China Gold International Resources Corp. Ltd.

Management's Discussion and Analysis of Financial Condition and Results of Operations
Year ended December 31, 2025

(Stated in U.S. dollars, except as otherwise noted)

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MANAGEMENT'S DISCUSSION AND ANALYSIS

Management's Discussion and Analysis of Financial Condition and Results of Operations for the three months and year ended December 31, 2025. (Stated in U.S. dollars, except as otherwise noted)

The following Management Discussion and Analysis of financial condition and results of operations ("MD&A") is prepared as of March 30, 2026. It should be read in conjunction with the consolidated financial statements and notes thereto of China Gold International Resources Corp. Ltd. (referred to herein as "China Gold International", the "Company", "we" or "our" as the context may require) for the three months and year ended December 31, 2025 and the three months and year ended December 31, 2024, respectively. Unless the context otherwise provides, references in this MD&A to China Gold International or the Company refer to China Gold International and each of its subsidiaries collectively on a consolidated basis.

The following discussion contains certain forward-looking statements relating to the Company's plans, objectives, expectations and intentions, which are based on the Company's current expectations and are subject to risks, uncertainties and changes in circumstances. Readers should carefully consider all of the information set out in this MD&A, including the risks and uncertainties outlined further in the Company's Annual Information Form ("Annual Information Form" or "AIF") dated March 30, 2026 on SEDAR+ at www.sedarplus.ca, www.chinagoldintl.com and www.hkex.com.hk. For further information on risks and other factors that could affect the accuracy of forward-looking statements and the result of operations of the Company, please refer to the sections titled "Forward-Looking Statements" and "Risk Factors" and to discussions elsewhere within this MD&A. China Gold International's business, financial condition or results of operations could be materially and adversely affected by any of these risks.

FORWARD-LOOKING STATEMENTS

Certain statements made herein, other than statements of historical fact relating to the Company, represent forward-looking information. In some cases, this forward-looking information can be identified by words or phrases such as "may", "will", "expect", "anticipate", "contemplates", "aim", "estimate", "intend", "plan", "believe", "potential", "continue", "is/are likely to", "should" or the negative of these terms, or other similar expressions intended to identify forward-looking information. This forward-looking information includes, among other things; China Gold International's production estimates, business strategies and capital expenditure plans; the development and expansion plans and schedules for the CSH Mine and the Jiama Mine; China Gold International's financial condition; the regulatory environment as well as the general industry outlook; general economic trends in China; and statements respecting anticipated business activities, planned expenditures, corporate strategies, participation in projects and financing, and other statements that are not historical facts.

By their nature, forward-looking information involves numerous assumptions, both general and specific, which may cause the actual results, performance or achievements of China Gold International and/or its subsidiaries to be materially different from any future results, performance or achievements expressed or implied by the forward–looking information. Some of the key assumptions include, among others, the absence of any material change in China Gold International's operations or in foreign exchange rates, the prevailing price of gold, copper and other non-ferrous metal products; the absence of lower-than-anticipated mineral recovery or other production problems; effective income and other tax rates and other assumptions underlying China Gold International's financial performance as stated in the Company's technical reports for its CSH Mine and Jiama Mine; China Gold International's ability to obtain regulatory confirmations and approvals on a timely basis; continuing positive labor relations; the absence of any material adverse effects as a result of political instability, terrorism, natural disasters, pandemics such as COVID-19, litigation or arbitration and adverse changes in government regulation; the availability and accessibility of financing to China Gold International; and the performance by counterparties of the terms and conditions of all contracts to which China Gold International and its subsidiaries are a party. The forward-looking information is also based on the assumption that none of the risk factors identified in this MD&A or in the AIF that could cause actual results to differ materially from the forward-looking information actually occurs.

Forward-looking information contained herein as of the date of this MD&A is based on the opinions, estimates and assumptions of management. There are a number of important risks, uncertainties and other factors that could cause actual actions, events or results to differ materially from those described as forward-looking information. China Gold International disclaims any obligation to update any forward-looking information, whether as a result of new information, estimates, opinions or assumptions, future events or results, or otherwise except to the extent required by law. There can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. The forward-looking information in this MD&A is expressly qualified by this cautionary statement. The reader is cautioned not to place undue reliance on forward-looking information.

THE COMPANY

Overview

China Gold International is a gold and base metal mining company registered in British Columbia, Canada. The Company's main business involves the operation, acquisition, development and exploration of gold and base metal properties.

The Company's principal mining operations are the Chang Shan Hao Gold Mine ("CSH Mine" or "CSH"), located in Inner Mongolia, China and the Jiama Copper-Gold Polymetallic Mine ("Jiama Mine" or "Jiama"), located in Tibet, China. China Gold International holds a 96.5% interest in the CSH Mine, while its Chinese joint venture ("CJV") partner holds the remaining 3.5% interest. The Company owns a 100% interest in the Jiama Mine, which hosts a large scale copper-gold polymetallic deposit containing copper, gold, molybdenum, silver, lead and zinc metals.

China Gold International's common shares are listed on the Toronto Stock Exchange ("TSX") and The Stock Exchange of Hong Kong Limited ("HKSE") under the symbol CGG and the stock code 2099, respectively. Additional information about the Company, including the Company's Annual Information Form, is available on SEDAR+ at sedarplus.ca as well as Hong Kong Exchange News at hkexnews.hk.

Performance Highlights

Three months ended December 31, 2025

- Revenue increased by 31% to US$384.7 million from US$293.6 million for the same period in 2024.
- Mine operating earnings of US$209.9 million, increased by US$87.7 million from mine operating earnings of US$122.2 million for the same period in 2024.
- Net profit of US$127.7 million increased by US$59.4 million from US$68.3 million for the same period in 2024.
- Cash flow from operation of US$140.4 million, increased from US$62.7 million for the same period in 2024.
- Total gold production decreased by 21% to 47,875 ounces from 60,406 ounces for the same period in 2024.
- Total copper production was 37.0 million pounds (approximately 16,756 tonnes) a decrease from 44.1 million pounds (approximately 20,020 tonnes) for the same period in 2024.

Year ended December 31, 2025

- Revenue increased by 73% to US$1,310.1 million from US$756.6 million for the same period in 2024.
- Mine operating earnings of US$684.0 million, increased by US$497.1 million from US$186.9 million for the same period in 2024.
- Net profit of US$472.3 million increased by US$407.0 million from US$65.3 million for the same period in 2024.
- Cash flow from operation of US$710.0 million, increased from US$306.9 million for the same period in 2024.
- Total gold production increased by 9% to 177,225 ounces from 162,652 ounces for the same period in 2024.
- Total copper production was 156.3 million pounds (approximately 70,883 tonnes) a 48% increase from 105.7 million pounds (approximately 47,929 tonnes) for the same period in 2024.

Selected Annual Information

*	Year ended December 31,				
	2025	**2024**	**2023**	**2022**	**2021**
US$ Millions except for per share					
Total revenue	**1,310**	757	459	1,105	1,137
Income from operations	**590**	123	32	317	333
Net profit (loss)	**472**	65	(23)	225	269
Basic earnings (loss) per share (cents)	**117.80**	15.82	(6.43)	56.19	67.44
Diluted earnings (loss) per share (cents)	**N/A**	N/A	N/A	N/A	N/A
Total assets	**3,357**	2,936	2,835	3,195	3,257
Total non-current liabilities	**555**	809	802	653	1,080

*Prepared under IFRS

OUTLOOK

After the repairs and reinforcements of the overflow of the Guolanggou Tailings Dam, the Government of Tibet Autonomous Region and relevant departments of the central government approved the resumption of Jiama's operations on May 30, 2024, with a daily processing capacity of 34,000 tonnes, which is lower than the design processing capacity. The Company is actively advancing the construction of the Phase III tailings pond, which is expected to be completed and put into operation in the first half of 2027. The total daily processing capacity is anticipated to increase to 44,000 tpd once the Phase III tailings pond is in operation.

The open-pit operations at the CSH gold mine are nearing the end of its mine life. With the CSH pit's increased depth, the stability of the open pit slopes is becoming more and more prominent in determining the operations plan. Ensuring slope stability and avoiding systematic risks at this stage are the Company's top priority to ensure safe and sustainable production.

Inconsideration of the events, the Company reports separate production guidance for the two mines in 2026.

CSH Mine:

- The total gold production is estimated between 70,732 ounces (2.2 tonnes) and 83,592 ounces (2.6 tonnes).

