The following discussion is management's assessment and analysis of the results and financial condition of Victory Metals Inc. (the "Company" or "Victory") and should be read in conjunction with the accompanying unaudited condensed consolidated interim financial statements and related notes. The financial data was prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") and all figures are reported in Canadian dollars unless otherwise indicated.

Certain information included in this discussion may constitute forward-looking statements. Forward-looking statements are based on current expectations and entail various risks and uncertainties. These risks and uncertainties could cause or contribute to actual results that are materially different from those expressed or implied. The effective date of this report is November 2, 2020.

The scientific and technical geological content and interpretations contained in this report have been reviewed and approved by the Company's VP of Exploration, Cal Herron, P.Geo., a Qualified Person as defined by National Instrument 43-101, Standards of Disclosure for Mineral Projects ("NI 43-101"). The scientific and technical metallurgical content and interpretations contained in this report have been reviewed and approved by Jeffery L. Woods, B.Sc., SME-QP, MMSA-QP, a Qualified Person as defined by NI 43-101.

Description of Business

The Company was originally incorporated on October 20, 2000, under the Business Corporations Act in the province of Alberta and on May 25, 2012, the Company was continued as a British Columbia corporation under the Business Corporations Act in the province of British Columbia. The address of the Company's registered office is Suite 2200 – 885 West Georgia Street, Vancouver, BC, Canada V6C 3E8.

The Company is a mineral exploration company engaged in the acquisition, exploration and evaluation of resource properties in Nevada, United States of America. The Company owns a 100% interest in the Iron Point Vanadium Project, consisting of 730 unpatented lode claims covering approximately 12,822 acres, located in the Iron Point mining district 22 miles east of Winnemucca, Humboldt County, Nevada (USA) (the "Project" or the "Property"). The Project straddles Interstate 80, has high voltage electric power lines running through the project area and a railroad line passing across the northern property boundary. The Company is well financed to advance the project through resource estimation and initial feasibility study work. In addition to the Property, the Company has the option to acquire interests in up to a further 104 acres contiguous to the Property.

As of the date of this MD&A and as of September 30, 2020, the Company's Board of Directors consisted of the following: Paul Matysek (Executive Chairman), Collin Kettell, Craig Roberts and Doug Forster.

Additional information relating to the Company is available on SEDAR at www.sedar.com and on the Company's website at www.victorymetals.ca.

Project Summary

Iron Point Vanadium Deposit

Land History

The Project consists of 730 unpatented lode claims covering approximately 12,822 acres. The claim group is in North-Central Nevada in Humboldt County, 35 kilometers east of Winnemucca and centered at UTM Zone 11N geographical coordinates 472,000E, 4,531,000N (Lat 40.935°, Long 117.327°). Winnemucca is the largest town in the area with a population of 7,900. The project has been extensively explored for gold by numerous operators, but Newmont USA Ltd. ("Newmont") conducted drilling specifically for vanadium in 1966 and discovered widespread, low grade mineralization that was not of interest at the time.

The claims are owned by Brownstone Ventures (US) Inc. ("Brownstone"), a wholly owned subsidiary of Victory Metals Inc. (the "Company" or "Victory"). Brownstone holds a 100% interest in the claims.

On October 10, 2018, Victory, through Brownstone, entered into an option agreement with Ms. Patricia Tintle to acquire her 100% undivided interest in the Silver Coin Claim group which comprises 20.7 acres of unpatented land contiguous to the Company's Iron Point Vanadium Project. Under the terms of the agreement, Victory may exercise the option by making the following payments – 1) US$50,000 (already paid) within five days of signing, 2) US$50,000 on the first anniversary of signing (already paid), 3) US$50,000 on the second anniversary of signing, and 4) US$150,000 on the third anniversary of signing. Further, Victory has agreed to complete the first three payments (US$150,000) irrespective of whether the Company elects to complete the option payment (total of US$300,000). Upon making the final payment, Victory will own 100% of the Silver Coin Claim group with no underlying NSR or outstanding obligations.

On October 24, 2018, Victory entered into an option agreement with Canarc Resource Corp. ("Canarc") on its wholly-owned Silver King Patented claim group, also contiguous to the Company's Iron Point claims. The Silver King property consists of four patented mining claims totalling 83 acres (Silver King, Silver King #1, Silver Queen and Silver Coin Annex Extension). Under the terms of the ten-year agreement, Canarc will receive annual payments of US$12,000 (the first of which was made on signing) plus an option exercise payment of US$120,000. Upon exercise of the option, Canarc will retain a 2% NSR royalty on the property of which Victory will have the right to buy back one-half (1%) of the royalty for US$1,000,000.

On February 5, 2019, Victory entered into a purchase agreement with Nevada Pursuit LLC, a wholly-owned subsidiary of Golden Pursuit Resources Ltd., to acquire a 100% interest in the Prince Claims. The Prince Claims consist of six unpatented lode mining claims (Prince 1-6) totalling 124 acres, contiguous to the Company's Iron Point vanadium project. Under the terms of the agreement, Victory paid a one-time fee of US$30,000 to have and to hold all of the seller's right, title, and interest in the Prince group of claims. No NSR is applicable to these claims.

Environmental Permitting

The Property is located on Multiple Use BLM (Bureau of Land Management) lands administered by the Winnemucca District Office and is subject to surface management regulations contained in 43 CFR 3809. All mineral-related exploration or mining activities must be permitted either under a Notice (less than 5 acres of disturbance) or a Plan of Operation (exceeds 5 acres of disturbance).

An environmental scoping report dated October 3, 2018, was produced for the Property by consultants with EM Strategies, a consulting group based in Reno, Nevada. As stated in this preliminary scoping study, the Property is a relatively undeveloped site with no fatal flaw issues identified and historic exploration and mining centres existing in the east central portion of the Property. As is typical with almost all properties in Nevada there is the potential for the presence of cultural resources. These resources, if identified as eligible, may be mitigated through a well-defined process such that they would not impede development.

For species that are managed by the Bureau of Land Management or the Nevada Department of Wildlife there are also well-defined mitigation methods to address potential impacts should a species of interest be present. In general, there are systems in place for managing these issues that are well established in Nevada. No significant environmental liabilities have been identified in the environmental assessment. A local rancher leases the grazing rights from the BLM within the project area, but these rights do not impact Victory's mineral rights or planned operations.

Victory established a US$50,000 reclamation bond with the Nevada State BLM Office and is currently operating its exploration program at the Property under a Notice – case file #NVN097176 – approved by the Winnemucca District BLM Office on September 6, 2018. This Notice and subsequent Addendums approve 76 drill sites disturbing 4.96 acres.

Victory retained EM Strategies in early 2019 to implement the environmental baseline studies necessary for completing an Environmental Assessment ("EA") at Iron Point and thereby obtaining a Plan of Operation ("POO") for the continuing exploration and eventual developmental drilling. Zoological, botanical, and cultural baseline studies were largely completed by the third quarter 2019. EM has completed the reports required for the POO application, and the POO is currently under review by the BLM, with completion anticipated in the third quarter of 2020

Project Infrastructure

The Project area straddles US Interstate 80 (I-80) – a major east-west transcontinental highway. From the Iron Point exit on I-80, dirt roads and jeep trails head north and south into all portions of the Property. The Union Pacific Railroad runs around the northern end of the Property. Regularly scheduled air passenger service is available in Reno, Nevada (260 air-kilometers to the southwest), and in Elko, Nevada (130 air-kilometers to the east).

The Project site does not have electrical service but electrical power is readily accessible. The 522-megawatt North Valmy Generating Station, located 15 kilometres east of the Property, feeds readily accessible, high-voltage transmission lines that run along the I-80 corridor and cross the southern end of the project area. There are currently no developed water supply or water rights attached to the project. Wells can be drilled in the future for sustained drilling but exploratory drilling will rely upon trucked water and temporary reservoirs.

Historical Work

To date there has been over 4,704 metres of core and RC drilled historically within the Iron Point Vanadium zone in approximately 35 holes (records are not consistent). Holes were RC or wireline core, or in some cases a combination of both. Full core information is not available for five of the historical holes as the records were lost and no casing remained on site. For these holes the approximate location of the DDH was gathered from historical maps and field observations. The historical drilling that was completed in the area by Newmont was in 1966. No information is available on these holes in the public record for this report. The majority of the holes drilled on the Iron Point Vanadium zone were drilled by Aur Resources in 1997, with the remaining holes being drilled by Chevron and Molycorp. Victory and the Qualified Persons are not aware of any records remaining of the Chevron and Molycorp holes. Aur Resources completed 15 holes totaling 3,817 metres of drilling. Drilling consisted of seven holes of wireline diamond drilling totaling 2,013 metres, and eight holes of RC drilling totalling 1,804 metres. Core and pulps are still available and have been reanalyzed by American Assay Laboratories. Re-logging of these historical holes for geological accuracy is still ongoing at the time of writing this report.

There have been no historic mineral resource or reserve estimates reported for this project that can be documented or reported in any extent.

Project Geology

The project area consists of Lower Paleozoic, Western Assemblage rocks belonging to the Roberts Mountains Allochthon that are unconformably overlain by Tertiary gravels and finally Pliocene basalt. A major range-front fault bounds the property along its eastern margin, and another major fault on the western side juxtaposes Cambrian Prebble Fm. shale against the Western Assemblage lithotypes. According to Willden (1964) the Prebble Fm. is unconformably overlain by an extensive sheet of Golconda Allochthon siliclastic-volcanic units that are exposed immediately west of the project area. These lithotypes are completely absent from the project area yet so close, so the fault separating Prebble from the Western Assemblage at Iron Point must be responsible for a large vertical displacement between these blocks, with the west side having been down-thrown.

The vanadium mineralization occurs within the upper part of the Western Assemblage, within the Ordovician-age Vinini Formation. Vanadium mineralization is reported at the Silver King Mine (USGS MRDS, Garside 1984) within the underlying Comus Fm. limestone, but this mineralization may be strictly supergene and exotic. A Cretaceous quartz diorite sill intruded Western Assemblage units within the central part of the project area and created an extensive contact-metamorphic halo that resulted in skarnification, hornfel alteration, and carbon remobilization. Carlin-type gold mineralization related to a Tertiary-age, low-temperature hydrothermal system produced widespread anomalous Au-As-Sb-Hg mineralization that was the focus of numerous historical exploration efforts throughout the district.

Recent Exploration

Victory's Maiden Drill Campaign

In September 2018, Victory contracted Harris Exploration Drilling Inc. to commence an 8,000-metre program utilizing two RC drills and one core drill. All work was permitted under a Notice approved by the Winnemucca BLM office on August 31, 2018, and secured by a state-wide reclamation bond accepted September 5, 2018. In addition, on January 19, 2019, Victory contracted Fred Anderson Drilling to complete 300 metres of PQ coring for metallurgical testing.

The drill program was focused around an area of vanadium mineralization that was drilled in the 1960s and 1990s by Newmont and Aur Resources, respectively. The historically drilled area is roughly 1,000 metres in diameter with drilled mineralization extending in places from near surface down to a depth of 200 metres. The drill campaign aimed to identify and outline the geology and distribution of vanadium mineralization, which will be incorporated into a maiden resource estimate that will be completed once the campaign is completed and all drill data has been received and analysed. Samples from the RC and core drilling were sent to American Assay Lab, Reno, Nevada.

By April 10, 2019, Victory had finished the maiden drill campaign and released all assay results. The program had 68 RC holes and four diamond drill holes that collected samples for metallurgical testing. Drill hole locations are shown in Figure 1 relative to cross section lines and historical drilling.

