growing and sustainably developing enterprise."

The Board confirms that there are no other matters that need to be brought to the attention of the Shareholders in connection with the appointment of the Director and the change of relevant positions.

By order of the Board
China Gold International Resources Corp. Ltd.
Mr. Quan Xie
Corporate Secretary

Hong Kong, November 15, 2024

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