Form 45-106F1 Report of Exempt Distribution

IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT

ITEM 1 – REPORT TYPE								
New report								
X Amended report If	f amended, provide filing d	late of report that is being	amended.					
ITEM 2 – PARTY CERTIFYING THE REPORT								
Indicate the party certifying the report (select only one). For guidance regarding whether an issuer is an investment fund, refer to section 1.1 of National Instrument 81-106 Investment Fund Continuous Disclosure and the companion policy to NI 81-106. Investment fund issuer								
x Issuer (other than an	investment fund)							
Underwriter								
ITEM 3 – ISSUER NAME	AND OTHER IDENT	IFIERS						
Provide the following information abo	out the issuer, or if the issuer is	s an investment fund, about tl	ne fund.					
Full legal nar	me Victory Resources C	Corporation						
-	Previous full legal name							
If the issuer's name change	If the issuer's name changed in the last 12 months, provide most recent previous legal name.							
Website http://www.victoryresourcescorp.com/ (if applicable)								
If the issuer has a legal entity identific	er, provide below. Refer to Par	t B of the Instructions for the o	definition of "legal entity identifier".					
Legal entity identity	fier n/a	a						
ITEM 4 – UNDERWRITER	R Information							
If an underwriter is completing the re	eport, provide the underwriter's	s full legal name and firm Nat	ional Registration Database (NRD) number.					
Full legal name								
Firm NRD number		(if applicable)						
If the underwriter does not have a firm NRD number, provide the head office contact information of the underwriter.								
Street address								
Municipality		Province/State						
Country		Postal code/Zip code						
Telephone number		Website	(if applicable)					

Item 5 – Issuer Information							
If the issuer is an investment fund, do not complete Item 5. Proceed to Item 6.							
a) Primary industry							
Provide the issuer's North American Industry Classification Standard (NAICS) code (6 digits only) that corresponds to the issuer's primary business activity. For more information on finding the NAICS industry code go to Statistics Canada's NAICS industry search tool .							
NAICS industry code 2 1 2 2 2 0							
If the issuer is in the mining industry , indicate the stage of operations. This does not apply to issuers that provide services to issuers operating in the mining industry. Select the category that best describes the issuer's stage of operations. x Exploration Development Production Is the issuer's primary business to invest all or substantially all of its assets in any of the following? If yes, select all that apply.							
Mortgages Real estate Commercial/business debt Consumer debt Private companies							
b) Number of employees							
Number of employees: $\boxed{x} 0-49 \boxed{\ } 50-99 \boxed{\ } 100-499 \boxed{\ } 500 \text{ or more}$							
c) SEDAR profile number							
Does the issuer have a SEDAR profile? No X Yes If yes, provide SEDAR profile number 0 0 0 5 8 4 1							
If the issuer does not have a SEDAR profile complete Item 5(d) – (h).							
d) Head office address							
Street address Province/State							
Municipality Postal code/Zip code							
Country Telephone number							
e) Date of formation and financial year-end							
Date of formation							
f) Reporting issuer status							
Is the issuer a reporting issuer in any jurisdiction of Canada? No Yes							
If yes, select the jurisdictions of Canada in which the issuer is a reporting issuer.							
AII AB BC MB NB NL NT							
NS NU ON PE QC SK YT							
g) Public listing status							
If the issuer has a CUSIP number, provide below (first 6 digits only)							
CUSIP number							
If the issuer is publicly listed, provide the names of all exchanges on which its securities are listed. Include only the names of exchanges for which the issuer has applied for and received a listing, which excludes, for example, automated trading systems.							
Exchange names							
h) Size of issuer's assets							
Select the size of the issuer's assets for its most recent financial year-end (Canadian \$). If the issuer has not existed for a full financial year, provide the							
size of the issuer's assets at the distribution end date. \$\text{\$0\$ to under \$5M} \text{\$5M\$ to under \$25M} \$							
\$100M to under \$500M \$500M to under \$1B \$1B or over							