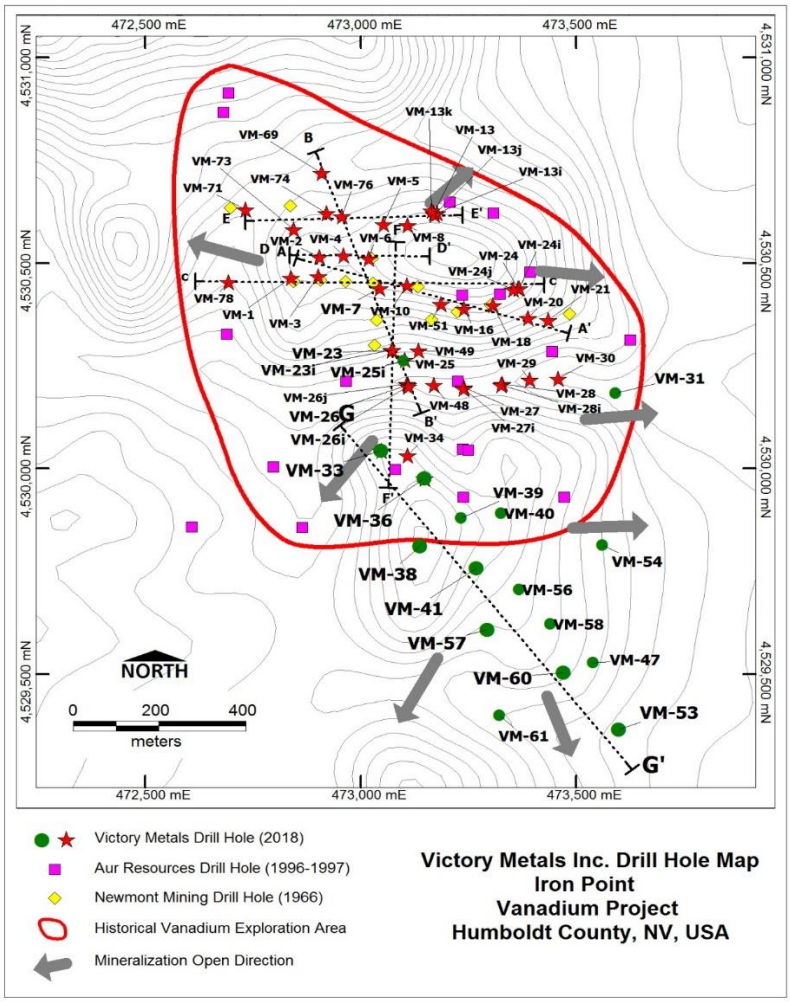


Figure 1. Location of Victory holes drilled during its maiden, 2018 program

Highlights from the program included:

- 44 metres grading 0.48% V_2O_5 in VM-02
- 27 metres grading 0.56% V_2O_5 in VM-07
- 46 metres grading 0.38% V_2O_5 in VM-18 (from surface)
- 6 metres grading 0.72% V_2O_5 in VM-51
- 21 metres grading 0.54% V_2O_5 (including 6 metres grading 0.67% V_2O_5) in VM-6
- 23 metres grading 0.63% V_2O_5 (including 6 metres grading 0.88% V_2O_5) in VM-23
- 20 metres grading 0.54% V_2O_5 (including 9 metres grading 0.68% V_2O_5) in VM-26
- 18 metres grading 0.53% V_2O_5 (including 2 metres grading 1.14% V_2O_5) in VM-76
- 20 metres grading 0.60% V_2O_5 in VM-9
- 26 metres grading 0.59% V_2O_5 (including 3 metres grading 0.84% V_2O_5) in VM-67
- 33 metres grading 0.48% V_2O_5 in VM-75
- 37 metres grading 0.55% V_2O_5 (including 5 metres grading 0.80% V_2O_5) in VM-26i
- 14 metres grading 0.63% V_2O_5 (including 4 metres grading 1.00% V_2O_5) in VM-26j
- 26 metres grading 0.42% V_2O_5 in VM-33
- 24 metres grading 0.48% V_2O_5 in VM-34
- 26 metres grading 0.46% V_2O_5 (including 3 metres grading 0.83% V_2O_5) in VM-48
- 21 metres grading 0.43% V_2O_5 (including 4 metres grading 0.60% V_2O_5) in VM-25i
- 26 metres grading 0.35% V_2O_5 (including 3 metres grading 0.61% V_2O_5) in VM-41
- 18 metres grading 0.39% V_2O_5 in VM-58
- 27 metres grading 0.46% V_2O_5 in VM-60

These intercepts are contained in two flat-lying higher grade vanadiferous horizons, referred to as the Upper and New High-Grade Zones, which occur within a broader and extensive envelope of vanadium mineralization within the Vinini Formation.

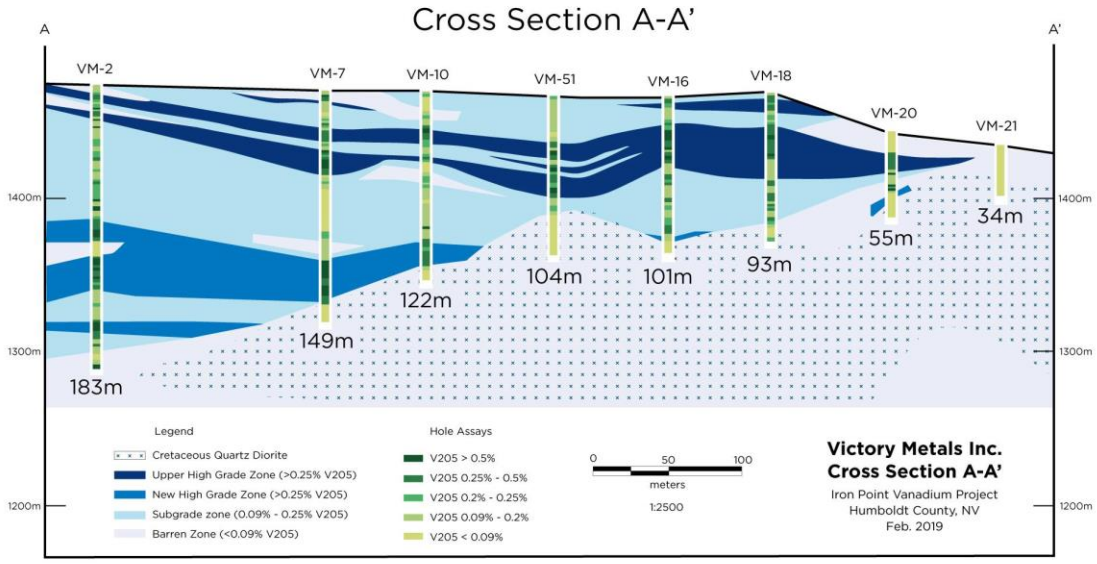
This broader envelope generally starts at surface and extends down to a depth of at least 175 metres, with intercepts from surface including:

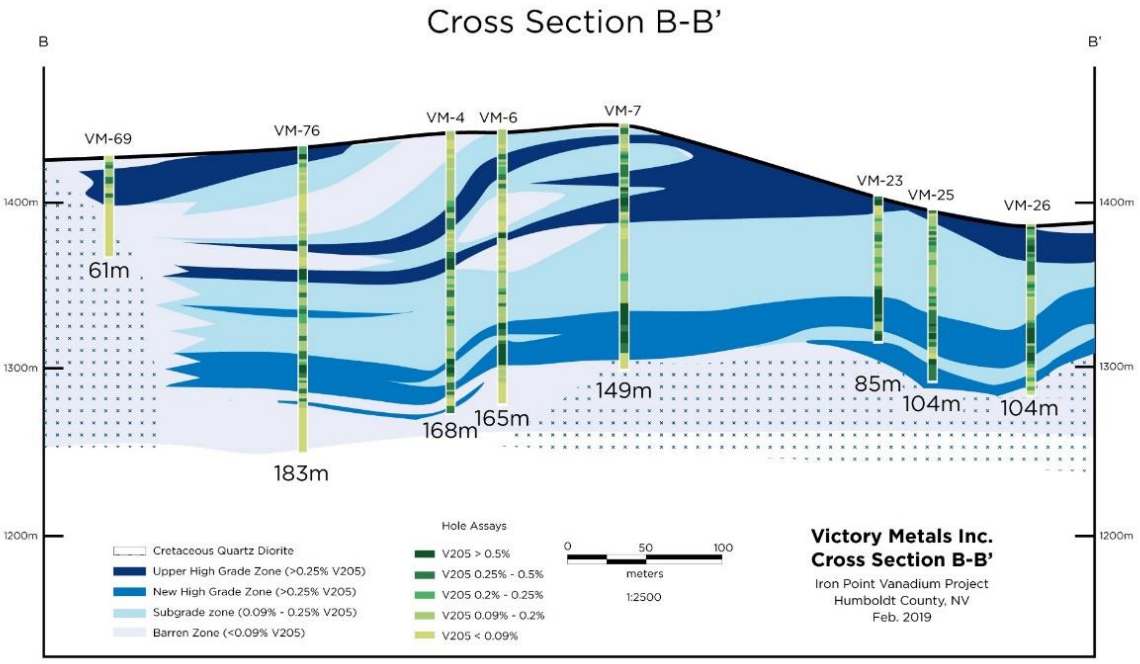
- 175 metres grading 0.25% V_2O_5 in hole VM-02 (from surface)
- 139 metres grading 0.28% V_2O_5 in hole VM-07 (from surface)
- 168 metres grading 0.21% V_2O_5 in hole VM-4 (from surface)
- 104 metres grading 0.24% V_2O_5 in hole VM-25 (from surface)
- 151 metres grading 0.21% V_2O_5 in hole VM-76 (from surface)
- 152 metres grading 0.23% V_2O_5 in hole VM-1
- 174 metres grading 0.23% V_2O_5 in hole VM-67
- 162 meters grading 0.22% V_2O_5 in VM-74
- 91 metres grading 0.36% V_2O_5 in hole VM-26i
- 110 metres grading 0.27% V_2O_5 in hole VM-33
- 125 metres grading 0.22% V_2O_5 in VM-34
- 81 metres grading 0.25% V_2O_5 in hole VM-25i
- 99 metres grading 0.22% V_2O_5 in hole VM-58
- 110 metres grading 0.25% V_2O_5 in hole VM-60

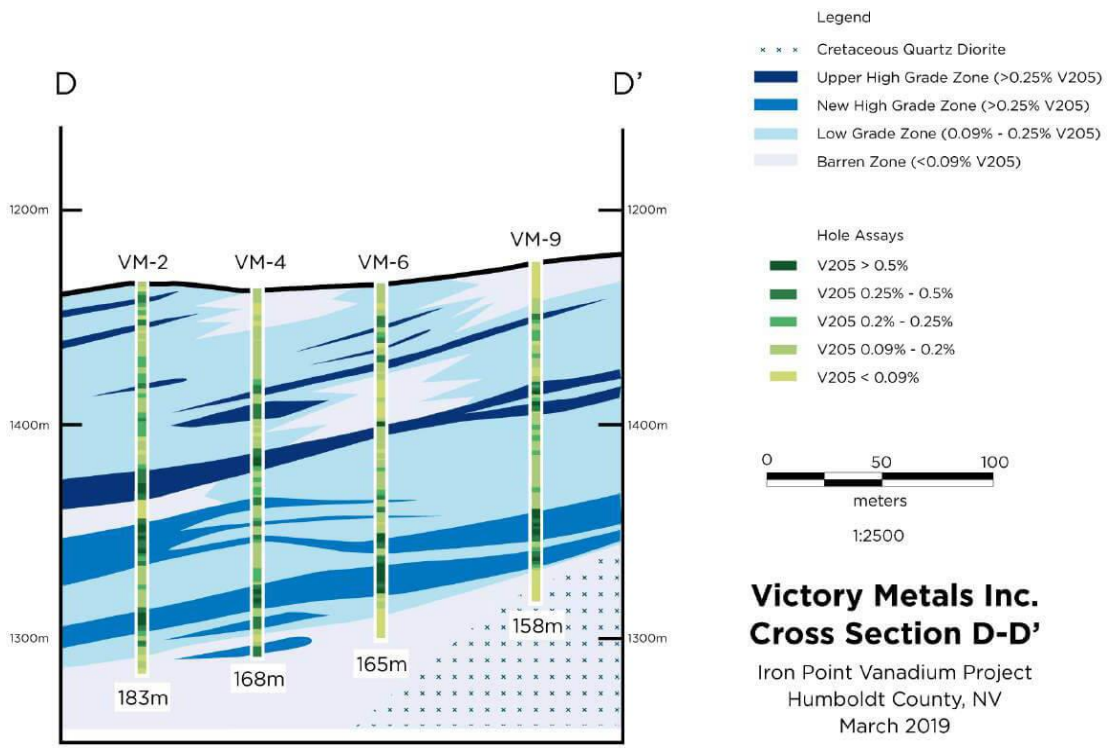
The Upper High-Grade Zone was indicated in historical drilling at Iron Point and was the basis for Victory's initial assessment of the project's resource potential. The New High-Grade Zone is newly discovered by this confirmation drilling campaign and has yielded some of the highest-grade mineralization found to date. Some of the holes tested historical Newmont and Aur Resources holes, and a comparison of the intercept results indicates that the current drilling is returning higher-grade vanadium values. Victory believes that this can be attributed to better sample recovery in the Victory RC drilling. Victory drill results show relatively flat-lying mineralized zones with good correlation between holes.

