

# 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

<b>Name of entity</b>	<b>Victory Metals Limited</b>
<b>ABN</b>	<b>12 124 279 750</b>

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.

<b>Name of Director</b>	Trevor Matthews
<b>Date of last notice</b>	23 July 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.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Mr Trevor John Matthews <TJM A/C> an entity related to Mr Trevor Matthews
<b>Date of change</b>	7 July 2023

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<p><b>No. of securities held prior to change</b></p> <p><b>Mr Trevor John Matthews &lt;TJM A/C&gt;</b> an entity related to Mr Trevor Matthews</p> <p><b>T Matthews Super Pty Ltd &lt;Trevor Matthews Superannuation Fund&gt;</b> a superfund of which Mr Trevor Matthews is a beneficiary</p>	<p>1,720,748 fully paid ordinary shares</p> <p>666,668 Tranche 1 incentive options exercisable at \$0.30 on or before 3 years from issued date</p> <p>666,667 Tranche 2 incentive options exercisable at \$0.35 on or before 3 years from issued date</p> <p>666,667 Tranche 3 incentive options exercisable at \$0.40 on or before 3 years from issued date</p> <p>878,059 Performance shares expiry 3 years from quotation</p> <p>1,096,362 Consideration options exercisable at \$0.20 expiry 24 months from quotation</p> <p>125,000 fully paid ordinary shares</p>
<p><b>Class</b></p>	<p>Performance Rights.</p>
<p><b>Number acquired</b></p>	<p>1,000,000 Performance Rights.</p>
<p><b>Number disposed</b></p>	<p>Nil.</p>
<p><b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$180,000 valuation. Refer to Notice of General Meeting dated 2 June 2023.</p>

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+ See chapter 19 for defined terms.

<p><b>No. of securities held after change</b></p> <p><b>Mr Trevor John Matthews &lt;TJM A/C&gt;</b> an entity related to Mr Trevor Matthews</p> <p><b>T Matthews Super Pty Ltd &lt;Trevor Matthews Superannuation Fund&gt;</b> a superfund of which Mr Trevor Matthews is a beneficiary</p>	<p>1,720,748 fully paid ordinary shares</p> <p>666,668 Tranche 1 incentive options exercisable at \$0.30 on or before 3 years from issued date</p> <p>666,667 Tranche 2 incentive options exercisable at \$0.35 on or before 3 years from issued date</p> <p>666,667 Tranche 3 incentive options exercisable at \$0.40 on or before 3 years from issued date</p> <p>878,059 Performance shares expiry 3 years from quotation</p> <p>1,096,362 Consideration options exercisable at \$0.20 expiry 24 months from quotation</p> <p>1,000,000 Performance Rights</p> <p>125,000 fully paid ordinary share</p>
<p><b>Nature of change</b></p> <p>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 securities pursuant to Resolution 5 of the Notice of General Meeting dated 2 June 2023.</p>

## 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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A

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<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
<b>Interest after change</b>	N/A

**Part 3 – <sup>+</sup>Closed period**

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

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<sup>+</sup> See chapter 19 for defined terms.