ITEM 6 – INVESTMENT FUND ISSUER INFORMATION						
If the issuer is an investment fund, provide the following information.						
a) Investment fund manager information						
Full legal name						
Firm NRD Number (if applicable)						
f the investment fund manager does not have a firm NRD number, provide the head office contact information of the investment fund manager. Street Address						
Municipality Province/State						
Country Postal code/Zip code						
Telephone number Website (if applicable)						
b) Type of investment fund						
Type of investment fund that most accurately identifies the issuer (select only one). Money market Equity Fixed income						
Balanced Alternative strategies Other (describe)						
ndicate whether one or both of the following apply to the investment fund.						
Invests primarily in other investment fund issuers Is a UCITs Fund ¹						
Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow						
ollective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.						
c) Date of formation and financial year-end of the investment fund						
Date of formation Financial year-end MM DD MM DD						
d) Reporting issuer status of the investment fund						
Is the investment fund a reporting issuer in any jurisdiction of Canada? No Yes						
f yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.						
AII AB BC MB NB NL NT						
NS NU ON PE QC SK YT						
e) Public listing status of the investment fund						
If the investment fund has a CUSIP number, provide below (first 6 digits only).						
CUSIP number						
If the investment fund is publicly listed, provide the names of all exchanges on which its securities are listed. Include only the names of exchanges for which the investment fund has applied for and received a listing, which excludes, for example, automated trading systems.						
Exchange names						
f) Net asset value (NAV) of the investment fund						
Gelect the NAV range of the investment fund as of the date of the most recent NAV calculation (Canadian \$).						
\$0 to under \$5M \$5M to under \$25M \$25M to under \$100M						
\$100M to under \$500M \$500M to under \$1B \$1B or over Date of NAV calculation:						

ITEM 7 – INFORMATION ABOUT THE DISTRIBUTION

If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include in Item 7 and Schedule 1 information about purchasers resident in that jurisdiction of Canada only. Do not include in Item 7 securities issued as payment of commissions or finder's fees, which should be disclosed in Item 8. The information provided in Item 7 must reconcile with the information provided in Schedule 1 of the report.

a)	Curren	٠.,

Select the currency or currencies in which the distribution was made. All dollar amounts provided in the report must be in Canadian dollars.

x Canadian dollar US dollar Euro Other (describe)

b) Distribution date(s)

State the distribution start and end dates. If the report is being filed for securities distributed on only one distribution date, provide the distribution date as both the start and end dates. If the report is being filed for securities distributed on a continuous basis, include the start and end dates for the distribution period covered by the report.

 Start date
 2018
 01
 22

 YYYY
 MM
 DD

 End date
 2018
 01
 22

 YYYY
 MM
 DD

c) Detailed purchaser information

Complete Schedule 1 of this form for each purchaser and attach the schedule to the completed report.

d) Types of securities distributed

Provide the following information for all distributions that take place in a jurisdiction of Canada on a per security basis. Refer to Part A of the Instructions for how to indicate the security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number assigned to the security being distributed.

							Canadian	\$
S	Securi code		CUSIP number (if applicable)	Description of security	Number of securities	Single or lowest price	Highest price	Total amount
U	В	S	92647B200	Common shares and common share purchase warrants	4,734,476	\$0.21	\$0.21	994,240.00
F	Т	U	92647B200	Flow-Through Common shares and Non-Flow- Through common shares purchase warrants	4,855,000	\$0.20	\$0.20	971,000.00

e) Details of rights and convertible/exchangeable securities

If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable security.

Sed	curity code		Linderlying //			e price dian \$)	Expiry date	Conversion	Describe other terms (if applicable)	
	,		sec	urity c	ode	Lowest	Highest	(YYYY-MM-DD)	ratio	,
W	N	Т	С	М	S	\$0.275	\$0.275	2020-01-21	1:1	n/a
W	N	Т	С	М	S	\$0.21	0.21	2020-01-21	1:1	n/a

f) Summary of the distribution by jurisdiction and exemption

State the total dollar amount of securities distributed and the number of purchasers for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides and for each exemption relied on in Canada for that distribution. However, if an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include distributions to purchasers resident in that jurisdiction of Canada only.

This table requires a separate line item for: (i) each jurisdiction where a purchaser resides, (ii) each exemption relied on in the jurisdiction where a purchaser resides, if a purchaser resides in a jurisdiction of Canada, and (iii) each exemption relied on in Canada, if a purchaser resides in a foreign jurisdiction.

For jurisdictions within Canada, state the province or territory, otherwise state the country.