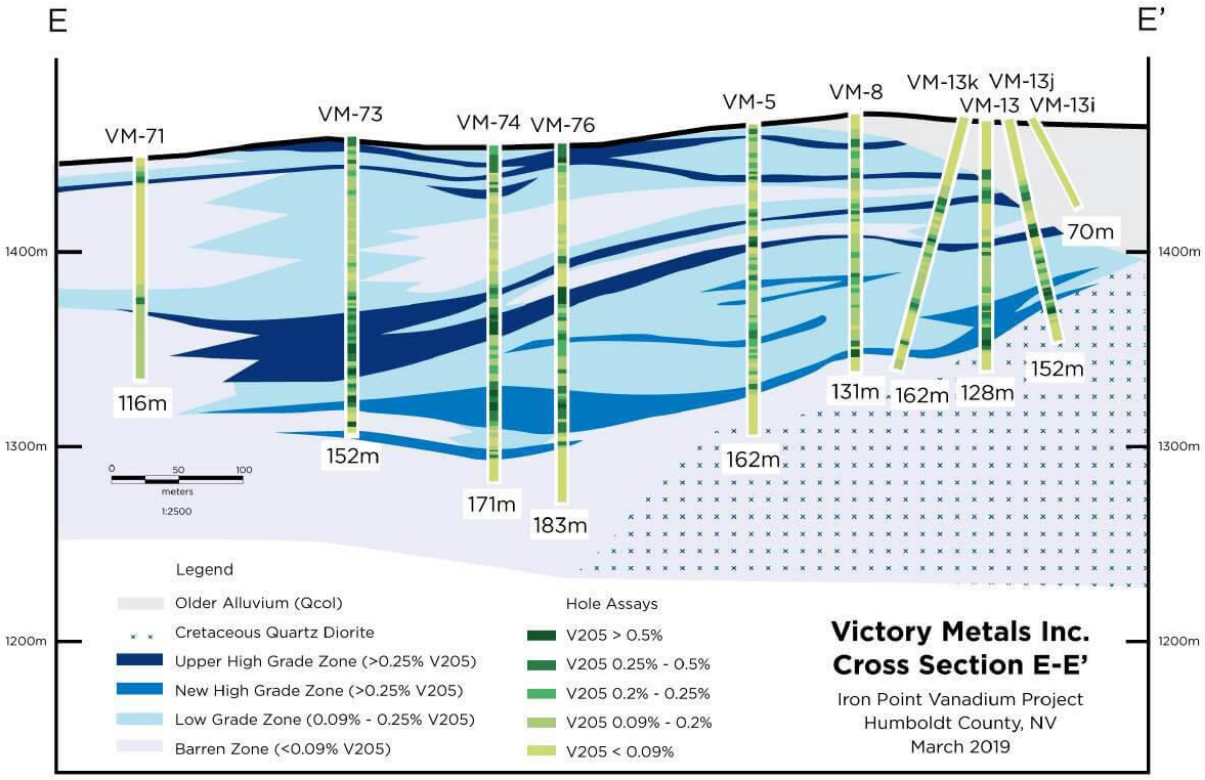
A high degree of continuity was not apparent from historical drilling and the Company believes this significant improvement in zone correlation can be attributed to the higher sample recoveries and greater depth penetration achieved in the current program. Victory believes that this positive correlation of mineralized zones between holes will considerably facilitate the resource estimation process.

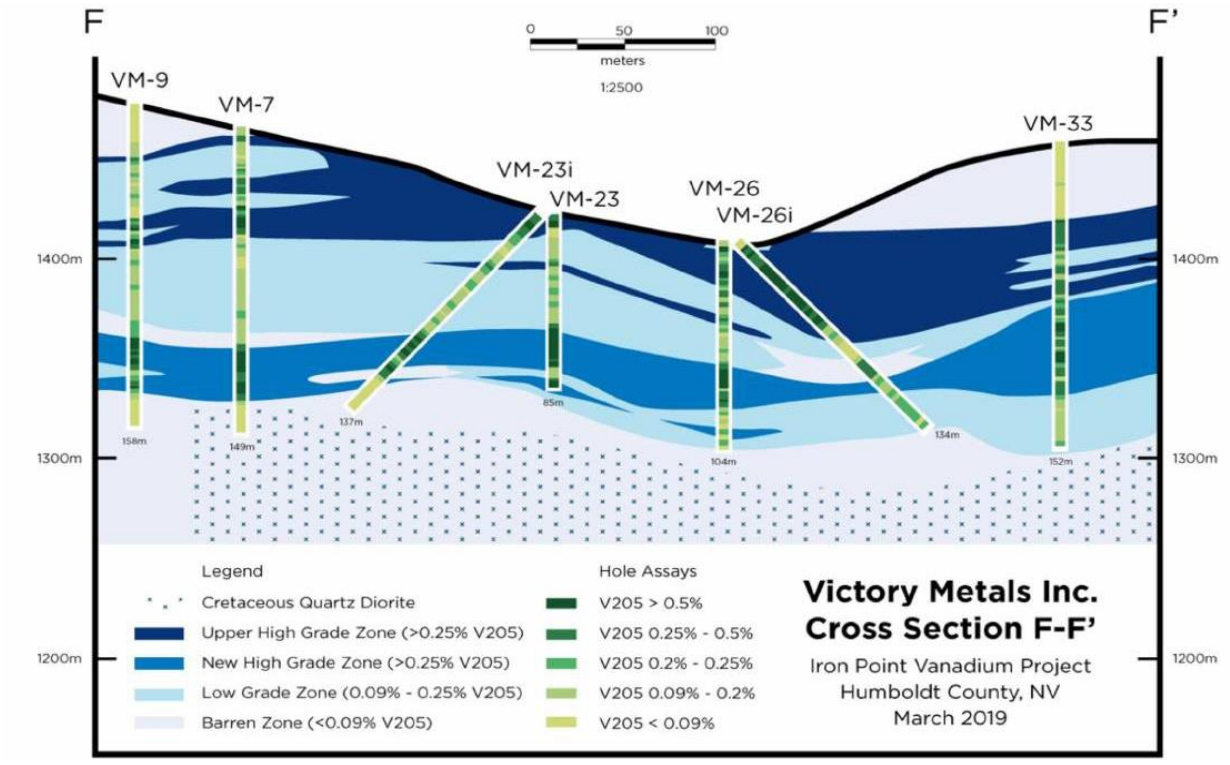
Continuity of mineralization in both the lower grade vanadium envelope and the two high-grade zones continues to be strong as drilling extends throughout the southern portion of the historical vanadium mineralized zone, and steps outside of that zone to the south. As indicated in the six sections (Sections A-A', B-B', D-D', E-E', F-F' and G-G'), the Upper High Grade and New High Grade Zones as well as the broader envelope of vanadium mineralization has now been drill defined over an area exceeding 1,200 metres north-south and approximately 700 metres east-west.

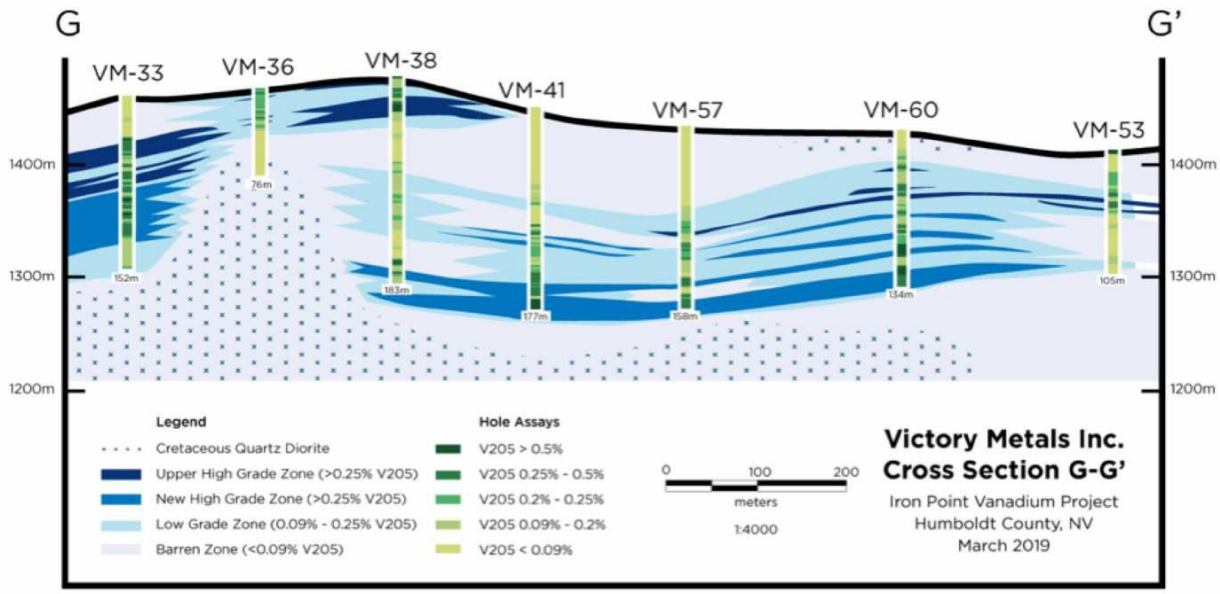





D
D'
1200m
1400m
1300m
VM-2
VM-4
VM-6
VM-9
183m
168m
165m
158m
Legend
Cretaceous Quartz Diorite
Upper High Grade Zone (>0.25% V205)
New High Grade Zone (>0.25% V205)
Low Grade Zone (0.09% - 0.25% V205)
Barren Zone (<0.09% V205)
Hole Assays
V205 > 0.5%
V205 0.25% - 0.5%
V205 0.2% - 0.25%
V205 0.09% - 0.2%
V205 < 0.09%
0
50
100
meters
1:2500
Victory Metals Inc.
Cross Section D-D'
Iron Point Vanadium Project
Humboldt County, NV
March 2019


E
E'
1400m
1300m
1200m
VM-71
VM-73
VM-74
VM-76
VM-5
VM-8
VM-13k
VM-13j
VM-13
VM-13i
116m
152m
171m
183m
162m
131m
162m
128m
152m
70m
0
50
100
meters
1:2500
Legend
Older Alluvium (Qcol)
Cretaceous Quartz Diorite
Upper High Grade Zone (>0.25% V205)
New High Grade Zone (>0.25% V205)
Low Grade Zone (0.09% - 0.25% V205)
Barren Zone (<0.09% V205)
Hole Assays
V205 > 0.5%
V205 0.25% - 0.5%
V205 0.2% - 0.25%
V205 0.09% - 0.2%
V205 < 0.09%
Victory Metals Inc.
Cross Section E-E'
Iron Point Vanadium Project
Humboldt County, NV
March 2019





Based upon the continuing footprint expansion of vanadium mineralization, Victory added additional claims to the Iron Point project bringing the extent of the Property area to an aggregate of 731 claims or 12,842 acres.

Phase II Drill Campaign

Following the results of the Phase I maiden drilling campaign, Victory retained Mine Development Associates ("MDA"), a highly respected resource estimation and engineering firm based in Sparks, Nevada, to evaluate the overall extent of the vanadium mineralization at Iron Point and plan the maiden resource estimation work. With this objective in mind, MDA developed the Phase II drill program of 53 holes (44 RC and 9 core holes) based on preliminary geostatistical analysis of the Phase I results, thus ensuring sufficient drill spacing for a resource estimate predominantly in the measured and indicated category. The drill pattern covered a north-westerly trending zone measuring 1,800 metres long by 550 meters wide. Hole depths ranged from 130 meters to 280 meters with angles ranging from -45° to vertical. Most of the holes were concentrated within the southern half of the property, where the previous drill holes were more widely spaced and largely failed to fully penetrate both mineralized horizons. The program was designed to infill zones of vanadium mineralization defined in the Company's Phase I maiden drill campaign, as well as to test lateral and downward extensions of these zones. The program also provided sample material for the next phase of metallurgical test work, utilizing material from the 9 core holes distributed over the project area in order to provide representative metallurgical samples of the vanadium mineralization.

On May 27, 2019, Victory commenced the Phase II drill program to further define vanadium mineralization at Iron Point. Two RC drills, one buggy-mounted and the other track-mounted, operated by New Frontier Drilling were engaged in perimeter definition drilling. The core drill was operated by National Drilling and produced PQ-size core that provided samples for metallurgical testing and also served as QAQC checks on the RC drilling. The RC drilling operated on a dayshift basis, while the core drill utilized 24-hour drilling. The holes were collared from existing historical drill roads, with several holes being drilled at an angle, allowing for minimal surface disturbance, importantly enabling Victory to complete the program on its existing state-bonded Notice. The Phase II program was completed in September, 2019 with 53 holes completed for a total of 9,745m drilled, comprised of 8,070m in 42 RC holes and 1,675m in 11 diamond holes (see map in Figure 3).