Jiama Mine:

- The copper production will be approximately between 140 million pounds (63,500 tonnes) and 149 million pounds (67,500 tonnes);
- The gold production will be approximately between 70,732 ounces (2.2 tonnes) and 75,554 ounces (2.35 tonnes);
- The silver production will be approximately between 4.18 million ounces (130 tonnes) and 4.82 million ounces (150 tonnes);.

Outline of the Long-Term Development Plan for the Jiama Mine

In 2024, the Company successfully restored stable operation at the Jiama Mine. In addition, the Company continued to focus its efforts on optimizing resource utilization plan, integrating the identified high-grade underground resources, and accelerating the exploration work at high potential zones. The long-term development plan for the Jiama Mine consists of three phases:

- Prior to the completion of the construction of the new tailings storage facility (the "Youlongbu tailings storage facility"), the Jiama Mine Phase II processing plant will maintain and operate at its current processing capacity of 34,000 tons per day to match the Guolanggou's storage capacity (the operation of Phase I processing plant has been suspended since May 2024).
- The Youlongbu tailings storage facility is scheduled to commence operation in 2027, allowing a further increase in the Jiama Mine's production capacity. Over the next two years, as part of the underground resource integration plan, the Company plans to apply to increase the permitted capacity on its mining license for the Jiama Mine, subject to compliance with the relevant safety requirements. Currently, the permitted capacity on the mining license of the Jiama Mine is 14.4 million tonnes per year (approximately 44,000 tonnes per day based on 330 operating days per year). Subject to the government approval of an increased annual mining rate, and following the commissioning of Youlongbu tailings storage facility, the Jiama Mine's ore processing volume will return to the level of 50,000 tonnes per day, in line with the designed processing capacity of the processing plants. In addition, endeavors are underway so that the production levels at the Jiama Mine will restore to those before the Guolanggou tailings overflow through blending of high-grade underground ores.
- The Company is also working to delineate new resources at satellite deposits near the Jiama Mine. The Company has been actively conducting geological exploration work in two areas: the Bayi Ranch and the Zegulang North, both of which have shown significant resource potential. The Company will provide an update on the exploration progress and results in due course. Subject to the final exploration outcomes and feasibility studies on resource development, the Company will formulate a comprehensive expansion plan for the Jiama Mine area. This study has already been initiated at a preliminary stage.

RESULTS OF OPERATIONS

Selected Quarterly Financial Data

	Quarter ended							
	2025				**2024**			
(US$ in thousands except per share)	**31-Dec**	30-Sep	30-Jun	31-Mar	31-Dec	30-Sep	30-Jun	31-Mar
Revenue	**384,734**	345,026	307,269	273,096	293,567	254,581	147,955	60,543
Cost of sales	**174,826**	147,993	147,872	155,444	171,413	207,762	118,512	72,039
Mine operating earnings (loss)	**209,908**	197,033	159,397	117,653	122,154	46,819	29,443	(11,496)
General and administrative expenses	**21,450**	14,184	12,068	12,232	17,877	9,944	10,649	9,096
Exploration and evaluation expenditures	**268**	224	133	508	247	49	50	92
Research and development expenses	**16,399**	7,848	5,256	3,296	8,118	4,704	2,113	787
Income (loss) from operations	**171,791**	174,777	141,940	101,617	95,912	32,122	16,631	(21,471)
Foreign exchange gain (loss)	**7,381**	(3,039)	(2,037)	(2,654)	(4,631)	2,670	(443)	(157)
Finance costs	**4,511**	4,711	4,580	5,002	5,313	5,692	5,722	5,663
Profit (loss) before income tax	**171,694**	153,450	139,252	95,770	85,540	30,166	3,924	(26,410)
Income tax expense (credit)	**43.994**	11,156	22,909	9,791	17,223	2,293	8,768	(362)
Net profit (loss)	**127,699**	142,294	116,343	85,979	68,317	27,873	(4,844)	(26,048)
Basic earnings (loss) per share (cents)	**31.67**	35.60	29.08	21.45	16.97	6.84	(1.36)	(6.63)
Diluted earnings per share (cents)	**N/A**	N/A	N/A	N/A	N/A	N/A	N/A	N/A

Selected Quarterly and Annual Production Data and Analysis

CSH Mine	**Three months ended December 31,**		**Year ended December 31,**	
	2025	**2024**	**2025**	**2024**
Gold sales (US$ million)	**98.21**	78.80	**338.47**	246.95
Realized average price (US$) of gold per ounce	**4,124**	2,659	**3,419**	2,453
Gold produced (ounces)	**28,684**	36,719	**96,816**	108,188
Gold sold (ounces)	**23,814**	29,641	**99,010**	100,682
Total production cost (US$ per ounce)	**1,747**	1,721	**1,665**	1,645
Cash production cost[1] (US$ per ounce)	**1,521**	1,306	**1,263**	1,064

(1) Non-IFRS measure. See ‘Non-IFRS measures’ section of this MD&A

Gold production at the CSH Mine decreased by 22% to 28,684 ounces for the three months ended December 31, 2025 compared to 36,719 ounces for the same period in 2024. The total production cost of gold for the three months ended December 31, 2025 increased to US$1,747 per ounce compared to US$1,721 for the same period in 2024. The cash production cost of gold for the three months ended December 31, 2025 increased to US$1,521 per ounce from US$1,306 for the same period in 2024. The increase in Cash production cost is mainly due to the increase in environment protection fees.

Jiama Mine	Three months ended December 31,		Year ended December 31,	
	2025	**2024**	**2025**	**2024**
Copper sales (US$ in millions)	**148.99**	106.16	**495.56**	283.22
Realized average price [1](US$) of copper per pound after smelting fee discount	**3.80**	2.42	**3.17**	2.71
Copper produced (tonnes)	**16,756**	20,020	**70,883**	47,929
Copper produced (pounds)	**36,939,257**	44,135,873	**156,269,659**	105,664,184
Copper sold (tonnes)	**17,652**	19,931	**70,959**	47,421
Copper sold (pounds)	**38,917,010**	43,940,061	**156,437,873**	104,545,457
Gold produced (ounces)	**19,191**	23,688	**80,409**	54,464
Gold sold (ounces)	**20,195**	23,520	**80,406**	53,963
Silver produced (ounces)	**1,275,143**	1,479,708	**5,645,915**	3,231,408
Silver sold (ounces)	**1,346,956**	1,473,027	**5,648,631**	3,193,073
Lead produced (tonnes)	**7,973**	13,503	**40,912**	27,896
Lead produced (pounds)	**17,577,968**	29,768,128	**90,196,257**	61,500,340
Lead sold (tonnes)	**8,451**	13,360	**41,036**	27,493
Lead sold (pounds)	**18,632,143**	29,453,697	**90,468,423**	60,612,685
Zinc produced (tonnes)	**5,248**	6,575	**23,446**	14,663
Zinc produced (pounds)	**11,569,321**	14,495,121	**51,688,429**	32,326,595
Zinc sold (tonnes)	**5,536**	6,479	**23,556**	14,442
Zinc sold (pounds)	**12,205,513**	14,282,878	**51,932,904**	31,839,913
Moly produced (tonnes)	**138**	120	**768**	354
Moly produced (pounds)	**303,944**	264,753	**1,692,167**	780,704
Moly sold (tonnes)	**134**	234	**840**	234
Moly sold (pounds)	**295,027**	515,217	**1,851,486**	515,217
Total production cost [2] (US$) of copper per pound	**4.36**	3.31	**3.52**	4.44
Total production cost [2] (US$) of copper per pound after by-products credits [4]	**0.88**	0.89	**0.52**	2.32
Cash production cost [4](US$) per pound of copper	**3.63**	2.65	**2.74**	3.62
Cash production cost [3] (US$) of copper per pound after by-products credits [4]	**0.14**	0.23	**(0.26)**	1.50

1 A discount factor of 11.9% to 25.3% is applied to the copper benchmark price to compensate the refinery costs incurred by the buyers. The discount factor is higher if the grade of copper in copper concentrate is below 18%. The industry standard of copper in copper concentrate is between 18-20%.

2 Production costs include expenditures incurred at the mine sites for the activities related to production including mining, processing, mine site G&A and royalties etc.

3 Non-IFRS measure. See 'Non-IFRS measures' section of this MD&A

4 By-products credit refers to the sales of gold, silver, lead, zinc and moly during the corresponding period.

5 Increased production of by-products combined with reduced G&A and R&D costs, has resulted in by-product credits exceeding total production cost of copper.

During the three months ended December 31, 2025, The Jiama Mine produced 16,756 tonnes (approximately 37.0 million pounds) of copper, which decreased from of 20,020 tonnes (approximately 44.1 million pounds) during the comparative three month period in 2024.