Province or country	Exemption relied on	Number of purchasers	Total amount (Canadian \$)			
BC	NI 45-106 Section 2.5	3	105,000			
ВС	NI 45-106 Section 2.3	34	1,474,040			
AB	NI 45-106 Section 2.3	2	110,000			
AB	NI 45-106 Section 2.5	1	20,000			
ON	NI 45-106 Section 2.3	5	256,200			
	Total dollar amount of securities distributed					
	Total number of unique purchasers ²	45				

²In calculating the total number of unique purchasers to which the issuer distributed securities, count each purchaser only once, regardless of whether the issuer distributed multiple types of securities to, and relied on multiple exemptions for, that purchaser.

a) N	et proceeds	to the	investment	fund by	iurisdiction
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If the issuer is an investment fund, provide the net proceeds to the investment fund for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides.³ If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include net proceeds for that jurisdiction of Canada only. For jurisdictions within Canada, state the province or territory, otherwise state the country.

Province or country	Net proceeds (Canadian \$)
Total net proceeds to the investment fund	

³"Net proceeds" means the gross proceeds realized in the jurisdiction from the distributions for which the report is being filed, less the gross redemptions that occurred during the distribution period covered by the report.

h) Offering materials - This section applies only in Saskatchewan, Ontario, Québec, New Brunswick and Nova Scotia.

If a distribution has occurred in Saskatchewan, Ontario, Québec, New Brunswick or Nova Scotia, complete the table below by listing the offering materials that are required under the prospectus exemption relied on to be filed with or delivered to the securities regulatory authority or regulator in those jurisdictions.

In Ontario, if the offering materials listed in the table are required to be filed with or delivered to the Ontario Securities Commission (OSC), attach an electronic version of the offering materials that have not been previously filed with or delivered to the OSC.

	Description	Date of document or other material (YYYY-MM-DD)	Previously filed with or delivered to regulator? (Y/N)	Date previously filed or delivered (YYYY-MM-DD)
1.				
2.				
3.				

Item 8 – Compensation Information							
Provide information for each person (as defined in NI 45-106) to whom the issuer directly provides, or will provide, any compensation in connection with the distribution. Complete additional copies of this page if more than one person was, or will be, compensated.							
Indicate whether any compensation was paid, or will be paid, in connection with the distribution.							
No X Yes If yes, indicate number of persons compensated. 4							
a) Name of person compensated and registration status							
Indicate whether the person compensated is a registrant. No X Yes							
If the person compensated is an individual, provide the name of the individual.							
Full legal name of individual							
Family name First given name Secondary given names If the person compensated is not an individual, provide the following information.							
Full legal name of non-individual Haywood Securities Inc.							
Firm NRD number 1 6 3 0 (if applicable) Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.							
X No Yes							
b) Business contact information							
If a firm NRD number is not provided in Item 8(a), provide the business contact information of the person being compensated.							
Street address							
Municipality Province/State							
Country Postal code/Zip code							
Email address Telephone number							
c) Relationship to issuer or investment fund manager							
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "connected" in Part B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section. Connected with the issuer or investment fund manager Insider of the issuer (other than an investment fund) Director or officer of the investment fund or investment fund manager Employee of the issuer or investment fund manager X None of the above							
d) Compensation details							
Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid \$17,740.80							
Value of all securities distributed Security code 1 Security code 2 Security code 3 Security code 1 Security code 2 Security code 3							
as compensation ⁴ WNT							
Describe terms of warrants, options or other rights 84,480 warrants to purchase 84,480 common shares with an exercise price of @0.275 for a period of two years from issuance							
Other compensation ⁵ Describe							
Total compensation paid \$17,740.80							
Check box if the person will or may receive any deferred compensation (describe the terms below)							
Check box if the person will or may receive any deferred compensation (describe the terms below) 4Provide the aggregate value of all securities distributed as compensation, excluding options, warrants or other rights exercisable to acquire additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, including options, warrants or other rights exercisable to acquire additional securities of the issuer.							

