

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	Victory Mines Limited
ABN	39 151 900 855

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Mathew James Blake
Date of last notice	4 May 2021

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Mount Street Investments Pty Ltd <The MJ Blake S/F A/c> Director and Beneficiary
Date of change	1 December 2021
No. of securities held prior to change	<u>Indirect</u> Mount Street Investments Pty Ltd <The MJ Blake S/F A/c> - 90,000,000 Fully Paid Ordinary Shares. - 163,840,293 Fully Paid Ordinary shares held by DJ Carmichael Pty Ltd. - 10,000,000 listed options exercisable at \$0.003 expiring 31 December 2024 <u>Direct</u> 30,000,000 Unlisted Options exercisable at \$0.01 expiring on or before 30 November 2023.
Class	(1) Fully paid ordinary Shares (2) listed options exercisable at \$0.003 expiring 31 December 2024

+ See chapter 19 for defined terms.

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Number acquired	10,000,000 Fully paid ordinary shares 2,500,000 unlisted options
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.0025 per share and free attaching option
No. of securities held after change	<u>Indirect</u> Mount Street Investments Pty Ltd <The MJ Blake S/F A/c> - 100,000,000 Fully Paid Ordinary Shares. - 163,840,293 Fully Paid Ordinary shares held by DJ Carmichael Pty Ltd. - 12,500,000 listed options exercisable at \$0.003 expiring 31 December 2024 <u>Direct</u> 30,000,000 Unlisted Options exercisable at \$0.01 expiring on or before 30 November 2023.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue as approved by shareholders at the AGM held on 30 November 2021

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A

+ See chapter 19 for defined terms.

Interest after change	N/A
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Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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Introduced 30/9/2001.

Name of entity	Victory Mines Limited
ABN	39 151 900 855

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Zaffer Soemya
Date of last notice	4 May 2021

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Meiktila Pty Ltd <ZS Family A/C> Director and beneficiary
Date of change	1 December 2021
No. of securities held prior to change	Meiktila Pty Ltd <ZS Family A/C> <ul style="list-style-type: none"> - 5,000,000 fully paid ordinary shares - 5,000,000 listed options exercisable at \$0.003 expiring on or before 31 December 2024 - 5,000,000 unlisted options exercisable at \$0.01 expiring on or before 30 November 2023. Soemya Super Pty Ltd <Soemya Superfund A/C> <ul style="list-style-type: none"> - 4,000,000 fully paid ordinary shares - 1,000,000 listed options exercisable at \$0.003 expiring 31 December 2024
Class	(1) Fully paid ordinary Shares (2) Unlisted options exercisable at \$0.003 expiring 31 December 2024

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Number acquired	8,000,000 Fully paid ordinary shares 2,000,000 unlisted options
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.0025 per share and free attaching option
No. of securities held after change	Meiktila Pty Ltd <ZS Family A/C> <ul style="list-style-type: none"> - 13,000,000 fully paid ordinary shares - 7,000,000 listed options exercisable at \$0.003 expiring on or before 31 December 2024 - 5,000,000 unlisted options exercisable at \$0.01 expiring on or before 30 November 2023. Soemya Super Pty Ltd <Soemya Superfund A/C> <ul style="list-style-type: none"> - 4,000,000 fully paid ordinary shares - 1,000,000 listed options exercisable at \$0.003 expiring 31 December 2024
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue as approved by shareholders at the AGM held on 30 November 2021.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A

+ See chapter 19 for defined terms.

Interest after change	N/A
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Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

+ See chapter 19 for defined terms.