Total production cost of copper per pound increased by 32% due to lower copper grade and increase of R&D in the three months of 2025 as compared to the same period in 2024. Cash production cost of copper per pound increased as compared to the same quarter in 2024. However, total production cost of copper per pound after by-products and cash production cost of copper per pound after by-product decreased in 2025 as compared to the same three month period in 2024, mainly due to higher by-product revenue from gold and silver.

Review of Quarterly and Annual Data

Three months ended December 31, 2025 compared to three months ended December 31, 2024

Revenue of US$384.7 million for the fourth quarter of 2025, increased by US$91.1 million from US$293.6 million for the same period in 2024.

Revenue from the CSH Mine was US$98.2 million, an increase of US$19.4 million from US$78.8 million for the same period in 2024. The realized average gold price increased by 55%, from US$2,659/oz in Q4 2024 to US$4,124/oz in Q4 2025. Gold sold by the CSH Mine was 23,814 ounces (gold produced: 28,684 ounces), compared to 29,641 ounces (gold produced: 36,719 ounces) for the same period in 2024.

Revenue from the Jiama Mine was US$286.5 million, an increase of US$71.7 million, compared to US$214.8 million for the same period in 2024. The realized average price of copper increased by 57%, from US$2.42/pound in Q4 2024 to US$3.80/pound in Q4 2025. Total copper sold was 17,652 tonnes (38.9 million pounds) for the three months ended December 31, 2025, a decrease of 11% from 19,931 tonnes (43.9 million pounds) for the same period in 2024.

Cost of sales of US$174.8 million for the quarter ended December 31, 2025, a slightly increase of US$3.4 million from US$171.4 million for the same period in 2024. Cost of sales as a percentage of revenue for the Company decreased from 58% to 45% for the three months ended December 31, 2024 and 2025, respectively. Cost of sales was impacted by many operation factors such as grade of ore, recovery rates and stripping ratio. Refer to the sections below for details of production factors for each individual mine.

Mine operating earnings of US$209.9 million for the three months ended December 31, 2025, an increase of US$87.7 million from US$122.2 million for the same period in 2024.

General and administrative expenses increased by US$3.5 million, from US$17.9 million for the quarter ended December 31, 2024 to US$21.4 million for the quarter ended December 31, 2025, partially due to higher taxes and surcharges resulting from increased revenue in the current quarter.

Research and development expenses of US$16.4 million for the three months ended December 31, 2025, increased from US$8.1 million for the comparative 2024 period. The increase was primarily driven by the Company's research and development efforts focused on improving recovery rates and optimizing processing and mining processes.

Income from operations of US$171.8 million for the fourth quarter of 2025, increased by US$75.9 million, compared to US$95.9 million for the same period in 2024.

Foreign exchange gain of US$7.4 million for the three months ended December 31, 2025, increased from a loss of US$4.6 million for the same period in 2024. The gain was attributed to changes in the RMB/USD exchange rates and the revaluation of monetary items held in Chinese RMB.

Interest and other income of US$2.4 million for the three months ended December 31, 2025, increased from a negative US$0.1 million for the same period in 2024, primarily due to higher interest income earned during the current quarter compared to the corresponding period last year.

Finance costs of US$4.5 million for the three months ended December 31, 2025, decreased by US$0.8 million compared to US$5.3 million for the same period in 2024. The decrease was primarily due to a reduction in total borrowings outstanding. Management continues to monitor the Company's debt structure and financing costs to optimize capital efficiency.

Other expense of US$5.3 million for the three months ended December 31, 2025, increased from US$0.3 million for the same period in 2024. During the current quarter, the Company recognized an impairment loss of U$5.9 million on other non-current assets based on a third-party real estate valuation report, partially offset by lower expenses in other categories. Refer to Note 22 Other non-current assets of the consolidated financial statements for details.

Income tax expense of US$44.0 million for the three months ended December 31, 2025, increased by US$26.8 million from US$17.2 million for the comparative period in 2024. In December 2025, the Company accrued US$23.5 million in withholding tax on declared dividends to shareholders. During the current quarter, the Company had US$25.0 million of deferred tax expense compared to US$9.1 million deferred tax credit for the same period in 2024.

Net income of US$127.7 million for the three months ended December 31, 2025, increased by US$59.4 million from US$68.3 million for the three months ended December 31, 2024.

Year ended December 31, 2025 compared to year ended December 31, 2024

Revenue of US$1,310.1 million for the year ended December 31, 2025, increased by US$553.5 million from US$756.6 million for the same period in 2024.

Revenue from the CSH Mine was US$338.5 million, an increase of US$91.6 million from US$246.9 million for the same period in 2024. The realized average gold price increased by 39%, from US$2,453/oz in 2024 to US$3,419/oz in the same period of 2025. Gold sold by the CSH Mine was 99,010 ounces (gold produced: 96,816 ounces), compared to 100,682 ounces (gold produced: 108,188 ounces) for the same period in 2024.

Revenue from the Jiama Mine was US$971.7 million, an increase of US$462.0 million, compared to US$509.7 million for the same period in 2024. The realized average price of copper increased by 17%, from US$2.71/pound in 2024 to US$3.17/pound in the same period of 2025. Total copper sold was 70,959 tonnes (156.4 million pounds) for the year ended December 31, 2025, an increase of 50% from 47,421 tonnes (104.5 million pounds) for the same period in 2024.

Cost of sales of US$626.1 million for the year ended December 31, 2025, an increase of US$56.4 million from US$569.7 million for the same period in 2024. The cost of sales increased due to the resumption of operations at the Jiama Mine, leading to higher production costs as the Phase II processing plants was reactivated.

Mine operating earnings of US$684.0 million for the year ended December 31, 2025, an increase of US$497.1 million from US$186.9 million for the same period in 2024.

General and administrative expenses increased by US$12.3 million, from US$47.6 million for the year ended December 31, 2024 to US$59.9 million for the same period in 2025, primarily driven by higher operational support costs associated with the resumption of production at the Jiama Mine.

Research and development expenses of US$32.8 million for the year ended December 31, 2025, increased from US$15.7 million for the comparative 2024 period. The increase was primarily driven by the Company's research and development efforts focused on improving recovery rates and optimizing processing and mining processes.

Income from operations of US$590.1 million for the year ended December 31, 2025, increased by US$466.9 million, compared to US$123.2 million for the same period in 2024.

Foreign exchange loss of US$0.3 million for the year ended December 31, 2025, decreased from US$2.6 million for the same period in 2024. The loss was attributed to changes in the RMB/USD exchange rates and the revaluation of monetary items held in Chinese RMB.

Interest and other income of US$11.7 million for the year ended December 31, 2025, increased from US$5.1 million for the same period in 2024, primarily due to higher interest income earned during the current period and higher dividend received from China Nonferrous Mining Corporation Limited compared to the corresponding period last year.

Finance costs of US$18.8 million for the year ended December 31, 2025, decreased by US$3.6 million compared to US$22.4 million for the same period in 2024. The decrease was primarily due to a reduction in total borrowings outstanding. Management continues to monitor the Company's debt structure and financing costs to optimize capital efficiency.

Other expense of US$22.5 million for the year ended December 31, 2025, increased from US$10.1 million for the same period in 2024. During the current period, the Company recognized litigation compensation of US$15.0 million arising from the litigation between Shaanxi Xiaoshanchuan Mineral Resources Development and Construction Co.,Ltd. and the Company's subsidiary, Tibet Huatailong Mining Development Co. Ltd. Refer to Note 31 Contingencies of the consolidated financial statements for details.

Income tax expense of US$87.9 million for the year ended December 31, 2025, increased by US$60.0 million from US$27.9 million for the comparative period in 2024. In December 2025, the Company accrued US$23.5 million in withholding tax on declared dividends to shareholders. During the current period, the Company had US$23.7 million of deferred tax expense compared to a deferred tax expense of US$10.3 million for the same period in 2024.

Net income of US$472.3 million for the year ended December 31, 2025, increased by US$407.0 million from US$65.3 million for the same period in 2024.

NON-IFRS MEASURES

The cash cost of production, cash cost after by-product credits and cash cost per ounce and per pound are measures that are not in accordance with IFRS.

The Company has included these metrics to supplement its consolidated financial statements, which are presented in accordance with IFRS. Non-IFRS measures do not have any standardized meaning prescribed under IFRS, and therefore they may not be comparable to similar measures employed by other companies. The data is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance, operating results or financial condition prepared in accordance with IFRS. The Company has included cash production cost per ounce and per pound data because it understands that certain investors use this information to determine the Company’s ability to generate earnings and cash flow. The measures are not necessarily indicative of operating results, cash flow from operations, or financial condition as determined under IFRS.

