

BC FORM 51-102F3
MATERIAL CHANGE REPORT
UNDER SUBSECTION 7.1(1) OF NATIONAL INSTRUMENT 51-102

Item 1 Name and Address of Company

VICTORY RESOURCES CORPORATION (the "Issuer")
13236 Cliffstone Court, Lake Country, BC V4V 2R1

Item 2 Date of Material Change

September 6, 2016

Item 3 News Release

Date of dissemination – September 6, 2016
Method of dissemination - SEDAR, Stockwatch, Market News Publishing Inc., Kitco

Item 4 Summary of Material Change

The Issuer announced that it closed the private placement announced on August 29, 2016. The Company has issued 1,200,000 units for gross proceeds of \$60,000. Each unit consists of one common share issued at \$0.05 per share and one warrant. Each warrant may be exercised by the holder to purchase one additional common share at a price of \$0.10 per share, for 24 months from closing. All securities issued will be subject to a four-month hold period expiring January 1, 2017.

Item 5 Full Description of Material Change

See attached news release dated September 6, 2016.

Item 6 Reliance on Section 7.1(2) OR (3) OF National Instrument 51-102

The Company is not relying on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

There is no omitted information.

Item 8 Senior Officers

Roger Frost, a director of the Company, is knowledgeable about the material change and this report. His business telephone no. is: (250) 766-1517

Item 9 Dated the 6th day of September, 2016.

"Roger Frost"

Roger Frost, Director



NEWS RELEASE

September 6, 2016

Symbol:-TSX-V:VR

VICTORY CLOSES PRIVATE PLACEMENT

Vancouver, BC – VICTORY RESOURCES CORPORATION (the “Company”) announces that it has closed the private placement previously announced on August 29, 2016. The Company has issued 1,200,000 units (“Units”) for gross proceeds of \$60,000. Each Unit consists of one common share issued at \$0.05 per share and one warrant (a “Warrant”). Each Warrant may be exercised by the holder to purchase one additional common share at a price of \$0.10 per share, for 24 months from closing.

The proceeds of this private placement will be used for general working capital purposes.

No finder’s fees were paid.

All securities issued will be subject to a four-month hold period expiring January 1, 2017.

About the Company

Victory is a mineral exploration company focused on creating value through the exploration and development of its British Columbia and Ontario mineral properties.

Corporate Responsibility

Victory Resources Corporation has a stated commitment of neighboring communities through dedicated programs with a goal to improve the quality of life for all of its local citizens. Supported by our corporate values, our corporate philosophy promotes creation of a positive work environment, which is crucial to the success of our company. We uphold our values through policies and environmental programs that foster employee commitment to sustainable development. We strive to create an environment that promotes mutual respect for our employees, subcontractors, neighboring communities, host governments and the general population. In keeping with our commitment to promote the development of the communities neighboring our properties, our recruitment initiatives focus on hiring local employees. We believe in the importance providing training to local employees so they can eventually benefit from positions of greater responsibility.

On behalf of The Board of Directors of Victory Resources Corporation.

Roger Frost
President, CEO

This news release contains certain forward looking statements which involve known and unknown risks, delays, and uncertainties not under the control of Victory Resources Corp. which may cause actual results, performance or achievements of Victory Resources Corporation to be materially different from the results, performance or expectation implied by these forward looking statements.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this press release, which has been prepared by management.

CANADA
13236 Cliffstone Court
Lake Country BC V4V 2R1
Tel: 250-766-1517
Fax: 250-766-1839

USA
1021 – 100 Easy Street
Carefree, AZ 85377
Tel: 480-575-1220
Fax: 480-488-3492