

**MATERIAL CHANGE REPORT  
FORM 51-102F3**

**Item 1. Name and Address**

Victory Battery Metals Corp. (formerly Victory Resources Corporation) (the “**Company**”)  
Suite 1780 – 355 Burrard Street  
Vancouver, BC  
V6C 2G8

**Item 2. Date of Material Change**

January 9, 2024

**Item 3. News Release**

The news release describing the material change was disseminated on January 9, 2024 through Accesswire and filed on SEDAR+.

**Item 4. Summary of Material Change**

The Company announced that the Corporation has terminated the Georgia Lake Property Option Agreement that it entered into on April 11, 2022 and will have no further interest in the property. 100% of all rights, title and interest will revert back to Yeomans Geological Inc.

The Company will issue 300,000 Common Shares at a deemed price of \$0.05 per share to Yeomans Geological Inc. The Common Shares issued will be subject to a four month hold period.

**Item 5. Full Description of Material Change**

**5.1 *Full Description of Material Change***

The Company announced that the Corporation has terminated the Georgia Lake Property Option Agreement that it entered into on April 11, 2022 and will have no further interest in the property. 100% of all rights, title and interest will revert back to Yeomans Geological Inc.

The Corporation will pay a total of \$15,000 in full and final settlement of the Option Agreement, in the form of shares of the Company to be issued to Yeomans Geological Inc., subject to CSE approval.

The Company will issue 300,000 Common Shares at a deemed price of \$0.05 per share. The Common Shares issued will be subject to a four month hold period.

**5.2 *Disclosure for Restructuring Transactions***

Not applicable.

**Item 6. Reliance on subsection 7.1(2) of National Instrument 51-102**

Not applicable.

**Item 7. Omitted Information**

No information has been omitted in respect of this material change.

**Item 8. Executive Officer**

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Mark Ireton, President  
Telephone: (604)761-9994

**Item 9. Date of Report**

January 10, 2024.