The following tables provide a reconciliation of cost of sales to the cash costs of production in total dollars and in dollars per gold ounce for the CSH Mine or per copper pound for the Jiama Mine:

Cash production cost for gold is calculated as total cost of sales adjusted by depreciation and depletion and amortization of intangible assets. Cash production cost of gold per ounce is calculated as total cash production cost divided by total gold sold (ounces).

CSH Mine (Gold)

	Three months ended December 31,				**Year ended December 31,**			
	2025		2024		**2025**		2024	
	US$	**US$ Per ounce**	US$	US$ Per ounce	**US$**	**US$ Per ounce**	US$	US$ Per ounce
Total Cost of sales [1]	**41,593,138**	**1,747**	51,018,707	1,721	**164,875,882**	**1,665**	165,574,005	1,645
Adjustment – Depreciation & depletion	**(5,304,923)**	**(223)**	(12,164,347)	(410)	**(39,205,424)**	**(396)**	(57,678,651)	(573)
Adjustment – Amortization of intangible assets	**(56,998)**	**(2)**	(163,015)	(5)	**(642,989)**	**(6)**	(787,919)	(8)
Total cash production costs	**36,231,217**	**1,522**	38,691,345	1,306	**125,027,469**	**1,263**	107,107,435	1,064
Total Gold sold ounces		**23,814**		29,655		**99,010**		100,682

Cash production cost of gold US$ per ounce calculated as total cash production cost divided by total gold sold ounces.

Cash Production cost for copper is calculated as production costs (total cost of sales adjusted by General and administrative expenses and Research and development expenses) adjusted by depreciation and depletion and amortization of intangible assets. Cash production cost of copper (pounds) is calculated as total cash production cost divided by total copper sold (pounds).

Jiama Mine (Copper with by-products credits)

	Three months ended December 31,				**Year ended December 31,**			
	2025		2024		**2025**		2024	
	US$	**US$ Per Pound**	US$	US$ Per Pound	**US$**	**US$ Per Pound**	US$	US$ Per Pound
Total Cost of sales	**133,232,929**	**3.42**	120,395,116	2.74	**461,258,144**	**2.95**	404,152,493	3.87
General and administrative expenses	**20,314,047**	**0.52**	17,020,625	0.39	**55,871,979**	**0.36**	43,581,877	0.42
Research and development expenses	**16,398,899**	**0.42**	8,118,595	0.18	**32,798,609**	**0.21**	15,722,098	0.15
Total production cost	**169,945,975**	**4.36**	145,534,336	3.31	**549,928,732**	**3.52**	463,456,468	4.44
Adjustment – Depreciation & depletion	**(21,924,108)**	**(0.56)**	(21,527,256)	(0.49)	**(94,305,794)**	**(0.60)**	(66,877,508)	(0.64)
Adjustment – Amortization of intangible assets	**(6,454,180)**	**(0.17)**	(7,399,660)	(0.17)	**(28,363,980)**	**(0.18)**	(19,117,739)	(0.18)
Total cash production costs	**141,567,687**	**3.63**	116,607,420	2.65	**427,258,958**	**2.74**	377,461,221	3.62
By-products credits	**(135,694,593)**	**(3.49)**	(106,554,080)	(2.42)	**(469,218,504)**	**(3.00)**	(221,844,500)	(2.12)
Total cash production costs after by-products credits	**5,873,094**	**0.14**	10,053,340	0.23	**(41,959,546)**	**(0.26)**	155,616,721	1.50
Total Copper sold pounds		**38,917,010**		43,940,061		**156,437,873**		104,545,457

Cash production cost of copper US$ per pound calculated as total cash production cost divided by total copper sold pounds.

MINERAL PROPERTIES

The CSH Mine

The CSH Mine is located in Inner Mongolia Autonomous Region of China (Inner Mongolia). The property hosts two low-grade, near surface gold deposits, along with other mineralized prospects. The main deposit is called the Northeast Zone (the “Northeast Zone”), while the second, smaller deposit is called the Southwest Zone (the “Southwest Zone”).

The CSH Mine is owned and operated by Inner Mongolia Pacific Mining Co. Limited, a Chinese Joint Venture in which the Company holds a 96.5% interest and Ningxia Nuclear Industry Geological Exploration Institution holds the remaining 3.5%.

The CSH Mine is an open-pit mining operations with a designed mining and processing capacity of 60,000 tpd. In July 2019, CSH updated its mine plan based on a result of latest ultimate limit optimization, in which the production rate was reduced to 40,000 tpd with a life of mine (“LoM”) of seven years as of 2019. The run-of-mine ore is heap leached with cyanide solution to extract gold and electro-winned to produce a gold dore which is sold to refiners. In June 2020, the operation of southwest pit ended.

The open-pit operations at the CSH gold mine are nearing the end of its mine life. With the increase in the pit's depth, the height and exposed area of the pit wall have increased, and the stability of the open pit slopes is becoming more and more prominent in determining the operations plan. Ensuring slope stability and avoiding systematic risks at this stage is the Company’s top priority to ensure safe and sustainable production.

The Company continues to evaluate the potential for underground operations.

The major new contracts entered into during the year ended December 31, 2025:

Item No.	Contract Name	Counterpart	Subject amount (US $ millions)	Contract period (effective day and expiration date)	Date of Contract
1	Sales Contract for Waste Materials	Hunan Zhongxing Environmental Protection Technology Co., Ltd	10.81	2025.3.24 – 2025.4.24	2025.3.24
2	Open-pit to Underground Engineering Design	China ENFI Engineering Technology Co., Ltd	5.06	2025.4.24 – 2033.4.24	2025.4.24
3	Sales Contract for Waste Materials	Hunan Zhongxing Environmental Protection Technology Co., Ltd	11.27	2025.6.10 – 2025.7.2	2025.6.10
4	2025 Open-pit Mine Slope Remediation Project Contract	China National Gold Group Third Engineering Co., Ltd.	9.37	2025.8.27 – 2026.10.31	2025.8.27
5	Sales Contract for Waste Materials	Hunan Zhongxing Environmental Protection Technology Co., Ltd	19.78	2025.12.25 – 2026.2.24	2025.12.25

Production Update

CSH Mine	**Three months ended December 31,**		**Year ended December 31,**	
	2025	2024	**2025**	2024
Ore mined and placed on pad (tonnes)	**1,834,826**	1,576,243	**10,299,404**	9,208,842
Average ore grade (g/t)	**0.44**	0.41	**0.49**	0.58
Recoverable gold (ounces)	**17,014**	13,187	**95,735**	102,866
Ending gold in process and gold dore bars (ounces)	**142,894**	146,169	**142,894**	146,169
Waste rock mined (tonnes)	**1,493,922**	2,800,938	**7,011,840**	10,548,732

For the three months ended December 31, 2025, the total amount of ore placed on the leach pad was 1.8 million tonnes, with total contained gold of 17,014 ounces (529 kilograms). The overall accumulative project-to-date gold recovery rate remained consistent at approximately 56.63% at the end of December 31, 2025 from 56.47% at the end of September 30, 2025. Of which, gold recovery from the phase I and phase II heap leach pads were 59.77% and 54.67% at December 31, 2025, respectively.

Exploration

The CSH Gold Mine drilled 264 meters from hole DDH9200-3, which was remaining from the 2024 drilling program. There was no other drilling program in 2025 for the CSH Mine.

Mineral Resource Update

CSH Mine Mineral Resources by category, at December 31, 2025 under NI 43-101 are listed below:

Location	Mineral Resource Category	Tonnage (x1000 t)	Au (g/t)	Metal	
				Au (t)	Au (Moz)
Remaining within the open pit limit at a cut-off grade of 0.28 g/t Au	Measured	6,031	0.68	4.09	0.132
	Indicated	6,647	0.72	4.75	0.153
	M+I	12,678	0.70	8.84	0.285
	Inferred	2,576	0.41	0.15	0.005
Underground at a cut-off grade of 0.30 g/t Au	Measured	88,200	0.67	58.66	1.89
	Indicated	89,850	0.58	52.07	1.67
	M+I	178,050	0.62	110.72	3.56
	Inferred	62,090	0.49	30.68	0.99

Note:

Mineral Resources are reported in relation to a conceptual open-pit mining and underground block caving mining. Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability. All figures are rounded to reflect the relative accuracy of the estimate. Raw assays have been capped. Mineral Resources include Mineral Reserves.