Victory announced assay results from the first set of Phase II holes on February 18, 2020. This release included thirteen reverse circulation and one HQ diamond drill holes that targeted the central portion of the Iron Point vanadium zone (Figure 2). The 14 drill holes consist of both vertical and angle holes. Eight of these holes are shown in two drill sections oriented in a northwest and northeast direction as shown below. Similar to the results achieved during the Phase I program last year, all of these holes demonstrate good lateral continuity and confirm the near surface, flat-lying nature of vanadium mineralization at the deposit scale. Furthermore, these Phase II holes extended mineralization to greater depths in areas where shallow Phase I drilling failed to fully penetrate the entire vanadium horizons.

Victory announced assay results from the first set of Phase II holes on February 18, 2020. This release included thirteen reverse circulation and one HQ diamond drill holes that targeted the central portion of the Iron Point vanadium zone (Figure 2). The 14 drill holes consist of both vertical and angle holes. Eight of these holes are shown in two drill sections oriented in a northwest and northeast direction as shown below. Similar to the results achieved during the Phase I program last year, all of these holes demonstrate good lateral continuity and confirm the near surface, flat-lying nature of vanadium mineralization at the deposit scale. Furthermore, these Phase II holes extended mineralization to greater depths in areas where shallow Phase I drilling failed to fully penetrate the entire vanadium horizons.

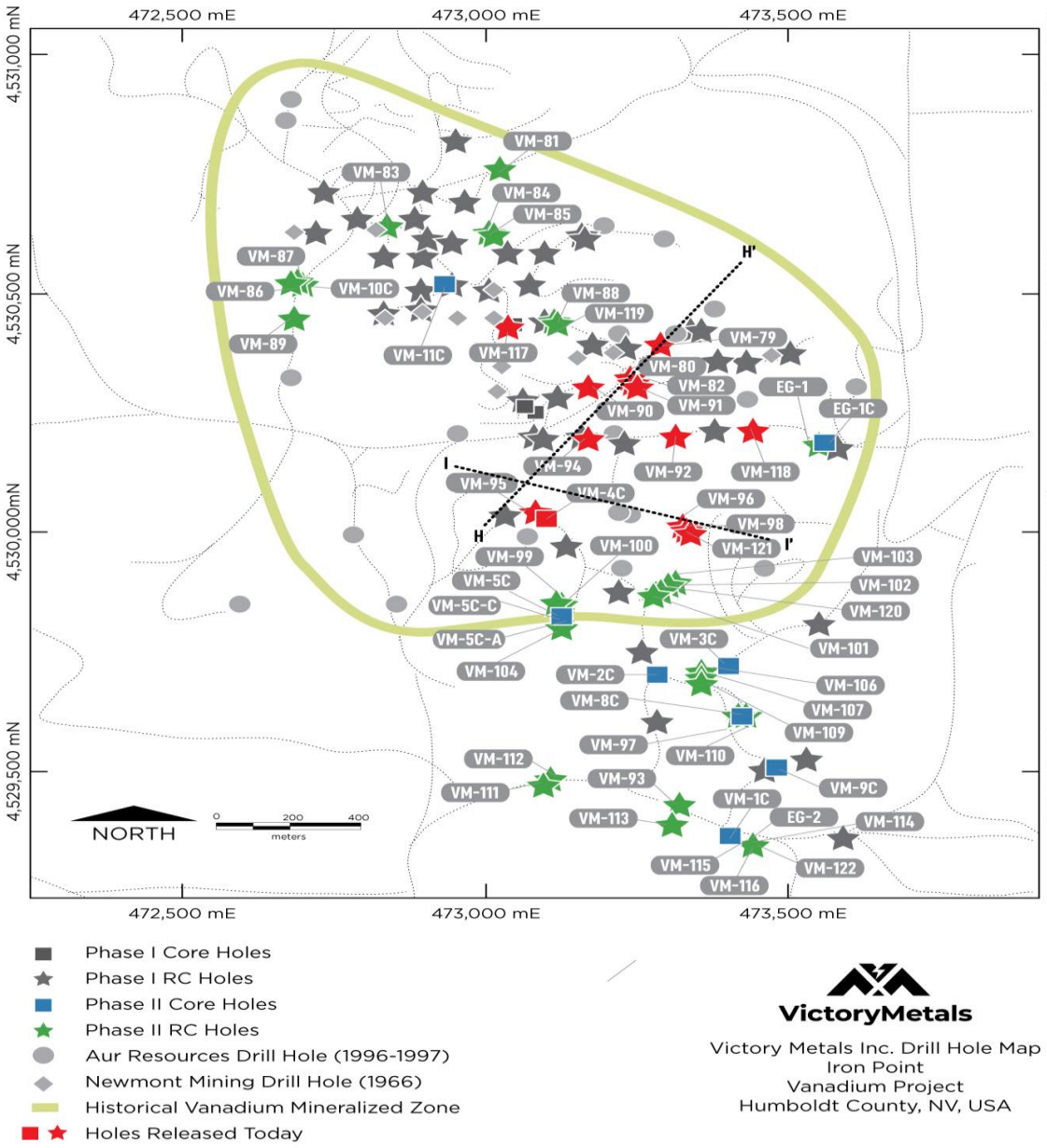
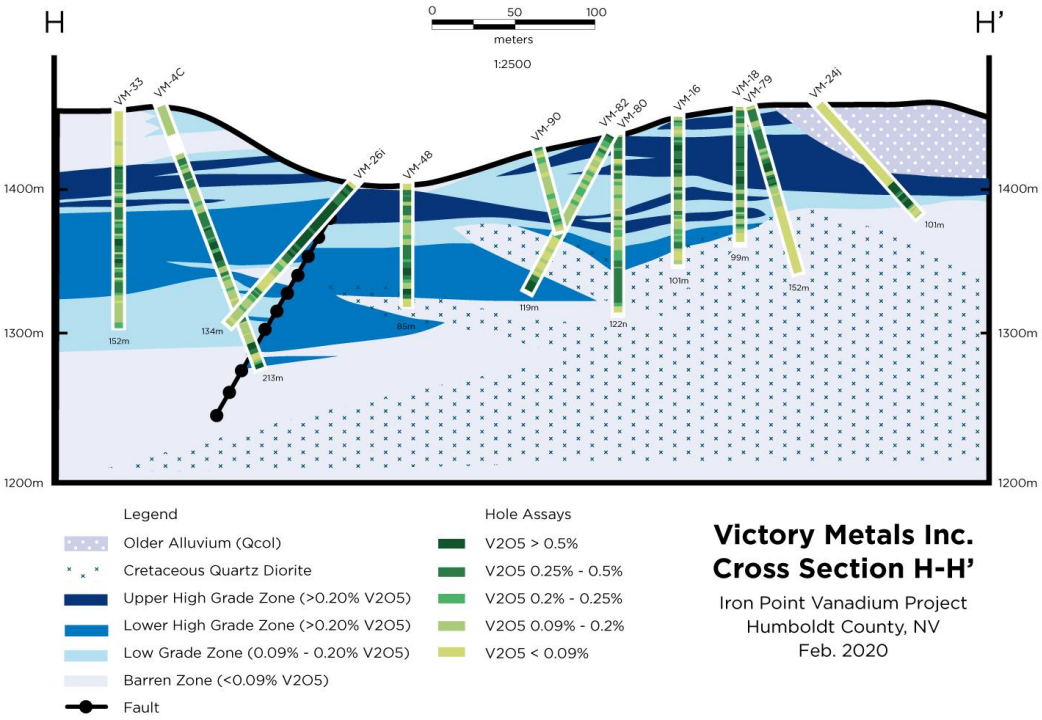


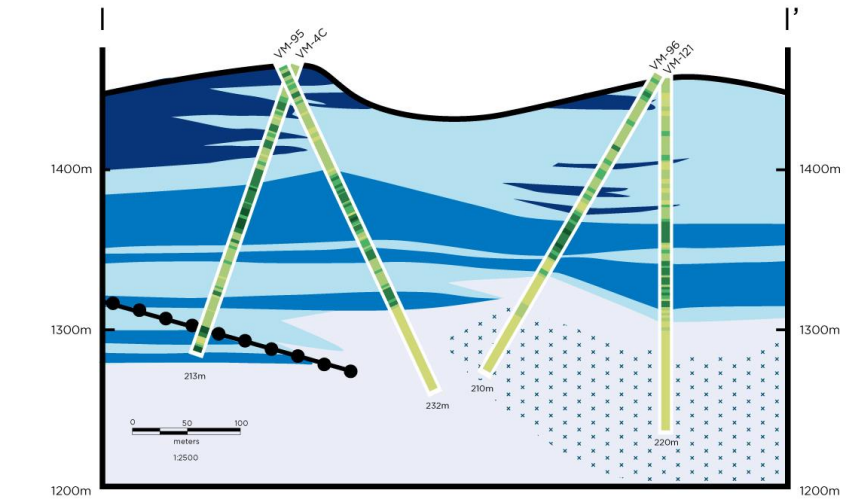
Figure 2. Location of Phase II drill holes released on February 18, 2020.

Cross Section H-H'



Victory Metals Inc.
Cross Section H-H'
Iron Point Vanadium Project
Humboldt County, NV
Feb. 2020

Cross Section I-I'



Victory Metals Inc.
Cross Section I-I'
Iron Point Vanadium Project
Humboldt County, NV
Feb. 2020

High-grade results from this first set of 14 holes include (estimated true thicknesses, see note above Table 1 for definition of aggregate length):

- 52.4 meters grading 0.47% V_2O_5 (including 5.8 meters grading 1.2% V_2O_5) in VM-4c
- 37.4 meters grading 0.40% V_2O_5 (including 4.7 meters grading 0.8% V_2O_5) in VM-79
- 9.3 meters grading 0.41% V_2O_5 in VM-117

As observed in the Phase I drilling these latest intercepts are consistent with two flat-lying higher grade vanadiferous horizons, referred to as the Upper High Grade and New High Grade Zones, which occur within a broader and extensive envelope of lower grade mineralization extending from the surface down to a depth of at least 175 meters. Intercepts of this broader, low grade envelope include (estimated true thicknesses, see the note above Table 1 for definition of Overall Length):

- 156.5 meters grading 0.27% V_2O_5 in VM-4c
- 150.3 meters grading 0.21% V_2O_5 in hole VM-95
- 110.9 meters grading 0.21% V_2O_5 in hole VM-96

- Lateral continuity of mineralization in both the lower grade vanadium envelope and the two high-grade zones continues to be consistently high.
- Sections H-H' and I-I' demonstrate vanadium mineralization remains open to the west and east.
- HQ diamond drill hole VM-4c was positioned within this central group to verify earlier Phase I RC drill results. Nearby Phase I RC holes VM-33 and VM-34 have a combined overall average of 97 meters grading 0.27% V_2O_5, while the overall intercept for VM-4c is 157 meters grading 0.27% V_2O_5. Based on these results, diamond drilling has confirmed similar V_2O_5 grades as returned from historical RC drilling and no appreciable up-grading or down-grading of V_2O_5 grades is apparent between the two drilling methods.

Assay results from Victory's second set of Phase II holes were released on March 16, 2020. This release included 27 holes (21 reverse circulation and 6 PQ diamond drill holes) targeting the southern portion of the Iron Point mineralized vanadium zone. Collar locations are shown in Figure 3. Seventeen of these holes are shown in two cross sections oriented in northwest striking (Section L-L) and north striking (Section M-M) directions. This area is below the southern portion of the Historical Vanadium Mineralized Zone and encompasses a rectangular area roughly 800m NW-SE and 300m wide. The deeper Phase II holes drilled within this area significantly expanded the extent of known vanadium mineralization at Iron Point to an area measuring 1500m in a NW-SE direction and 300m to 500m wide. Mineralization remains open to the west, east, south, and to depth in several places.