ITEM 8 – COMPENSATION INFORMATION								
Provide information for each person (as defined in NI 45-106) to whom with the distribution. Complete additional copies of this page if mo	the issuer directly provides, or will provide, any compensation in connection re than one person was, or will be, compensated.							
Indicate whether any compensation was paid, or will be paid, in connec	ction with the distribution.							
No X Yes If yes, indicate number	r of persons compensated.							
a) Name of person compensated and registration statu	S							
Indicate whether the person compensated is a registrant. No X Yes								
	If the person compensated is an individual, provide the name of the individual.							
Full legal name of individual	5:4:							
Family name	First given name Secondary given names							
If the person compensated is not an individual, provide the following in Full legal name of non-individual Canaccord Ge								
Firm NRD number 9 0 0	(if applicable)							
Indicate whether the person compensated facilitated the distribution th X No Yes	rough a funding portal of an internet-basea portal.							
b) Business contact information								
If a firm NRD number is not provided in Item 8(a), provide the business	contact information of the person being compensated.							
Street address								
Municipality	Province/State							
Country	Postal code/Zip code							
Email address	Telephone number							
c) Relationship to issuer or investment fund manager								
	anager (select all that apply). Refer to the meaning of "connected" in Part B(2)							
of the Instructions and the meaning of "control" in section 1.4 of NI 45-	106 for the purposes of completing this section.							
Connected with the issuer or investment fund manager								
Insider of the issuer (other than an investment fund)								
Director or officer of the investment fund or investment fund	und manager							
Employee of the issuer or investment fund manager								
X None of the above								
d) Compensation details								
	entified in Item 8(a) in connection with the distribution. Provide all amounts							
	in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or							
	report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.							
Cash commissions paid \$43,462.41								
Value of all securities distributed Sec	Security code 1 Security code 2 Security code 3							
as compensation ⁴	VV N I							
	80,000 warrants to purchase 80,000 common shares with an exercise price of @\$0.21 for a period of two years from							
Describe terms of warrants, options or other rights	issuance							
Describe terms of warrants, options of other rights	130,773 warrants to purchase 130,773 common shares with							
	an exercise price of @ \$0.275 for a period of two years from issuance							
Other compensation ⁵ Describe								
1								

Total compensation paid \$43,462.41	
Check box if the person will or may receive any deferred compensation (describe the terms below)	
⁴ Provide the aggregate value of all securities distributed as compensation, <u>excluding</u> options, warrants or other rights exercisable to acquired indicate the security codes for all securities distributed as compensation, <u>including</u> options, warrants or other rights exercisable to acquired indicate the security codes for all securities distributed as compensation, <u>including</u> options, warrants or other rights exercisable to acquired in the security codes for all securities distributed as compensation, <u>including</u> options, warrants or other rights exercisable to acquired in the security codes for all securities distributed as compensation, <u>including</u> options, warrants or other rights exercisable to acquired in the security codes for all securities distributed as compensation, <u>including</u> options, warrants or other rights exercisable to acquired in the security of the securities distributed as compensation, <u>including</u> options, warrants or other rights exercisable to acquired in the security of the securities of the secu	ire additional securities of the issuer.
⁵ Do not include deferred compensation.	

ITEM 8 – COMPENSATION INFORMATION						
Provide information for each person (as defined in NI 45-106) to whom with the distribution. Complete additional copies of this page if mor	the issuer directly provides, or will provide, any compensation in connection e than one person was, or will be, compensated.					
Indicate whether any compensation was paid, or will be paid, in connect No X Yes If yes, indicate number	tion with the distribution. of persons compensated.					
a) Name of person compensated and registration status						
Indicate whether the person compensated is a registrant.						
No X Yes						
If the person compensated is an individual, provide the name of the indi	vidual.					
Full legal name of individual	First diven name Secondary given name					
Family name	First given name Secondary given names					
If the person compensated is not an individual, provide the following inf Full legal name of non-individual Pi Financial Col						
	0 (if applicable)					
Indicate whether the person compensated facilitated the distribution thro	ough a funding portal or an internet-based portal.					
b) Business contact information						
If a firm NRD number is not provided in Item 8(a), provide the business	contact information of the person being compensated.					
Street address						
Municipality	Province/State					
Country	Postal code/Zip code					
Email address	Telephone number					
c) Relationship to issuer or investment fund manager						
	nager (select all that apply). Refer to the meaning of "connected" in Part B(2)					
of the Instructions and the meaning of "control" in section 1.4 of NI 45-1 Connected with the issuer or investment fund manager	.06 for the purposes of completing this section.					
Insider of the issuer (other than an investment fund)						
Director or officer of the investment fund or investment fu	nd manager					
Employee of the issuer or investment fund manager						
X None of the above						
d) Compensation details						
· · · · · ·	ntified in Item 8(a) in connection with the distribution. Provide all amounts					
in Canadian dollars. Include cash commissions, securities-based compen	nsation, gifts, discounts or other compensation. Do not report payments for					
services incidental to the distribution, such as clerical, printing, legal or or report on, internal allocation arrangements with the directors, officers or						
Cash commissions paid \$4,000	employees of a non analytical compensation by the issuer.					
Value of all securities distributed	Security code 1 Security code 2 Security code 3					
as compensation ⁴ Secu	urity codes W N T					
	10,000 warrants to purchase 10,000 common shares with					
	an exercise price of @\$0.21 for a period of two years from					
Describe terms of warrants, options or other rights	issuance 9,524 warrants to purchase 9,524 common shares with an					
exercise price of @ \$0.275 for a period of two years from						
	issuance					
Other compensation ⁵ Describe						