Mineral Resources are reported at a cut-off grade of 0.28 g/t Au for open-pit mining, based on the following parameters: the heap leaching & metallurgical recovery of 60% and gold bullion market price of USD 1,980 per ounce. Additional Mineral Resources are reported at a cut-off grade of 0.30 g/t Au for underground block caving mining, based on the following parameters: the heap leaching & metallurgical recovery of 60% and gold bullion market price of USD 1,980 per ounce. USD 1.0000=RMB 6.3457 dated in April 2022, and one troy ounce is equal to 31.1035 grams.

The mineral resource estimates include Au only. CGME Consulting limited (CGME) has estimated the mineral resources of the CSH gold deposit based on a cut-off grade of 0.28 g/t Au within the optimized ultimate open-pit limit and a cut-off grade of 0.30 g/t Au below the open pit limit on April 1, 2022. The resource estimate was conducted using Ordinary Kriging, validated by Inversed Distance Squared method, and Micromine modelling software.

CGME considers that blocks estimated for the first estimation pass with an average anisotropic distance to samples of less than 45 m can be classified as Measured Mineral Resources, and blocks estimated for the second estimation pass with an average anisotropic distance to samples of less than 80 m can be classified as Indicated Mineral Resources, and blocks estimated for the third estimation pass with an average anisotropic distance to samples of not more than 150 m can be categorised as Inferred Mineral Resources. For those Measured and Indicated Mineral Resource blocks, CGME considers that the degree of confidence is sufficient to allow an appropriate application of technical and economic parameters to support mine planning and to allow evaluation of the economic viability of the deposit, which is also adequate to support the open pit mining operations.

In CGME's opinion, the upper portions of gold mineralization at the CSH Gold Project are amenable to extraction by open pit mining with a cut-off grade optimised of 0.28 g/t Au, and the block caving mining operation would be the choice for extraction below the optimized open pit limits with a cut-off grade of 0.30 g/t Au in this estimation based on a Reasonable Prospect for Eventual Economic Extraction ("RPEEE"). It is noted that the partial mineral resources outside of the open pit limit but above the bottom plane may not be amenable to extraction in the future. Meanwhile, the mineral resources located below 840 m ASL at NE zone and 1,250 m ASL at SW zone may not be amendable to extraction in the future due to either excessive depth or high dilution. These mineral resources that may not be amendable to extraction in the future are excluded from the Mineral Resource Statement in this Report.

Block model quantity and grade estimates for the CSH gold deposit were classified according to the CIM Definition Standards for Mineral Resources and Mineral Reserves (May 2014) by Yuan Chen, MSc., MAIG (M4014)/RPGeo (10262) (April 2022), an independent Qualified Person for the purposes of National Instrument 43-101 and updated by Mr. Yingting Guo, MMSA., PGeo., an independent Qualified Person for the purposes of National Instrument 43-101 on December 31, 2025.

Mineral Reserves Update

CSH Mine Mineral Reserves by category at December 31, 2025 under NI 43-101 are summarized below:

Type	T (x 1,000)	Diluted Au g/t	Metal: Au t	Metal: Au Moz
Proven	6,405	0.64	4.11	0.13
Probable	7,222	0.67	4.87	0.16
Total	13,627	0.66	8.98	0.29

Note:

Mineral Reserves are reported based on the optimized ultimate open pit limit. All figures are rounded to reflect the relative accuracy of the estimate. Mineral Reserves are included in Mineral Resources.

Mineral Reserves are reported at a cut-off grade of 0.28 g/t Au for open-pit mining, based on the following parameters: the heap leaching & metallurgical recovery of 60% and gold bullion market price of USD 1,568 per ounce. USD 1.0000=RMB 6.3457 dated in April 2022, and one troy ounce is equal to 31.1035 grams.

The Proven Mineral Reserves are 6.41 Mt at a grade of 0.64 g/t Au for the gold content of 4.11 t or 0.13 Moz, and the Probable Mineral Reserves are 7.22 Mt at a grade of 0.67 g/t Au for the gold content of 4.87t or 0.16 Moz, totaling Mineral Reserves of 13.63 Mt at a grade of 0.66 g/t Au for the gold content of 8.98 t or 0.29 Moz.

The Mineral Reserves for the CSH gold deposit were estimated according to the CIM Definition Standards for Mineral Resources and Mineral Reserves (May 2014) by Guangpian Zhang, AusIMM, a full time Principal Mining Engineer for CGME and a Qualified Person for the purposes of National Instrument 43-101.

The Jiama Mine

Jiama is a large copper-gold polymetallic deposit containing copper, gold, silver, molybdenum, lead and zinc, located in the Gandise metallogenic belt in Tibet Autonomous Region of China.

The Jiama Mine has both underground mining and open-pit mining operations. Phase I of the Jiama Mine commenced operation in the latter half of 2010 and reached its design capacity of 6,000 tpd in early 2011. Phase II of the Jiama Mine commenced mining operations in 2018 with 44,000 tpd design capacity. The combined mining and processing design capacity at the Jiama Mine is 50,000 tpd.

The major new contracts entered into during the year ended December 31, 2025:

Item No.	Contract Name	Counterpart	Subject amount (US $ millions)	Contract period (effective day and expiration date)	Date of Contract
1	Tibet Huatailong Mining Development Co., Ltd. Jiama Copper Polymetallic Mine Youlongbu Tailings Dam PC General Contracting Contract	China National Gold Group Construction Co., Ltd.	244.25	2025.03 – 2027.06	2025.03
2	Molybdenum Concentrate Purchase and Sales Contract	China National Gold Group (Shanghai) Trading Co., Ltd.	50.13	2025.05 – 2028.05	2025.05
3	Supplementary Agreement to the "Tibet Huatailong Mining Development Co., Ltd. 2022-2024 Copper Concentrate Powder Purchase and Sales Contract	China National Gold Group International Trading Co., Ltd.	69.63	2025.05 – 2025.06	2025.05
4	Tibet Huatailong Mining Development Co., Ltd. 2025 Machinery and Equipment Leasing Project Contract	Sichuan Haotianyu Construction Machinery Leasing Co., Ltd.	2.91	2025.04 – 2025.12	2025.04
5	Tibet Huatailong Mining Development Co., Ltd. Jiama Copper Polymetallic Mine Youlongbu Tailings Dam General Contracting and Supervision Project Service Contract	Xinjiang Nonferrous Metallurgy Design and Research Institute Co., Ltd.	3.06	2025.06 – 2027.11	2025.06
6	Tibet Huatailong Mining Development Co., Ltd. Blasting Engineering Construction Service Project Construction Contract	Tibet Gaozheng Blasting Engineering Co., Ltd.	9.02	2025.06 – 2026.05	2025.06

7	Tibet Huatailong Mining Development Co., Ltd.23–26 Sub-dam Embankment and Drainage Works of Guolanggou Tailings Pond EPC General Contracting Project	BGRIMM Technology Group Co., Ltd. (Consortium Leader), Jiangxi Copper Industry Group Construction Co., Ltd. (Consortium Member)	14.03	2025.5.6-2026.6.29	2025.5.6
8	Copper Concentrates Purchase and Sales Contract	China National Gold Group (Shanghai) Trading Co., Ltd.	2,031.28	2025.5.27-2028.5.27	2025.5.27
9	Contract for Blasting Engineering Construction Services of Tibet Huatailong Mining Development Co., Ltd.	Tibet Zhongjin Xinlian Blasting Engineering Co., Ltd.	6.16	2025.6.1-2026.5.31	2025.05.30
10	Sodium Hydrosulfide	Zibo Tengxiang Economic and Trade Co., Ltd.	5.12	2025.6.26-2026.6.25	2025.6.26
11	Cement	China Jinyu Gold Materials Co., Ltd.	8.03	2025.6.30-2026.6.29	2025.6.30
12	Sodium Hydrosulfide	Fengshi Chemical (Shanghai) Co., Ltd.	7.69	2025.6.30-2026.6.29	2025.6.30
13	Copper-Lead-Zinc Mixed Concentrates Purchase and Sales Contract	China National Gold Group (Shanghai) Trading Co., Ltd.	791.21	2025.7.18 – 2027.7.17	2025.7.18
14	Cement	Tibet Jiaofa Transportation Industry Co., Ltd.	8.01	2025.11.21-2026.11.20	2025.11.21
15	Steel Balls	Baiyin Hengcheng Machinery Manufacturing Co., Ltd.	3.04	2025.11.30-2026.11.29	2025.11.30
16	Steel Balls	Inner Mongolia Jinyu Fengxing Mining Wear-resistant Materials Co., Ltd.	3.30	2025.12.29-2026.12.28	2025.12.29

