

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 30/09/01 Amended 01/01/11

Name of entity	Victory Goldfields Limited
ABN	12 124 279 750

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	Brendan Clark
Date of last notice	18 June 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) Note: Provide details of the circumstances giving rise to the relevant interest.	Mr Brendan Paul James Richard Clark <Clark Family A/C> an entity related to Mr Brendan Clark
Date of change	11 November 2022

+ See chapter 19 for defined terms.

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<p>No. of securities held prior to change</p>	<p>Mr Brendan Paul James Richard Clark <Clark Family A/C> an entity related to Mr Brendan Clark 1,720,748 fully paid ordinary shares 433,333 Tranche 1 incentive options exercisable at \$0.30 on or before 3 years from issued date 433,333 Tranche 2 incentive options exercisable at \$0.35 on or before 3 years from issued date 433,333 Tranche 3 incentive options exercisable at \$0.40 on or before 3 years from issued date 878,059 Performance shares expiry 3 years from quotation 1,096,362 Consideration options exercisable at \$0.20 expiry 24 months from quotation</p>
<p>Class</p>	<p>Performance Rights</p>
<p>Number acquired</p>	<p>500,000 Performance Rights</p>
<p>Number disposed</p>	<p>Nil.</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$57,902 as per the Notice of Annual General Meeting dated 7 October 2022.</p>
<p>No. of securities held after change</p>	<p>Mr Brendan Paul James Richard Clark <Clark Family A/C> an entity related to Mr Brendan Clark 1,720,748 fully paid ordinary shares 433,333 Tranche 1 incentive options exercisable at \$0.30 on or before 3 years from issued date 433,333 Tranche 2 incentive options exercisable at \$0.35 on or before 3 years from issued date 433,333 Tranche 3 incentive options exercisable at \$0.40 on or before 3 years from issued date 878,059 Performance shares expiry 3 years from quotation 1,096,362 Consideration options exercisable at \$0.20 expiry 24 months from quotation 500,000 Performance Rights</p>

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<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Issue of Performance Rights approved by shareholders on 9 November 2022 detailed in the Notice of Annual General Meeting dated 7 October 2022.</p>
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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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

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.