Total compensation paid	\$4,000
Check box if the persor	n will or may receive any deferred compensation (describe the terms below)
⁴ Provide the aggregate value of all securi Indicate the security codes for all securiti	ties distributed as compensation, <u>excluding</u> options, warrants or other rights exercisable to acquire additional securities of the issuer. es distributed as compensation, <u>including</u> options, warrants or other rights exercisable to acquire additional securities of the issuer.
⁵ Do not include deferred compensation.	

ITEM 8 - COMPENSATION INFORMATION							
Provide information for each person (as defined in NI 45-106) to whom the issuer directly provides, or will provide, any compensation in connection with the distribution. Complete additional copies of this page if more than one person was, or will be, compensated.							
Indicate whether any compensation was paid, or will be paid, in connection with the distribution.							
No X Yes If yes, indicate number of persons compensated.							
a) Name of person compensated and registration status							
Indicate whether the person compensated is a registrant. No X Yes							
If the person compensated is an individual, provide the name of the individual.							
Full legal name of individual							
Family name First given name Secondary given names							
If the person compensated is not an individual, provide the following information.							
Full legal name of non-individual Mackie Research Capital Corporation							
Firm NRD number 3 0 7 0 (if applicable)							
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. X No Yes							
b) Business contact information							
If a firm NRD number is not provided in Item 8(a), provide the business contact information of the person being compensated.							
Street address							
Municipality Province/State							
Country Postal code/Zip code							
Email address Telephone number							
c) Relationship to issuer or investment fund manager							
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "connected" in Part B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section.							
Connected with the issuer or investment fund manager							
Insider of the issuer (other than an investment fund)							
Director or officer of the investment fund or investment fund manager							
Employee of the issuer or investment fund manager							
X None of the above							
d) Compensation details							
Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid \$32,400							
Value of all securities distributed as compensation ⁴ Security code 1 Security code 1 Security code 2 Security code 2 W N T							
Describe terms of warrants, options or other rights 162,000 warrants to purchase 162,000 common shares with an exercise price of @\$0.21 for a period of two years from issuance							
Other compensation ⁵ Describe							
Total compensation paid \$32,400							
Check box if the person will or may receive any deferred compensation (describe the terms below)							

⁴Provide the aggregate value of all securities distributed as compensation, <u>excluding</u> options, warrants or other rights exercisable to acquire additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, <u>including</u> options, warrants or other rights exercisable to acquire additional securities of the issuer.

⁵Do not include deferred compensation.