Production Update

Jiama Mine	**Three months ended December 31,**		**Year ended December 31,**	
	2025	2024	**2025**	2024
Ore processed (tonnes)	**2,871,882**	3,095,471	**11,838,916**	8,197,448
Average copper ore grade (%)	**0.69**	0.78	**0.71**	0.71
Copper recovery rate (%)	**85**	82	**84**	82
Average gold grade (g/t)	**0.28**	0.32	**0.29**	0.29
Gold recovery rate (%)	**73**	74	**73**	70
Average silver grade (g/t)	**20.14**	21.91	**21.15**	19.72
Silver recovery rate (%)	**69**	68	**70**	62
Average Lead grade (%)	**0.77**	1.16	**0.96**	1.24
Lead recovery rate (%)	**77**	78	**78**	75
Average Zinc grade (%)	**0.53**	0.61	**0.58**	0.68
Zinc recovery rate (%)	**73**	72	**73**	72
Average Moly grade (%)	**0.028**	0.03	**0.037**	0.029
Moly recovery rate (%)	**32**	24.97	**33**	23.20

Exploration

In 2025, Jiama has carried out exploration work in the mine deep and peripheral areas of the Jiama mining area, completing a total of 1,254 cubic meters of pit exploration, 4,870 meters of underground drilling, and 25,450 meters of surface drilling. The main results have been achieved as below: 1. further controlling the main skarn orebody of the interlayered structure in the Jiama mining area, defining the skarn orebodies in the surrounding contact zone; 2. two gold mineralization zones, one zinc mineralization zone, and one molybdenum mineralization zone have been defined at Bayi Ranch prospecting area. Since the consolidation of mineral rights in Jiama area, the Jiama Mine has completed a total of 297,720 meters of drilling with 622 holes.

Mineral Resources Estimate

The Mineral Resource estimate was originally independently completed by Runge Pincock Minarco (RPM) Global dated 12th November 2012. Mining One was provided with the block model and all files related to construction of the model. The information contained within this report is based on information provided to Mining One, which has been verified and, in some instances, refined by Mining One. The Resource estimate is based on three dimensional geological and mineralisation models that were informed by the drill hole data set.

The Resource is based on three main geological domains that represent Skarn, Hornfels and Porphyry lithologies; mineralisation is hosted within each of these domains. Domain boundaries were constructed using a combination of the geology domains and a 0.1% Cu equivalent cut–off for the mineralisation. Standard wireframing procedures were used in relation to extrapolation of polygons half the drill spacing distance past known data points and tapering of zone thickness on the periphery of the domains.

Mining One Pty Ltd. noted that gold and silver mineralization within the ore body had a significantly higher spatial variability than the other elements. This classification takes into account the proposed large scale mining techniques where Au and Ag will only be credits to the overall products from the operations. Mining One Pty Ltd has assumed that Au and Ag will not be assigned a single cut-off grade for a selected mining block and will be mined in conjunction with the other elements.

Jiama Mine resources by category as of December 31, 2025 under NI 43-101:

Jiama Project - Cu, Mo, Pb, Zn ,Au, and Ag Mineral Resources under NI 43-101
Reported at a 0.3% Cu Equivalent Cut off grade*, as of December 31, 2025

Class	Quantity Mt	Cu %	Mo %	Pb %	Zn %	Au g/t	Ag g/t	Cu Metal (kt)	Mo Metal (kt)	Pb Metal (kt)	Zn Metal (kt)	Au Moz	Ag Moz
Measured	90.57	0.38	0.04	0.04	0.02	0.07	5.04	344.76	33.22	33.10	16.60	0.21	14.67
Indicated	1294.56	0.40	0.03	0.05	0.03	0.10	5.48	5126.91	445.26	605.10	375.05	4.12	227.97
M+I	1385.13	0.40	0.03	0.05	0.03	0.10	5.45	5471.67	478.48	638.20	391.65	4.33	242.64
Inferred	405.18	0.31	0.03	0.08	0.04	0.10	5.13	1256.07	121.56	324.15	174.61	1.31	66.83

Note: Figures reported are rounded which may result in small tabulation errors.
The prices of Cu, Mo, Pb, Zn, Au and Ag are US$2.9/lbs; US$15.5/lbs; US$2.9/lbs; US$0.95/lbs; US$1,300/oz and $20/oz respectively.
The Copper Equivalent basis for the reporting of resources has been compiled on the following basis:
CuEq Grade: = (Ag Grade * Ag Price + Au Grade * Au Price + Cu Grade * Cu Price + Pb Grade * Pb Price + Zn Grade * Zn Price + Mo Grade * Mo Price) / Copper Price
The Mineral Resources include the Mineral Reserves
Resource Estimate by Runge Pincock Minarco on 12th November of 2012 and updated by Mining One Pty Ltd. In 2014 and by Tony Guo, P.Geo, a Qualified Person as defined by NI 43-101 in 2025.

Mineral Reserves Estimate

The selected mining strategies developed by CGDI in conjunction with China Gold consider conventional truck shovel mining for the Jiaoyan and South open pits. Various mining methods have been proposed for the Phase II Expansion Underground Mine with the primary method being Sub Level Stoping with fill (Primary/Secondary/(Tertiary)).

The reserve estimate for the Jiama Project underground mine is based on a combination of Sub Level Open Stoping with Paste fill, Room and Pillar and Cut and Fill. The mineral reserve estimate is summarised below which are inclusive of the modifying factors for mining recovery and dilution.

Jiama Mine reserves by category as of December 31, 2025 under NI 43-101:

Jiama Project Statement of NI 43-101 Mineral Reserve Estimate as of December 31, 2025

Class	Quantity Mt	Cu %	Mo %	Pb %	Zn %	Au g/t	Ag g/t	Cu Metal (kt)	Mo Metal (kt)	Pb Metal (kt)	Zn Metal (kt)	Au Moz	Ag Moz
Proven	16.60	0.60	0.05	0.02	0.02	0.19	7.66	99.61	8.30	3.32	3.32	0.10	4.09
Probable	320.23	0.60	0.03	0.13	0.07	0.16	10.38	1921.37	96.07	416.30	224.16	1.65	106.88
P+P	336.83	0.60	0.04	0.12	0.07	0.16	10.25	2020.98	104.37	419.62	227.48	1.75	111.97

Notes:

1. All Mineral Reserves have been estimated in accordance with the JORC code and have been reconciled to CIM standards as prescribed by the NI 43-101.
2. Mineral Reserves were estimated using the following mining and economic factors:

   Open Pits:

   a) 5% dilution factor and 95% recovery were applied to the mining method;

   b) an overall slope angles of 43 degrees;

   c) a copper price of US$2.9/lbs;

   d) an overall processing recovery of 88 - 90% for copper.

   Underground:

   a) 10% dilution added to all Sub-Level Open Stoping;

   b) Stope recovery is 87% for Sub-Level Open Stoping;

   c) An overall processing recovery of 88 – 90% for copper.
3. The cut-off grade for Mineral Reserves has been estimated at copper equivalent grades of 0.3% Cu (NSR) for the open pits and 0.45% Cu (NSR) for the underground mine.
4. Mineral Reserves have been estimated by Runge Pincock Minarco on 12th November of 2012 and updated by Mining One Pty Ltd. in 2014 and by Tony Guo, MMSA(QP), a Qualified Person as defined by NI 43-101 in 2025.

LIQUIDITY AND CAPITAL RESOURCES

The Company operates in a capital intensive industry. The Company's liquidity requirements arise principally from the need for financing its mining and mineral processing operations, exploration activities and acquisition of exploration and mining rights. The Company's principal sources of funds have been proceeds from borrowings from commercial banks, corporate bonds financing, equity financings, and cash generated from operations. The Company's liquidity primarily depends on its ability to generate cash flow from its operations and to obtain external financing to meet its debt obligations as they become due, as well as the Company's future operating and capital expenditure requirements.

At December 31, 2025, the Company had an accumulated surplus of US$813.1 million, working capital of US$580.0 million and borrowings of US$533.4 million. The Company's cash balance at December 31, 2025 was US$739.4 million, among which cash and cash equivalents was US$399.4 million, Restricted cash was US$34.2 million, term deposits was US$305.9 million.