High-grade drill results, reported as estimated true thicknesses comprised of aggregate intercept lengths (see note above Table 1 for definition of aggregate length), include:

- 30.0 meters grading 0.42% V2O5 (including 4.9 meters grading 0.64% V2O5) in VM-106
- 29.0 meters grading 0.46% V2O5 (including 6.1 meters grading 0.70% V2O5) in VM-114
- 17.5 meters grading 0.54% V2O5 (including 8.1 meters grading 0.71% V2O5) in VM-122
- 61.0 meters grading 0.47% V2O5 (including 10.7 meters grading 0.90% V2O5) in VM-1C
- 30.5 meters grading 0.50% V2O5 (including 9.3 meters grading 0.78% V2O5) in VM-3C
- 27.0 meters grading 0.53% V2O5 (including 15.0 meters grading 0.61% V2O5) in VM-9C
- 35.1 meters grading 0.41% V2O5 (including 7.6 meters grading 0.78% V2O5) in EG-2

Consistent with the earlier drill results, these high grade zones occur within a broader, extensive envelope of lower grade mineralization. Intercepts of this broader envelope (reported as estimated true thicknesses, see the note above Table 1 for definition of Overall Length) include:

- 175.3 meters grading 0.26% V2O5 in hole VM-1C
- 173.2 meters grading 0.28% V2O5 in hole VM-8C
- 167.7 meters grading 0.24% V2O5 in VM-114

Most of the Phase II holes tested a large area south of the Historical Vanadium Mineralized Zone, where shallow Phase I drilling did not fully penetrate the entire mineralized sequence. The greater depth and higher hole density of this Phase II drilling program significantly extended vanadium mineralization at depth, thus increasing the overall tonnage potential and confidence in the mineralization in advance of a maiden resource estimate. Other important results from this program are summarized below:

- Thicker zones of higher-grade mineralization are clustered around core hole VM-8C within an area measuring 300m in a N-S direction and 130m wide, in places extending from the surface down to a maximum depth of 170m. The shallow nature of this relatively uniform and vertically continuous mineralization provides Victory with an attractive open pit target.
- Mineralization remains open to the west, east, and south.
- The PQ diamond drill holes allow for a better comparison of vanadium mineralization recovery in core holes versus recovery in surrounding RC holes. Across the deposit, the vanadium grade of samples recovered from core holes is equal to or slightly greater than samples recovered from adjacent RC drilling when comparing Overall Length mineralization. The intercept in core hole VM-5C (181m @ 0.157% V_2O_5 is slightly higher than the 181m @ 0.143% V_2O_5 in twin RC hole VM-38. However, when compared to the adjacent angle RC holes, the 196m @ 0.155% V_2O_5 in VM-5C is identical to the 209m @ 0.155% V_2O_5 returned in VM-100+VM-104. Similarly, the Overall Length intercept in core hole VM-8C (100m @ 0.222% V_2O_5) is only slightly higher than the 99m @ 0.218% V_2O_5 returned in twin RC hole VM-58, while the combined intercepts in adjacent angle RC holes VM-97 and VM-110 (106m @ 0.191% V_2O_5) is slightly lower. Other comparisons follow:

    - Core hole VM-2C (103m @ 0.244% V2O5) is clearly higher than angle RC hole VM-109 (103m @ 0.197% V2O5).
    - Core hole VM-3C (100m @ 0.234% V2O5) is slightly higher than angle RC hole VM-106 (91m @ 0.217% V2O5).
    - Core hole VM-9C (120m @ 0.274% V2O5) is somewhat higher than RC hole VM-60 (116m @ 0.239% V2O5).

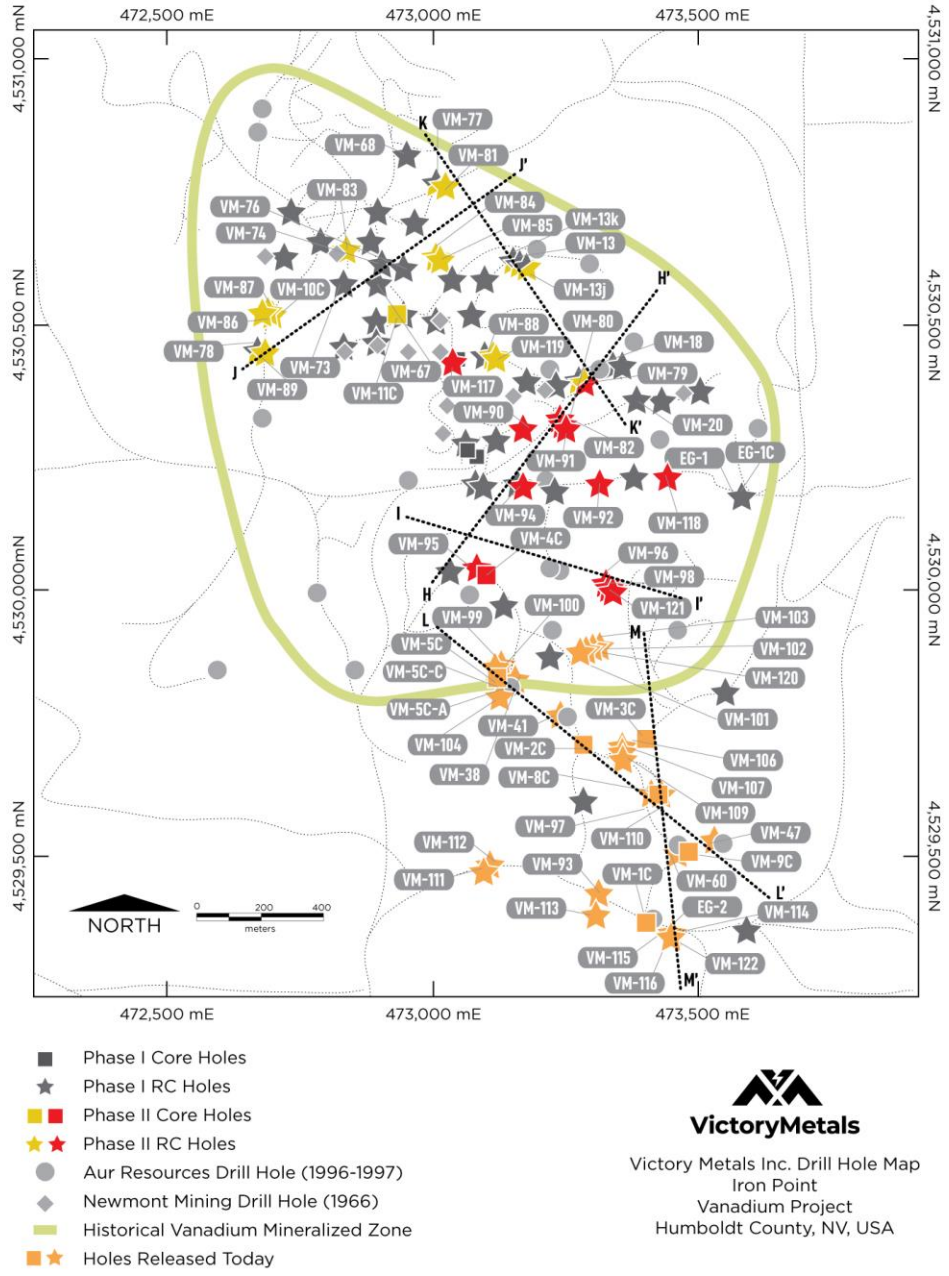
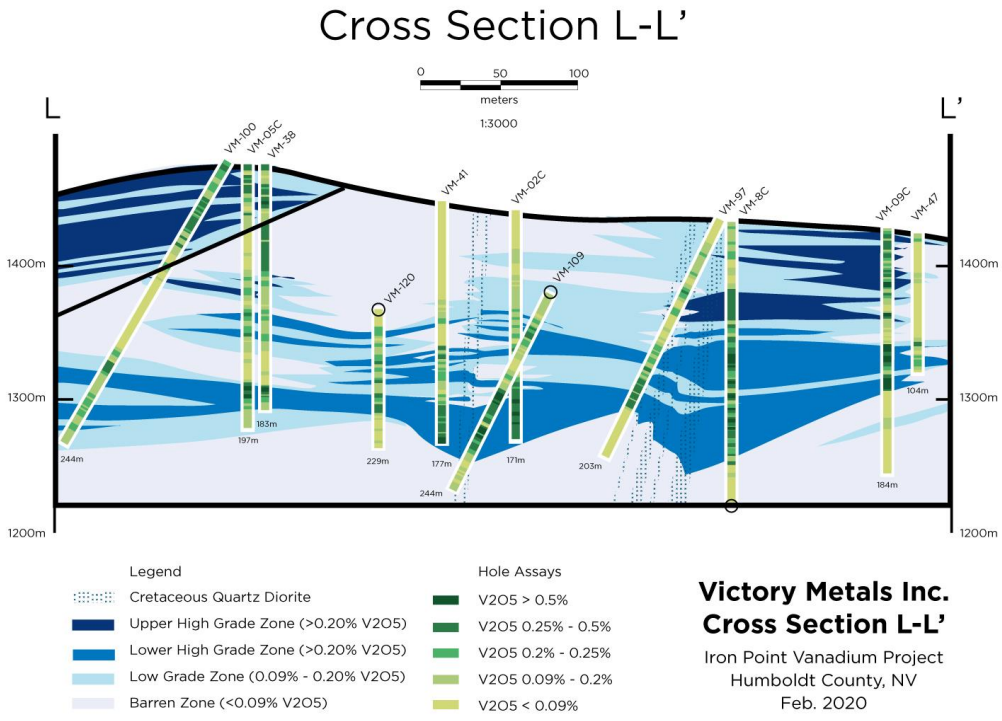
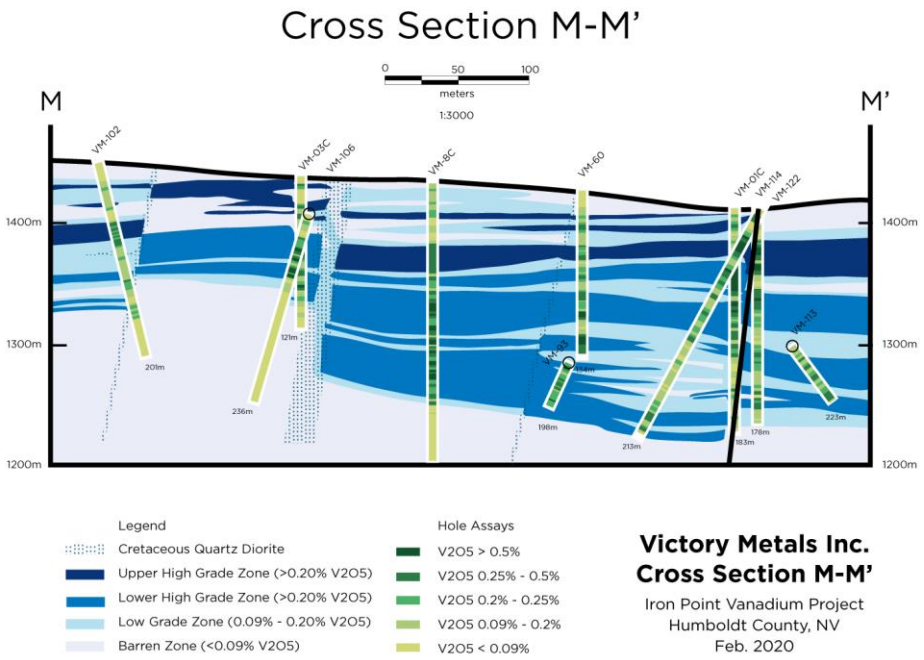


Figure 3. Victory's final set of confirmation RC and diamond drill holes from Phase II are shown by orange stars and squares, in relation to the already released Phase II drill holes in red and yellow. Phase I drilling (grey stars and squares) are shown from 2018 program, as well as historical Newmont and Aur Resource (USA) Inc. drill holes (grey circles and diamonds



Cross section L-L' showing distribution of vanadium mineralization in relation to the current geologic interpretation.



Cross section M-M' showing distribution of vanadium mineralization in relation to the current geologic interpretation.

Phase II Drill Results

Assay results for the Phase II drilling program are contained in Table 2 below, with intercepts being reported in % V_2O_5. Intercept lengths have been reduced to true vertical intercepts and are deemed to be true thickness given the flat nature of the mineralized zones being tested. Intercept lengths are reported as an Overall Length, which includes all contiguous assay intervals within the low-grade vanadium blanket zone (at a 0.09% V_2O_5 minimum grade), while higher grade individual zone intercepts reported as aggregate lengths are comprised of samples grading 0.20% V_2O_5 and greater.

Table 1. Vanadium Intercepts Reported for Victory Metals' Phase II Drilling Program at Iron Point.

