

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")
Suite 734, 1055 Dunsmuir Street, Vancouver, BC, V7X 1B1

Item 2 Date of Material Change

March 20, 2018

Item 3 News Release

Date of dissemination – March 20, 2018
Method of dissemination - SEDAR, Stockwatch, Market News Publishing Inc., Kitco

Item 4 Summary of Material Change

The Issuer announced that it has issued stock options to its directors, officers, employees and consultants to purchase an aggregate of 1,230,000 common shares with an exercise price of \$0.285 per share for up to five (5) years.

Item 5 Full Description of Material Change

See attached news release dated March 20, 2018

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

David Lane, a director of the Company, is knowledgeable about the material change and this report.
His business telephone no. is: 604-762-6959

Item 9 Dated the 20th day of March, 2018.

"David Lane"

David Lane, Director



For Immediate Release

VICTORY RESOURCES CORP. ANNOUNCES STOCK OPTION GRANT

VANCOUVER, BC, CANADA (March 20th, 2018) – Victory Resources Corp. (TSX-V: VR) ("Victory" or the "Company") is pleased to announce that pursuant to the Company's stock option plan, it has granted incentive stock options to its directors, officers, employees and consultants to purchase an aggregate of 1,230,000 common shares with an exercise price of \$0.285 per share for up to five (5) years.

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 is committed to enhancing the quality of life for communities which are impacted by our mining activities. We uphold our values through policies and environmental programs that foster employee commitment to sustainable development. We encourage respect for 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. Supported by our corporate values, we strive to create a positive work environment, a pillar for the success of our company.

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

David Lane

President, CEO

Joe Bleackley, Investor Relations
Telephone: 1 (604) 343-2977
E-mail: IR@victoryresourcescorp.com

Neither the TSX-V nor its Regulation Services Provider (as that term is defined in the policies of the TSX-V) accepts responsibility for the adequacy or accuracy of this release.

Forward Looking Statements

Certain information set forth in this news release may contain forward-looking statements that involve substantial known and unknown risks and uncertainties. All statements other than statements of historical fact are forward-looking statements, including, without limitation, statements regarding future financial position, business strategy, use of proceeds, corporate vision, proposed acquisitions, partnerships, joint-ventures and strategic alliances and co-operations, budgets, cost and plans and objectives of or involving the Company. Such forward-looking information reflects management's current beliefs and is based on information currently available to management. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "predicts", "intends", "targets", "aims", "anticipates" or "believes" or variations (including negative variations) of such words and phrases or may be identified by statements to the effect that certain actions "may", "could", "should", "would", "might" or "will" be taken, occur or be achieved. A number of known and unknown risks, uncertainties and other factors may cause the actual results or performance to materially differ from any future results or performance expressed or implied by the forward-looking information. These forward-looking statements are subject to numerous risks and uncertainties, certain of which are beyond the control of the Company including, but not limited to, the impact of general economic conditions, industry conditions and dependence upon regulatory approvals. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements. The Company does not assume any obligation to update or revise its forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by securities laws.