Management believes that its forecast operating cash flows are sufficient to cover the next twelve months of the Company's operations including its planned capital expenditures and current debt repayments. The Company's borrowings are comprised of US$217.0 million of short term debt facilities with interest rates ranging from 1.25% to 4.36% per annum arranged through various banks. In addition, on November 3, 2015, the Company entered into a Loan Facility agreement with a syndicate of banks, led by Bank of China. The lenders agreed to lend an aggregate principal amount of RMB 3.98 billion, approximately US$613 million with the initial interest rate of 2.83% per annum. The proceeds from the Loan Facility are to be used for the development of the Jiama Mine. The loan is secured by the mining rights for the Jiama Mine. As of December 31, 2025 the Company has fully drawn under this Facility. The outstanding loan balance is RMB1.39 billion (approximately US$197 million), bearing an annual interest rate of 1.5% maturing on November 5, 2028.

On April 29, 2020, the Company entered into another loan facility agreement with a bank syndicate. The lenders agreed to make available a loan with an aggregate principal amount of RMB 1.4 billion (approximately US$197.8 million).As of December 31, 2025, the Company has fully drawn down under this facility. The outstanding loan balance is RMB 824 million (approximately US$117 million), bearing an annual interest rate of 1.95%, with maturity on April 28, 2033.

On August 8, 2025, the Company entered into another loan facility agreement with a bank syndicate. The lenders agreed to make available a loan with an aggregate principal amount of RMB 2.1 billion (approximately US$294 million).As of December 31, 2025, the Company has drawn down RMB 50 million (approximately US$7.11 million) under this facility, bearing an annual interest rate of 1.5%, with maturity on June 21, 2030.

On May 31, 2023, the Company obtained a bilateral loan with an aggregate principal amount of RMB 400 million (approximately US$56.5 million) from China Gold Finance Co., Ltd. at an annual interest rate of 2.05%. As of December 31, 2025, the outstanding loan balance was RMB 400 million (approximately US$56.91 million).

On November 9, 2023, the Company obtained a bilateral loan with an aggregate principal amount of RMB 100 million (approximately US$14.1 million) from China Construction Bank at an annual interest rate of 1.85%. As of December 31, 2025, the outstanding loan balance was RMB 90 million (approximately US$12.8 million).

On May 13, 2024, the Company obtained a bilateral loan with an aggregate principal amount of RMB 200 million (approximately US$28.2 million) from Lhasa Chengguan District Sub branch of Agricultural Bank of China Co., Ltd. at an annual interest rate of 1.85% for a term of 3 years. As of December 31, 2025, the outstanding loan balance was RMB 65 million (approximately US$9.2 million).

On August 20, 2024, the Company obtained a bilateral loan with an aggregate principal amount of RMB 200 million (approximately US$28.04 million) from China Gold Finance Co., Ltd. at an annual interest rate of 2.45% for a term of 3 years. As of December 31, 2025, the outstanding loan balance was RMB 180 million (approximately US$25.61 million).

On May 12, 2025, the Company obtained a 1 year revolving bilateral loan with an aggregate principal amount of US$64 million from China Construction Bank (Asia) Corporation Limited, bearing interest at a floating rate based on Term SOFR.

On June 10, 2025, the Company obtained a 1 year revolving bilateral loan with an aggregate principal amount of US$15 million from China Everbright Bank Co., Ltd., Hong Kong Branch, bearing interest at a floating rate based on Term SOFR.

The Company believes that the availability of debt financing in China at favorable rates will continue for the foreseeable future. The Company continues to review and assess its assets for impairment as part of its financial reporting processes. To date, the assessment carried out by the Company support the carrying values of the Company's assets and no impairment has been required. However, the management of the Company continues to evaluate key assumptions on estimates and management judgements in order to determine the recoverable amount of the CSH Mine and the Jiama Mine.

Cash flows

The following table sets out selected cash flow data from the Company's consolidated cash flow statements for the year ended December 31, 2025 and December 31, 2024.

		Year ended December 31,
	2025	2024
	US$'000	US$'000
Net cash from operating activities	**709,984**	306,896
Net cash used in investing activities	**(246,828)**	(204,875)
Net cash used in financing activities	**(253,685)**	(16,171)
Net increase (decrease) in cash and cash equivalents	**209,471**	85,850
Effect of foreign exchange rate changes on cash and cash equivalents	**6,152**	692
Cash and cash equivalents, beginning of period	**183,779**	97,237
Cash and cash equivalents, end of period	**399,402**	183,779

Operating cash flow

For the year ended December 31, 2025, net cash inflow from operating activities was US$710.0 million which is primarily attributable (i) profit before income tax of US$560.2 million (ii) depreciation of property, plant and equipment of US$132.0 million and (iii) decrease in restricted bank balances of US$32.5 million , partially offset by (i) income tax paid of US$47.6 million (ii) interest paid of US$15.8 million and (iii) Interest income of US$8.7 million.

Investing cash flow

For the year ended December 31, 2025, the net cash outflow from investing activities was US$246.8 million which is primarily attributable to (i) placement of term deposits of US$306.6 million (ii) payment for acquisition of property, plant and equipment of US$50.1 million and (iii) payment for land use right of US$19.8 million, offset by (i) release of term deposits of US$119.0 million and (ii) interest income received of US$8.7 million.

Financing cash flow

For the year ended December 31, 2025, the net cash outflow mainly from financing activities was US$253.7 million which is primarily attributable to (i) repayment of borrowings of US$306.2 million (ii) dividends paid to shareholders of the Company of US$31.7 million and (iii) dividends paid to non-controlling shareholders of US$1.2 million offset by proceeds of bank and other borrowings of US$86.0 million.

Expenditures Incurred

For the year ended December 31, 2025, the Company incurred mining costs of US$61.1 million, mineral processing costs of US$104.7 million and transportation costs of US$3.4 million.

Gearing ratio

Gearing ratio is defined as the ratio of consolidated total debt to consolidated total equity. As at December 31, 2025, the Company's total debt was US$533.4 million and the total equity was US$2,337.0 million. The Company's gearing ratio was therefore 0.23 as at December 31, 2025 compared to 0.26 as at September 30, 2025.

SIGNIFICANT INVESTMENTS, ACQUISITIONS AND DISPOSAL OF SUBSIDIARIES. ASSOCIATES AND JOINT VENTURES, AND FUTURE PLAN FOR MATERIAL INVESTMENTS OF CAPITAL ASSETS

Other than as disclosed elsewhere in this MD&A or in the consolidated financial statements for the year ended December 31, 2025, there were no significant investments held by the Company, nor were there any material acquisitions or disposals of subsidiaries, associates and joint ventures during the year ended December 31, 2025. Other than as disclosed in this MD&A, there was no plan authorized by the Board for other material investments or additions of capital assets at the date of this MD&A.

CHARGE ON ASSETS

Other than as disclosed elsewhere in this MD&A and condensed consolidated financial statements, none of the Company's assets were pledged as at December 31, 2025.

EXPOSURE TO FLUCTUATIONS IN EXCHANGE RATES AND RELATED HEDGES

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates for the monetary assets and liabilities denominated in the currencies other than the functional currencies to which they relate. The Company has not hedged its exposure to currency fluctuation. However, the Management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise. Refer to Note 33, Financial Instruments, in the annual consolidated financial statements for the year ended December 31, 2025.

COMMITMENTS

Commitments include principal payments on the Company's bank loans and syndicated loan facility, corporate bonds, and capital commitments in respect of the future acquisition of property, plant and equipment and construction for both the CSH Mine and the Jiama Mine.

The Company's capital commitments relate primarily to the payments for purchase of equipment and machinery for both mines and payments to third-party contractors for the provision of mining and exploration engineering work and mine construction work for both mines. The Company has entered into contracts that prescribe such capital commitments; however, liabilities relating to them have not yet been incurred. Refer to Note 34, Commitments, in the annual consolidated financial statements for the year ended December 31, 2025.

The following table outlines payments for commitments for the periods indicated:

	Total US$'000	Within One year US$'000	Within Two to five years US$'000	Over five years US$'000
Principal repayment of bank loans	**504,985**	217,004	219,171	68,810
Entrusted loan payable	**28,454**	28,454	-	-

In addition to the table set forth above, the Company has entered into service agreements with third-party contractors for the provision of mining and exploration engineering work and mine construction work for the CSH Mine. The fees for such work performed and to be performed each year varies depending on the amount of work performed. The Company has similar agreements with third party contractors for the Jiama Mine.

RELATED PARTY TRANSACTIONS

China National Gold Group Co., Ltd. (formerly known as China National Gold Group Corporation) ("CNG") owned 40.01 percent of the outstanding common shares of the Company as at December 31, 2024 and December 31, 2025.