Hole #	**Zone**		**From (m)**	**To (m)**	**Interval (m)**	**% V2O5**	**% V**
VM 79^	Overall*		7.0	60.7	53.7	0.33	0.19
	Upper Zone		**7.0**	**60.7**	**37.4**	**0.4**	**0.23**
		Includes	**44.4**	**49.0**	**4.7**	**0.8**	**0.45**
VM 80	Overall*		1.5	94.5	93.0	0.2	0.11
	Upper Zone		1.5	68.6	27.4	0.28	0.16
	New Zone		79.3	94.5	12.2	0.29	0.16
VM 82^	Overall*		0	103.0	103.0	0.17	0.10
	Upper Zone		0	39.6	19.8	0.26	0.15
	New Zone		67.3	103.0	10.6	0.36	0.20
VM 90^	Overall*		0	87.4	87.4	0.21	0.12
	Upper Zone		0	54.4	24.3	0.23	0.13
	New Zone		64.5	87.4	18.6	0.38	0.21
VM 95^	**Overall***		**0**	**150.3**	**150.3**	**0.21**	**0.12**
	Upper Zone		0	22.2	10.5	0.26	0.15
	New Zone		62.7	149.0	57.5	0.3	0.17
VM 96^	**Overall***		**0**	**110.9**	**110.9**	**0.21**	**0.12**
	Upper Zone		11.9	84.5	22.4	0.23	0.13
	New Zone		89.8	110.9	21.1	0.37	0.21
VM 121	Overall*		30.5	143.3	112.8	0.18	0.10
	Upper Zone		35.1	80.8	4.6	0.21	0.12
	New Zone		89.9	143.3	35.1	0.3	0.17
VM 4c^	**Overall***		**22.5**	**179.1**	**156.5**	**0.27**	0.15
	Upper Zone		22.5	54.7	19.2	0.28	0.16
	New Zone		**71.9**	**179.1**	**52.4**	**0.47**	0.26
		Includes	**101.0**	**106.8**	**5.8**	**1.2**	0.67
VM 91^	Overall*		0	60.7	60.7	0.20	0.11
	Upper Zone		0	37.4	22.2	0.33	0.19
	New Zone		57.2	58.4	1.2	0.23	0.13
VM 92^	Overall*		6.2	69.9	63.7	0.17	0.10
	Upper Zone		6.2	48.7	10.0	0.27	0.15
	New Zone		51.2	66.2	15.0	0.29	0.16
VM 94^	Overall*		3.3	128.2	124.9	0.19	0.11
	Upper Zone		3.3	42.7	19.7	0.25	0.14
	New Zone		63.6	128.2	31.8	0.31	0.17
VM 98^	Overall*		13.4	126.7	113.3	0.18	0.10
	Upper Zone		19.5	78.0	15.8	0.22	0.12
	New Zone		81.6	126.7	24.4	0.25	0.14
VM 117^	Overall*		0	107.4	107.4	0.21	0.12
	Upper Zone		0	65.4	39.7	0.29	0.16
	New Zone		**98.1**	**107.4**	**9.3**	**0.41**	**0.23**

VM 118^	Overall*		42.2	77.9	35.6	0.14	0.08
	New Zone		43.6	77.9	2.6	0.27	0.15
VM 93^	Overall*		19.6	169.9	150.3	0.19	0.11
	Upper Zone		31.4	84.9	11.8	0.21	0.12
	New Zone		94.1	169.9	54.9	0.25	0.14
VM 97^	Overall*		20.9	142.5	121.6	0.15	0.08
	Upper Zone		57.9	75.0	9.2	0.23	0.13
	New Zone		99.4	139.5	23.2	0.28	0.16
VM 100^	Overall*		0.0	208.3	208.3	0.16	0.09
	Upper Zone		0.0	87.2	53.4	0.28	0.15
	New Zone		154.9	195.3	18.2	0.24	0.13
VM 102^	Overall*		16.0	125.5	109.5	0.16	0.09
	Upper Zone		20.9	66.4	18.5	0.24	0.13
	New Zone		93.5	124.3	11.1	0.24	0.13
VM 106^	Overall*		0.0	91.3	91.3	0.22	0.12
	Upper Zone		2.5	37.0	3.7	0.22	0.12
	New Zone		**46.9**	**82.6**	**30.0**	**0.42**	**0.23**
		Includes	**62.9**	**67.8**	**4.9**	**0.64**	**0.36**
VM 109^	Overall*		0.0	185.9	185.9	0.19	0.11
	Upper Zone		14.2	58.1	10.3	0.22	0.12
	New Zone		82.6	179.5	47.8	0.32	0.18
VM 113^	Overall*		32.9	165.4	132.5	0.17	0.10
	Upper Zone		53.2	62.3	2.3	0.21	0.11
	New Zone		91.8	164.3	26.1	0.25	0.14
VM 114	**Overall***		**6.1**	**173.8**	**167.7**	**0.24**	**0.13**
	Upper Zone		**6.1**	**54.9**	**29.0**	**0.46**	**0.26**
		Includes	**33.5**	**39.6**	**6.1**	**0.70**	**0.39**
	New Zone		67.1	164.6	51.8	0.28	0.16
VM 120^	Overall*		0.0	163.6	163.6	0.12	0.07
	Upper Zone		0.0	27.5	12.5	0.23	0.13
	New Zone		101.1	162.3	32.5	0.24	0.14
VM 122^	Overall*		14.8	188.4	173.6	0.21	0.12
	Upper Zone		**17.5**	**36.3**	**17.5**	**0.54**	**0.30**
		Includes	**25.6**	**33.6**	**8.1**	**0.71**	**0.40**
	New Zone		39.0	185.7	52.5	0.27	0.15
VM 1C	**Overall***		**6.1**	**181.4**	**175.3**	**0.26**	**0.15**
	Upper Zone		6.1	41.2	13.7	0.29	0.16
	New Zone		**44.2**	**123.5**	**61.0**	**0.47**	**0.26**
		Includes	**54.9**	**65.5**	**10.7**	**0.90**	**0.50**
VM 2C	Overall*		64.4	167.6	103.2	0.24	0.14
	New Zone		75.6	167.6	53.1	0.35	0.19
VM 3C	Overall*		4.0	103.7	99.7	0.23	0.13
	Upper Zone		4.0	32.6	7.8	0.27	0.15
	New Zone		**44.2**	**89.9**	**30.5**	**0.50**	**0.28**
		Includes	**56.7**	**66.0**	**9.3**	**0.78**	**0.44**
VM 5C	Overall*		0.0	196.5	196.5	0.16	0.09
	Upper Zone		0.0	98.8	20.6	0.30	0.17
	New Zone		109.5	184.0	30.0	0.32	0.18
VM 8C	**Overall***		**6.1**	**179.3**	**173.2**	**0.28**	**0.16**
	Upper Zone		6.1	74.4	28.4	0.34	0.19

	New Zone		79.9	176.5	79.9	0.37	0.21
VM 9C	Overall*		0.0	120.4	120.4	0.27	0.15
	Upper Zone		4.3	69.5	37.2	0.31	0.17
	New Zone		**87.7**	**119.2**	**27.0**	**0.53**	**0.28**
		Includes	**87.7**	**102.7**	**15.0**	**0.61**	**0.34**
VM 99^	Overall*		0.0	190.3	190.3	0.12	0.07
	Upper Zone		0.0	7.7	7.7	0.26	0.14
	New Zone		132.4	186.4	12.9	0.32	0.18
VM 101^	Overall*		0.0	184.0	184.0	0.13	0.08
	Upper Zone		5.7	9.9	4.2	0.21	0.12
	New Zone		100.5	179.7	45.3	0.30	0.17
VM 103^	Overall*		13.2	109.3	96.1	0.16	0.09
	Upper Zone		24.0	70.9	21.6	0.25	0.14
VM 104^	Overall*		0.0	210.9	210.9	0.15	0.08
	Upper Zone		0.0	51.4	43.7	0.29	0.16
	New Zone		165.9	181.3	11.6	0.37	0.21
VM 107^	Overall*		2.5	80.9	78.5	0.14	0.08
	Upper Zone		39.2	77.3	4.9	0.21	0.12
	New Zone		100.6	101.8	1.2	0.26	0.14
VM 110^	Overall*		2.3	92.3	89.9	0.25	0.14
	Upper Zone		24.5	35.0	9.3	0.28	0.16
	New Zone		38.5	82.9	26.9	0.49	0.27
		Includes	40.9	50.2	9.3	0.71	0.40
VM 111	Overall*		1.5	183.2	181.6	0.15	0.08
	Upper Zone	`	22.5	52.5	27.0	0.25	0.14
	New Zone		172.6	174.1	1.5	0.24	0.13
VM 112^	Overall*		1.3	205.4	204.1	0.08	0.04
	Upper Zone		16.9	37.7	10.4	0.25	0.14
	New Zone		183.3	184.6	1.3	0.23	0.13
VM 115^	Overall*		0.0	98.7	98.7	0.30	0.17
	Upper Zone		6.2	38.2	28.4	0.47	0.26
		Includes	6.2	14.8	8.6	0.70	0.39
	New Zone		58.0	96.2	24.7	0.35	0.19
VM 116^	Overall*		2.3	94.3	92.0	0.17	0.09
	Upper Zone		11.5	35.7	16.1	0.32	0.18
	New Zone		57.5	93.2	10.4	0.36	0.20
EG 2	Overall*		1.5	170.7	169.2	0.23	0.13
	Upper Zone		**1.5**	**57.9**	**35.1**	**0.41**	**0.23**
		Includes	**48.8**	**56.4**	**7.6**	**0.78**	**0.44**
	New Zone		67.1	166.2	61.0	0.24	0.14

* Overall values represent contiguous averages that include V2O5 values ranging from 0% to 1.71%
⁺ Hole reported in previous release
^ Denotes angle hole

In summary, the Phase II drilling returned surprisingly high-grade results in the southern portion of the vanadium rich target area. Most notable is a shallow and relatively uniform zone of vanadium mineralization that is a prime candidate for initial developmental focus. Furthermore, the increased drill density in the southern portion of the deposit has revealed larger and higher-grade zones of vanadium mineralization than previously identified from Phase I drilling. The Phase II drill program sought to close-off the lateral and vertical extent of mineralization; it instead confirmed that the deposit remains open in most directions and to depth.

Preliminary Economic Assessment

With Phase II drilling completed, MDA initiated a maiden resource estimate which will form the basis for a planned Preliminary Economic Assessment ("PEA") study. In September, 2020, Victory retained Wood Canada Ltd of Vancouver, BC to identify the initial direction for mining and processing studies to produce the Preliminary Economic Assessment.

Metallurgy

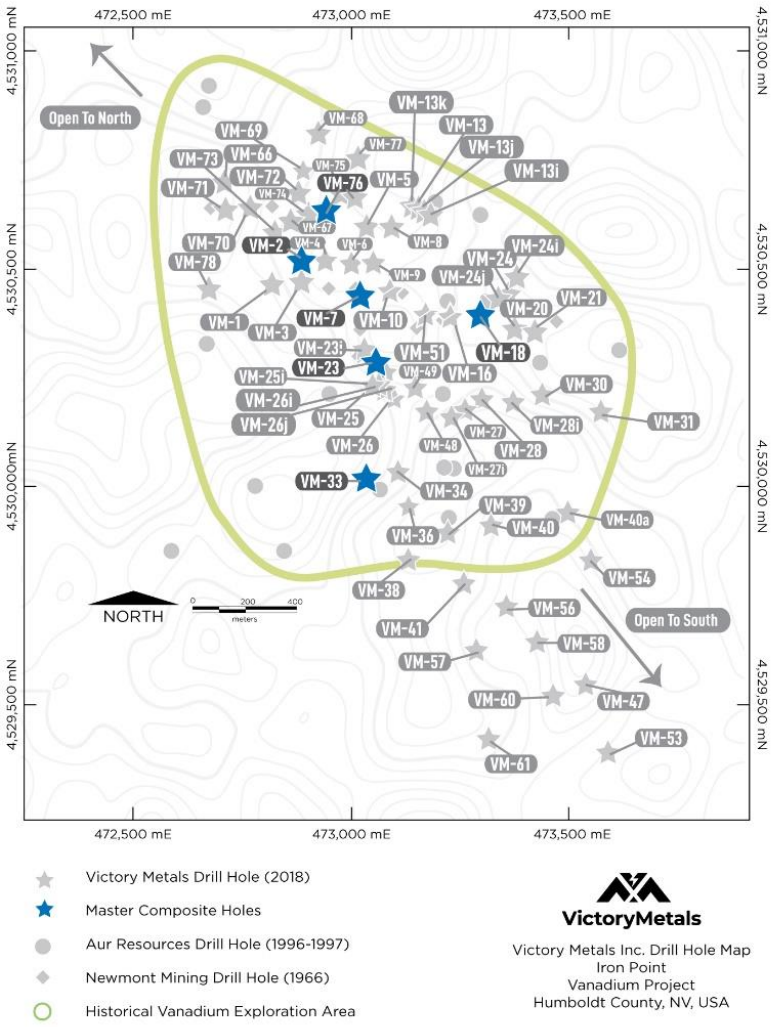
Phase I Testing

A total of 197 RC drill reject samples were delivered to McClelland Laboratories of Sparks, Nevada, for sample preparation, assaying, and compositing.