If the issuer is an investment fund,										
Indicate whether the issuer is any of the	ne following (select al	ll that apply).								
X Reporting issuer in any jurisd	liction of Canada									
Foreign public issuer										
Wholly owned subsidiary of a	Wholly owned subsidiary of a reporting issuer in any jurisdiction of Canada ⁶									
Provide name of reporting issuer										
Wholly owned subsidiary of a foreign public issuer ⁶										
Provide name of fo	oreign public issuer									
Issuer distributing eligible for	eign securities only t	o permitted clie	ents ⁷							
If the issuer is at least one of the all *An issuer is a wholly owned subsidiary of a law to be owned by its directors, are beneficiary. Check this box if it applies to the current dist of "eligible foreign security" and "permitted clients".	reporting issuer or a forei ally owned by the reportion tribution even if the issue	gn public issuer if a ng issuer or the for r made previous di	all of the issuer's eign public issuer	outstandii r, respecti	ing voting secuively.					
If the issuer is none of the a	bove, check this bo	x and complet	e Item 9(a) –	(c).						
a) Directors, executive office	cers and promoter	s of the issue	r							
Provide the following information for territory, otherwise state the country.							da, stat	te the pro	ovince or	
Organization or company name	Family name	First given name	-	Secondary given ju		location of ividual or dential ction of vidual	I Relation		uer all that	
					Province or country		D	0	Р	
h) Daniela information										
b) Promoter information										
If the promoter listed above is not an a locations within Canada, state the pro Officer.										
Organization or company name	Family name	First given name	Secondary given	iven individual (select one or both if app						
			names	_	ovince or ountry		0			
							\perp			
							\perp			

c) Residential address of each individual

Complete Schedule 2 of this form providing the full residential address for each individual listed in Item 9(a) and (b) and attach to the completed report. Schedule 2 also requires information to be provided about control persons.

ITEM 10 - CERTIFICATION

Provide the following certification and business contact information of an officer or director of the issuer or underwriter. If the issuer or underwriter is not a company, an individual who performs functions similar to that of a director or officer may certify the report. For example, if the issuer is a trust, the report may be certified by the issuer's trustee. If the issuer is an investment fund, a director or officer of the investment fund manager (or, if the investment fund manager is not a company, an individual who performs similar functions) may certify the report if the director or officer has been authorized to do so by the investment fund.

The certification may not be delegated to an agent or other individual preparing the report on behalf of the issuer or underwriter. If the individual completing and filing the report is different from the individual certifying the report, provide their name and contact details in Item 11.

The signature on the report must be in typed form rather than handwritten form. The report may include an electronic signature provided the name of the signatory is also in typed form.

IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT

By completing the information below, I certify to the securities regulatory authority or regulator that:

- I have read and understand this report; and
- all of the information provided in this report is true.

Full legal name	Harder	Glen						
·	Family name	First given name		First given name		Secondary given na		ven names
Title	Director							
Name of issuer/underwriter/ investment fund manager	Victory Resources Corporation							
Telephone number	604-696-0056	Email address	Gharder@har-law.com			w.com		
Signature	"Glen D. Harder" Date		2018	3	01	28		
		_	YYYY	1	MM	DD		

ITEM 11 - CONTACT PERSON

Provide the following business contact information for the individual that the securities regulatory authority or regulator may contact with any questions regarding the contents of this report, if different than the individual certifying the report in Item 10.

questions regarding the con	tents of this report, if differe	nt than the individual	certifying the report in I	Item 10.	
x Same as indi	vidual certifying the repo	ort			
Full legal name				Title	
•	Family name	First given name	Secondary given names		
Name of company					
Telephone number		Eı	mail address		

Notice – Collection and use of personal information

The personal information required under this form is collected on behalf of and used by the securities regulatory authority or regulator under the authority granted in securities legislation for the purposes of the administration and enforcement of the securities legislation.

If you have any questions about the collection and use of this information, contact the securities regulatory authority or regulator in the local jurisdiction(s) where the report is filed, at the address(es) listed at the end of this form.

The attached Schedules 1 and 2 may contain personal information of individuals and details of the distribution(s). The information in Schedules 1 and 2 will not be placed on the public file of any securities regulatory authority or regulator. However, freedom of information legislation may require the securities regulatory authority or regulator to make this information available if requested.

By signing this report, the issuer/underwriter confirms that each individual listed in Schedule 1 or 2 of the report who is resident in a jurisdiction of Canada:

- a) has been notified by the issuer/underwriter of the delivery to the securities regulatory authority or regulator of the information pertaining to the individual as set out in Schedule 1 or 2, that this information is being collected by the securities regulatory authority or regulator under the authority granted in securities legislation, that this information is being collected for the purposes of the administration and enforcement of the securities legislation of the local jurisdiction, and of the title, business address and business telephone number of the public official in the local jurisdiction, as set out in this form, who can answer questions about the security regulatory authority's or regulator's indirect collection of the information, and
- b) has authorized the indirect collection of the information by the securities regulatory authority or regulator.