The Company had major related party transactions with the following companies related by way of shareholders or shareholder in common:

The Company's subsidiary, Inner Mongolia Pacific is a party to a non-exclusive contract for the purchase and sale of doré with CNG (the "Dore Sales Contract") pursuant to which Inner Mongolia Pacific sells gold doré bars to CNG. The pricing is based on the monthly average price of gold ingot as quoted on the Shanghai Gold Exchange and the daily average price of silver as quoted on the Shanghai Huatong Platinum & Silver Exchange prevailing at the time of each relevant purchase order during the contract period. The Dore Sales Contract has been in effect since October 24, 2008 and was renewed for a new term that commenced on January 1, 2018 and expired on December 31, 2020, which renewal was approved by the Company's shareholders on June 28, 2017. On June 16, 2020, the third Supplemental Contract for Purchase and Sale of Dore was approved by the Company's Shareholders, commencing on January 1, 2021 and expiring on December 31, 2023. On June 29, 2023, the fourth supplemental Contract for Purchase and Sale of Dore was approved by the Company's Shareholders, commencing on January 1, 2024 and expiring on December 31, 2026.

Revenue from sales of gold doré bars to CNG was US$338.5 million for the year ended December 31, 2025 which increased from US$246.9 million for the year ended December 31, 2024.

The Company is also a party to a Product and Service Framework Agreement with CNG, pursuant to which CNG provides construction, procurement and equipment financing services to the Company and also purchases the copper concentrates produced at the Jiama Mine. The quantity of copper concentrates, pricing terms and payment terms may be established from time to time by the parties with reference to the pricing principles for connected transactions set out under the Product and Service Framework Agreement. On June 28, 2017, the Supplemental Product and Service Framework Agreement was approved and extended to expire on December 31, 2020. On June 16, 2020, the third Supplemental Product and Service Framework Agreement was approved by the Company's Shareholders, commencing on January 1, 2021 and expiring on December 31, 2023. On June 29, 2023, the fourth Supplemental Product and Service Framework Agreement was approved by the Company's Shareholders, commencing on January 1, 2024 and expiring on December 31, 2026. For the year ended December 31, 2025, revenue from sales of copper concentrate and other products to CNG was US$964.8 million compared to US$505.1 million for the same period in 2024.

For the year ended December 31, 2025, construction services of US$139.1 million were provided to the Company by subsidiaries of CNG compared to US$91.3 million for the same period in 2024.

In addition to the aforementioned major related party transactions, the Company also obtains additional services from related parties in its normal course of business, including a Loan Agreement and a Deposit Services Agreement entered into on March 25, 2019, December 31, 2019, December 22, 2020 and a Financial Service Agreement on May 5, 2021 among the Company and China Gold Finance. The Company and China Gold Finance entered into a 2024 Financial Service Agreement on June 6, 2024. As part of the 2024 Financial Service Agreement, China Gold Finance agreed to provide the Company with a range of financial services including (a) Deposit Services, (b) Lending Services, (c) Settlement Services and (d) Other Financial Services. On June 27, 2024, the 2024 Financial Services Agreement was approved by the Company's Shareholders, commencing on the date of the approval by the Independent Shareholders and up to and including December 31, 2026.

Refer to Note 30 of the consolidated financial statements for details of significant related party transactions during the year ended December 31, 2025.

PROPOSED TRANSACTIONS

The Board of Directors has given the Company approval to conduct reviews of a number of projects that may qualify as acquisition targets through joint venture, merger and/or outright acquisitions. The Company did not have any material acquisition and disposal of subsidiaries and associated companies for the year ended December 31, 2025. The Company continues to review possible acquisition targets.

CRITICAL ACCOUNTING ESTIMATES

In the process of applying the Company's accounting policies, the Directors of the Company have identified accounting judgments and key sources of estimation uncertainty that have a significant effect on the amounts recognized in the audited annual consolidated financial statements.

Key assumptions concerning the future and other key sources of estimation uncertainty at the end of each reporting period that have a risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next twelve months are described in Note 4 of the audited annual consolidated financial statements for the year ended December 31, 2025.

CHANGE IN ACCOUNTING POLICIES

A summary of new and revised IFRS standards and interpretations are outlined in Note 2 of the audited annual consolidated financial statements as at December 31, 2025.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company holds a number of financial instruments, the most significant of which are equity securities, accounts receivables, accounts payables, cash and loans. The financial instruments are recorded at either fair values or amortized amount on the balance sheet. The Company did not have any financial derivatives or outstanding hedging contracts as at December 31, 2025.

OFF-BALANCE SHEET ARRANGEMENTS

As at December 31, 2025, the Company had not entered into any off-balance sheet arrangements.

DIVIDEND AND DIVIDEND POLICY

The Company's dividend policy is a key component of its long-term growth strategy. It aims to optimize capital allocation to drive business expansion while maintaining stable returns for shareholders. After successfully distributing special dividends for three consecutive years (2021-2023), the Company is introducing an enhanced dividend policy comprised of a base dividend supplemented by a variable component that adjusts based on financial performance and market conditions.

Basic dividend: Subject to profitability in the previous financial year and after assessing the Company's cash flow position and future capital requirements, the Company aims to distribute a basic dividend at a payout ratio of 30% of the net profit from the preceding financial year, with cash dividends paid annually.

Variable Component: Subject to favorable market conditions and sufficient funds, the Company may distribute special dividends in addition to the basic dividend.

Dividends may vary in amount and consistency or be discontinued at the Board of Directors' discretion depending on variables including but not limited to operational cash flows, Company development requirements and strategies, spot metal prices, taxation, general market conditions and other factors.

Subsequent to the end of the reporting period, a dividend in respect of the year ended December 31, 2025 of US$0.47 per common share, (the basic dividend of US$140,088,841, and the special dividend of US$46,696,280) in an aggregate amount of US$186,785,121, has been declared by the directors of the Company upon the approval of the board resolution dated March 30, 2026.

OUTSTANDING SHARES

As of December 31, 2025 the Company had 396,413,753 common shares issued and outstanding.

DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROL OVER FINANCIAL REPORTING

Management is responsible for the design of disclosure controls and procedures (“DC&P”) and the design of internal control over financial reporting (“ICFR”) to provide reasonable assurance that material information relating to the Company, including its consolidated subsidiaries, is made known to the Company’s certifying officers. The Company’s Chief Executive Officer and Chief Financial Officer have each evaluated the Company’s DC&P and ICFR as of December 31, 2025 and, in accordance with the requirements established under Canadian National Instrument 52-109 – Certification of Disclosure in Issuer’s Annual and Interim Filings, the Chief Executive Officer and Chief Financial Officer have concluded that these controls and procedures were effective as of December 31, 2025, and provide reasonable assurance that material information relating to the Company is made known to them by others within the Company and that the information required to be disclosed in reports that are filed or submitted under Canadian securities legislation are recorded, processed, summarized and reported within the time period specified in those rules.

The Company’s Chief Executive Officer and Chief Financial Officer have used the Committee of Sponsoring Organizations of the Treadway Commission (COSO) 2013 framework to evaluate the Company’s ICFR as of December 31, 2025 and have concluded that these controls and procedures were effective as of December 31, 2025 and provide reasonable assurance that financial information is recorded, processed, summarized and reported in a timely manner. Management is required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures. The result of the inherent limitations in all control systems means design of controls cannot provide absolute assurance that all control issues and instances of fraud will be detected. During the year ended December 31, 2025, there were no changes in the Company's DC&P or ICFR that materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

RISK FACTORS

There are certain risks involved in the Company's operations, some of which are beyond the Company's control. Aside from risks relating to business and industry, the Company's principal operations are located within the People's Republic of China and are governed by a legal and regulatory environment that in some respects differs from that which prevails in other countries. Readers of this MD&A should give careful consideration to the information included in this document and the Company's audited annual consolidated financial statements and related notes. Significant risk factors for the Company are metal prices, government regulations, foreign operations, environmental compliance, the ability to obtain additional financing, risk relating to recent acquisitions, dependence on management, title to the Company's mineral properties, natural disasters, pandemics such as COVID-19 and litigation. China Gold International's business, financial condition or results of operations could be materially and adversely affected by any of these risks. For details of risk factors, please refer to the Company's annual audited consolidated financial statements, and Annual Information Form filed from time to time on SEDAR+ at www.sedarplus.ca and www.hkex.com.hk.

QUALIFIED PERSON

Disclosure of scientific or technical information in this MD&A was reviewed and approved by Mr. Tony Guo, MMSA(QP), the Company's Qualified Person ("QP") as defined by National Instrument 43-101.

March 30, 2026