A Master Composite sample was constructed using 197 drill cuttings interval samples that best represented both the spatial and stratigraphic distribution of mineralized zones throughout the Iron Point Project as described in the table and shown in map. Specifically, the Master Composite is made up of cuttings from drill intervals ranging between a depth of 1.5 metres to 164.6 metres. Intervals incorporated into the composite had a minimum grade of 0.17% V_2O_5, a maximum grade of 1.14% V_2O_5, a median grade of 0.38% V_2O_5, and a mean (unweighted) grade of 0.34% V_2O_5 from triplicate analysis.

Table 1: RC Drill Cutting Intervals used in the Master Composite.

	Number	Range of Depth m		V_2O_5 %		
RC Hole ID	**N**	**Min**	**Max**	**Min**	**Max**	**Mean**
VM-2	36	9.1	164.6	0.21	0.79	0.45
VM-7	39	6.1	137.2	0.20	0.79	0.46
VM-18	31	4.6	65.5	0.21	0.64	0.38
VM-23	18	1.5	85.3	0.25	0.99	0.61
VM-33	44	42.7	128.0	0.21	0.71	0.35
VM-76	29	6.1	146.3	0.17	1.14	0.42



After a review of published work and some early test work on drill core samples, a Design of Experiments program (DOE) was initiated as a scoping level trial using four primary leaching factors, namely: leach temperature, slurry solids density, hydrofluoric acid dosage and sulfuric acid dosage. DOE methods are used to determine the effects of several factors at once and are statistically analyzed to determine the effects of each factors, i.e. acid dosage or temperature, also the interaction of two or more factors on the system, i.e. temperature and slurry solids density.

Owing to the number of factors, a two-level factorial design was used for the initial runs. Sixteen tests were run using different combinations of high and low values for each of the factors. All tests were run at atmospheric pressure with a leach time of eight hours. Initial factor high and low levels were selected based on similar unit operations currently used in the industry, i.e. slurry solids density 20 to 40 percent, which is common in flotation concentrate products and gold leach circuits, respectively. Owing to the atmospheric leaching process, maximum temperature considered was 90 degrees centigrade. Intermittent samples were taken at two, four, and six hours and each solution analyzed for pH, oxidation-reduction potential (ORP), and acid concentration. For each test make-up, water and reagents were added as required to maintain the DOE factor levels. At the termination of the test, samples were filtered with dried solids and leach solutions submitted for analyses. Statistical analysis of the data was done using Stat-Ease's Design Expert and SAS' JMP statistical analysis software.

Table 2: DOE Parameter Matrix with Summary Agitation Leach Test Results, Iron Point Master Composite, for each of the 16 Tests

Test ID	Factor 1 Temp., ºC	Factor 2 Density, % solids	Factor 3 HF g/L	Factor 4 H_2SO_4, g/L	Leach Time, hr	V Recovery, %	H2SO4 Consumption kg/mt
DOE-1	Lo	Lo	Hi	Lo	8	47.3	115
DOE-2	Lo	Lo	Lo	Hi	8	48.9	189
DOE-3	Lo	Hi	Lo	Lo	8	21.3	103
DOE-4	Lo	Hi	Hi	Hi	8	53.5	170
DOE-5	Lo	Lo	Lo	Lo	8	33.7	122
DOE-6	Lo	Hi	Hi	Lo	8	33.0	99
DOE-7	Lo	Hi	Lo	Hi	8	44.0	102
DOE-8	Lo	Lo	Hi	Hi	8	65.7	N/A*
DOE-9	Hi	Hi	Hi	Hi	8	90.6	142
DOE-10	Hi	Lo	Lo	Hi	8	89.0	103
DOE-11	Hi	Hi	Lo	Lo	8	41.8	118
DOE-12	Hi	Lo	Hi	Lo	8	92.8	88
DOE-13	Hi	Hi	Hi	Lo	8	66.9	127
DOE-14	Hi	Lo	Lo	Lo	8	71.5	112
DOE-15	Hi	Hi	Lo	Hi	8	75.3	127
DOE-16	Hi	Lo	Hi	Hi	8	94.3	101

**Conditions for DOE-8 are being re-run owing to anomalies with the acid balance results.*

The table shows the high and low level for each of the tests, as well as two of the primary responses, namely eight hour vanadium recovery percentage and sulfuric acid consumption. Highlighted areas correspond to the upper quartile of vanadium recovery, i.e. the top four tests. The highest vanadium recoveries are associated with some combination of higher sulfuric acid dosage and temperature. The best four combinations average 91.7% vanadium recovery with the highest recovery of 94.3% associated with a low percentage of solid solution, and higher temperature and acid dosage. The upper quartile vanadium tests show acid consumptions ranging between 88 kg/t and 142 kg/t with an average of 109 kg/t. The high temperature runs consistently outperformed the low temperature runs with respect to vanadium. Acid dosages have a lower level of impact than temperature on recovery. High solids density has a negative influence on the recovery, though not as statistically significant as temperature or sulfuric acid dosage.

Phase II Testing: Centre Point Runs

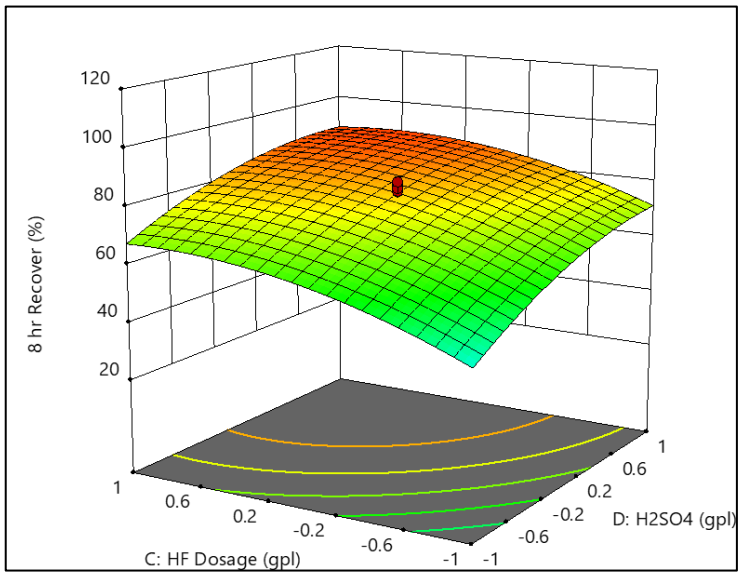
The original experimental design was augmented with additional tests to determine if the metallurgical response is linear or exhibits curvature for any of the variable. A total of four tests using the midpoint between the low and high values was used as the centre points. Summary data is presented in Table 3 and is shown graphically in Figure 4.

Table 3: DOE Centre Point Runs with Summary Agitation Leach Test Results, Iron Point Master Composite, for each of the 16 Tests

Test ID	Factor 1 Temp., ºC	Factor 2 Density, % solids	Factor 3 HF g/L	Factor 4 H_2SO_4, g/L	Leach Time, hr	V Recovery, %	H2SO4 Consumption kg/mt
DOE-17	C	C	C	C	8	80.6	76
DOE-18	C	C	C	C	8	74.6	89
DOE-19	C	C	C	C	8	83.2	86
DOE-20	C	C	C	C	8	80.9	107

Vanadium recoveries for the centre point runs ranged between 74.6% and 83.2% with an average of 79.8%. Sulfuric acid consumptions ranged between 76 kg/t and 107 kg/t with an average of 89.4 kg/t. As shown in Figure 4, curvature is evident in the leaching system being considered. The plot shows vanadium recovery versus sulfuric and hydrofluoric acid dosage at eight hours of leaching in coded values. The coded values related to the low and high levels being tested, with -1 equal to Low level, +1 equal to High level and zero equal to the centre points. The surface represents the experimental model and the red dots representing the results of the centre point runs to further define the experimental leaching model, the original DOE was augmented to a surface response experimental design and additional tests conducted.

Figure 4: Plot of DOE Centre Point Runs Vanadium Recovery vs. H2SO4 and HF Dosage Leach Test Results, Iron Point Master Composite, for each of the 4 Tests



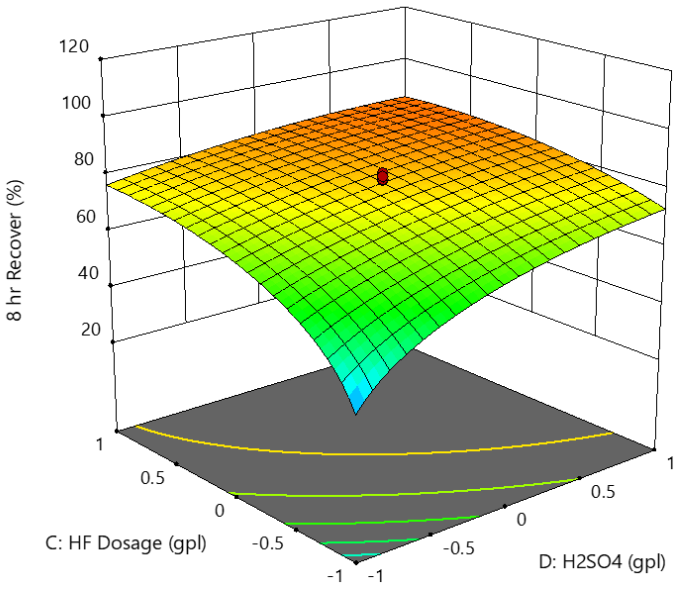
Phase III Testing: Surface Response Experimental Design.

The original DOE series with center points was augmented with 17 additional tests focusing on maximizing vanadium recovery and minimizing acid dosage. Table 4 contains the variable set points in coded values with pertinent metallurgical results. As expected during the surface response testing, there was a large range in metallurgical performance with vanadium recovery ranging between 26.2% and 91.5%. Sulfuric acid consumption ranged between 7.4 kg/t and 234.0 kg/t of ore. Figure 6 illustrates the surface response model for vanadium recovery versus acid dosage in coded values.

Table 4: Surface Response DOE with Summary Agitation Leach Test Results, Iron Point Master Composite, for each of the 17 Tests

Test ID	Factor 1 Temp., ºC	Factor 2 Density, % solids	Factor 3 HF g/L	Factor 4 H_2SO_4, g/L	Leach Time, hr	V Recovery, %	H2SO4 Consumption kg/mt
DOE-39	0.00	0.00	0.00	1.67	8	89.0	126
DOE-40	0.00	0.00	0.00	-1.33	8	40.3	144
DOE-41	-1.66	0.00	0.00	0.00	8	64.1	131
DOE-42	0.00	0.00	0.00	0.00	8	84.2	130
DOE-43	0.00	0.00	0.00	1.67	8	90.5	128
DOE-44	0.00	-1.70	0.00	0.00	8	91.5	83
DOE-45	0.00	0.00	-0.17	0.00	8	43.0	234
DOE-46	0.00	0.00	-0.17	0.00	8	48.1	194
DOE-47	-1.66	0.00	0.00	0.00	8	26.2	NA
DOE-48	0.00	-1.70	0.00	0.00	8	86.7	11
DOE-49	0.00	0.00	0.00	0.00	8	84.3	NA
DOE-50	0.00	0.00	0.00	0.00	8	85.3	9
DOE-51	0.00	2.00	0.00	0.00	8	57.3	117
DOE-52	0.33	0.00	0.00	0.00	8	83.3	100
DOE-53	0.00	2.00	0.00	0.00	8	56.3	126
DOE-54	0.00	0.00	2.00	0.00	8	87.5	7
DOE-55	0.33	0.00	0.00	1.67	8	87.3	39

Figure 6: Surface Response DOE Vanadium Recovery vs Acid Dosage Agitation Leach Test Results, Iron Point Master Composite, for each of the 17 Tests



Phase IV Testing: Model Confirmation Tests

Confirmation of the leaching model was using the Design Expert software to select factors that would maximize vanadium recovery while minimizing acid consumption. The five combinations tested to date are presented in Table 5. As shown, the model allows for maximizing vanadium recovery with a range of 88.0% to 91.5% and an average of 90.0%. Sulfuric acid consumption averaged 74.8% and ranged between 5 kg/t and 102.0 kg/t. Note that the 5 kg/t consumption for CON-1 is likely an outlier but is included in the analysis at this point.

Table 5: Model Confirmation Runs with Summary Agitation Leach Test Results, Iron Point Master Composite, for each of the 5Tests

Test ID	Factor 1 Temp., ºC	Factor 2 Density, % solids	Factor 3 HF g/L	Factor 4 H_2SO_4, g/L	Leach Time, hr	V Recovery, %	H2SO4 Consumption kg/mt
CON-1	0.022	0.000	0.000	1.667	8	89.7	5
CON-2	0.511	-0.200	0.787	-0.013	8	90.4	102
CON-3	0.511	-0.200	0.800	-0.013	8	91.5	93
CON-4	0.556	-0.300	0.987	-0.013	8	90.4	81
CON-5	0.422	-0.100	1.000	0.307	8	88.0	93

Victory retained Kemetco Research Inc. of Richmond, BC in September, 2020 to advance the metallurgical testing program initiated by McClelland Lab. The Kemetco program will pursue two objectives:

- Conduct unit operation testing and collect reuired data for the PEA carried out by Wood PLC.
- Demonstrate the conceptual flowsheet at a bench scale and produce a small sample of final V_2O_5.

The following tables summarize the capitalized costs associated with the Company's exploration and evaluation assets:

Six months ended September 30, 2020	Iron Point $	Other $	Total $
Acquisition Costs			
Balance as at March 31, 2020	988,701	-	988,701
Additions			
Land claim payments and acquisition costs	89,591	-	89,591
Balance as at September 30, 2020	1,078,292	-	1,078,292
Exploration Costs			
Balance as at March 31, 2020	6,638,315	-	6,638,315
Environmental	18,948	-	18,948
Metallurgy	92,039	-	92,039
Other	20,530	-	20,530
Balance as at September 30, 2020	6,769,832	-	6,769,832
Total Exploration and Evaluation Assets			
Balance as at September 30, 2020	7,848,124	-	7,848,124

Year ended March 31, 2020	Iron Point $	Other $	Total $
Acquisition Costs			
Balance as at March 31, 2019	855,023	16,561	871,584
Additions			
Land claim payments and acquisition costs	133,678	102,046	235,724
Disposals			
Sale of exploration and evaluation assets	-	(118,607)	(118,607)
Balance as at March 31, 2020	988,701	-	988,701
Exploration Costs			
Balance as at March 31, 2019	2,228,345	-	2,228,345
Drilling	3,298,841	-	3,298,841
Environmental	167,569	-	167,569
Exploration	125,989	-	125,989
Geochemistry	74,258	-	74,258
Geological information systems and mapping	15,537	-	15,537
Metallurgy	496,003	-	496,003
Resource estimate	100,782	-	100,782
Reclamation	8,803	-	8,803
Staking	1,797	3,992	5,789
Other	120,391	-	120,391
Sale of exploration and evaluation assets	-	(3,992)	(3,992)
Balance as at March 31, 2020	6,638,315	-	6,638,315
Total Exploration and Evaluation Assets			
Balance as at March 31, 2020	7,627,016	-	7,627,016

Overall Performance and Results of Operations

Total assets increased to $9,559,831 at September 30, 2020, from $9,401,548 at March 31, 2020, primarily as a result of an increases in exploration and evaluation assets of $221,108 partially offset by decreases in cash of $38,580 and prepaid expenses of $20,061. The most significant assets at September 30, 2020, was cash of $1,625,584 (March 31, 2020: $1,664,164) and exploration and evaluation assets of $7,848,124 (March 31, 2020: $7,627,016). Cash decreased by $38,580 during the six months ended September 30, 2020 as a result of exploration and evaluation asset expenditures of $267,990 and cash used in operating activities of $570,590, partially offset by proceeds of $800,000 received for subscriptions in advance of a non-brokered private placement financing which was completed in October 2020.

Three months ended September 30, 2020 and 2019

During the three months ended September 30, 2020, loss from operating activities decreased by $94,070 to $347,708 compared to $441,778 for the three months ended September 30, 2019. The decrease in loss from operating activities is largely due to:

- A decrease of $19,200 in consulting fees. Consulting fees were $49,800 for the three months ended September 30, 2020, compared to $69,000 for the three months ended September 30, 2019. The decrease is due to less consulting fees incurred as a result of decreased operations.

- A decrease of $19,106 in professional fees. Professional fees were $32,867 for the three months ended September 30, 2020, compared to $51,973 for the three months ended September 30, 2019. The decrease is due to lower professional fees incurred as a result of decreased operations.

- A decrease of $9,084 in office and sundry. Office and sundry was $18,222 for the three months ended September 30, 2020, compared to $27,306 for the three months ended September 30, 2019. The decrease is due to less office and sundry expenditures incurred as a result of less corporate activity.

- A decrease of $23,800 in travel. Travel expense was $Nil for the three months ended September 30, 2020, compared to $23,800 for the three months ended September 30, 2019. The decrease is due to less travel required as a result of less corporate activity and government enacted travel bans due to the COVID-19 virus.

The Company recorded loss and comprehensive loss of $349,742 or 0.00 basic and diluted loss per share for the three months ended September 30, 2020 (September 30, 2019: $434,876 or 0.00 basic and diluted loss per share).

Six months ended September 30, 2020 and 2019

During the six months ended September 30, 2020, loss from operating activities decreased by $1,113,704 to $675,229 compared to $1,788,933 for the six months ended September 30, 2019. The decrease in loss from operating activities is largely due to:

- A decrease of $527,147 in management and directors fees. Management and directors fees were $488,233 for the six months ended September 30, 2020, compared to $1,015,380 for the six months ended September 30, 2019. The decrease is due to no performance bonuses paid to key management personnel during the six months ended September 30, 2020 compared to the six months ended September 30, 2019.

- A decrease of $331,406 in share-based compensation. Share-based compensation was $Nil for the six months ended September 30, 2020, compared to $331,406 for the six months ended September 30, 2019. No stock options were granted during the six months ended September 30, 2020, compared to 560,000 fully vested stock options with a value of $331,406 granted during the six months ended September 30, 2019.

- A decrease of $45,200 in consulting fees. Consulting fees were $94,800 for the six months ended September 30, 2020, compared to $140,000 for the six months ended September 30, 2019. The decrease is due to less consulting fees incurred as a result of decreased operations.

- A decrease of $47,190 in office and sundry. Office and sundry was $35,220 for the six months ended September 30, 2020, compared to $82,410 for the six months ended September 30, 2019. The decrease is due to less office and sundry expenditures incurred as a result of less corporate activity.

- A decrease of $70,495 in travel. Travel expense was $Nil for the six months ended September 30, 2020, compared to $70,495 for the six months ended September 30, 2019. The decrease is due to less travel required as a result of less corporate activity and government enacted travel bans due to the COVID-19 virus.

The Company recorded loss and comprehensive loss of $681,546 or 0.01 basic and diluted loss per share for the six months ended September 30, 2020 (September 30, 2019: $1,782,402 or 0.02 basic and diluted loss per share).

Summary of Quarterly Results

	2020			2019				2018
	Sep. 30 $	Jun. 30 $	Mar. 31 $	Dec. 31 $	Sep. 30 $	Jun. 30 $	Mar. 31 $	Dec. 31 $
Revenues	-	-	-	-	-	-	-	-
(Loss) income and comprehensive (loss) income for the period	(349,742)	(331,804)	(360,557)	(408,638)	(434,876)	(1,347,526)	(9,487,206)	-
(Loss) earnings per Common Share Basic and Diluted[(1)(2)]	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.02)	(0.24)	N/A

(1) On January 31, 2019, the Company received approval from the TSX Venture Exchange and the Company's shareholders for the consolidation of the Company's issued and outstanding common shares on the basis of one and one half (1.5) pre-consolidation share for one (1) post-consolidation share. Comparative periods have been retroactively restated.

(2) Per share amounts are rounded to the nearest cent, therefore aggregating quarterly amounts may not reconcile to year-to-date per share amounts.

Liquidity and Capital Resources

As at September 30, 2020, the Company had cash of $1,625,584 to settle current liabilities of $164,726.

The Company does not currently have a recurring source of revenue and has historically incurred negative cash flows from operating activities. As at September 30, 2020, the Company had working capital of $1,546,981 consisting primarily of cash. Although the Company presently has sufficient financial resources to cover its existing obligations and operating costs, the Company expects to require further funding in the longer term to fund is planned programs for the next year.

Management is actively targeting sources of additional financing through alliances with financial, exploration and mining entities, or other business and financial transactions which would assure continuation of the Company's operations and exploration programs. In order for the Company to meet its liabilities as they come due and to continue its operations, the Company is solely dependent upon its ability to generate such financing. These items may cast a significant doubt on the company's ability to continue as a going concern.

The sources of funds currently available to the Company for its acquisition and exploration projects are solely due from equity financing.

The Company does not have bank debt or banking credit facilities in place as at the date of this report.

October 2020 Financings – Net Proceeds of $2,178,400

In October 2020, the Company completed a non-brokered private placement of 5,000,000 common shares at a price of $0.40 per common share for total proceeds of $2,000,000 and a non-brokered private placement of 500,000 common shares at a price of $0.40 per common share for total proceeds of $200,000. The Company intends to use these proceeds for working capital purposes to fund ongoing operations. The Company paid finder's fees of $21,600 in connection with the private placement financings.

Uses of Funds:	**Intended Use of Proceeds (Estimated) $**	**Actual Use of Proceeds $**	**Over/(Under)-Expenditure at September 30, 2020 $**
Working capital to fund ongoing operations	2,200,000	-	(2,200,000)
Total Uses	2,200,000	-	(2,200,000)

Prior Financings

October 2019 Financing – Net Proceeds of $500,000

In October 2019, the Company completed a non-brokered private placement of 746,268 common shares at a price of $0.67 per common share for total proceeds of $500,000. The Company intends to use these proceeds for working capital purposes to fund ongoing operations.

Uses of Funds:	Intended Use of Proceeds (Estimated) $	Actual Use of Proceeds $	Over/(Under)-Expenditure at September 30, 2020 $
Working capital to fund ongoing operations	500,000	500,000	-
Total Uses	500,000	500,000	-

$179,571 was used towards exploration and evaluation expenditures at the Company's Iron Point Project which included metallurgical testing. The Company has used $320,429 of the proceeds from the October 2019 financing for general and administrative expenses primarily related to consulting, executive management and directors fees of $296,566 and advertising, professional fees and transfer agent fees of $30,955.

May 2019 Financing – Net Proceeds of $3,618,000

In May 2019, the Company completed a non-brokered private placement of 5,400,000 common shares at a price of $0.67 per common share for total proceeds of $3,618,000. The Company paid finder's fees of 270,000 common shares to certain finders in connection with the private placement financing. The Company intends to use these proceeds to continue advancement towards resource definition, completion of a Preliminary Economic Assessment and Phase II drill program.

Uses of Funds:	Intended Use of Proceeds (Estimated) $	Actual Use of Proceeds $	Over/(Under)-Expenditure at September 30, 2020 $
Acquisition, exploration and evaluation	3,618,000	3,618,000	-
Total Uses	3,618,000	3,618,000	-

$3,105,687 was used towards the Company's Phase II drilling program which commenced in May of 2019 and was completed in the second quarter of fiscal year ended March 31, 2020. The Company used $512,313 of the proceeds from the May 2019 financing towards exploration and evaluation expenditures at the Company's Iron Point Project which included environmental costs and metallurgical testing.

January 2019 Financing – Net Proceeds of $5,950,000

On January 31, 2019, the Company completed a non-brokered private placement financing of 17,000,000 subscription receipts at $0.35 per subscription receipt for gross proceeds of $5,950,000. Each subscription receipt automatically converted into one common share of the Company upon completion of the acquisition of Brownstone. The Company paid finder's fees of 514,942 common shares to certain finders in connection with the private placement financing.

A comparison of the use of proceeds disclosed in the Filing Statement dated January 28, 2019, to management's current estimate of the use of proceeds is as follows:

Uses of Funds:	Intended Use of Proceeds (Estimated) $	Actual Use of Proceeds $	Over/(Under)-Expenditure at September 30, 2020 $
Costs related to the Transaction	150,000	114,748	(35,252)
Property work program	2,151,350	2,151,350	-
Property payments, acquisition and maintenance costs	218,700	218,700	-
General and administrative expenses for the first 12 months	2,148,000	2,414,672	266,672
Working capital to fund ongoing operations	1,281,950	276,517	(1,005,433)
Total Uses	5,950,000	5,175,987	(774,013)

The Company incurred $1,092,687 on the Phase I 2019 property work program for the Iron Point Project, which included Phase I reverse circulation drilling and metallurgical testing. The 2019 Phase I work program activities was completed during the Company's second quarter. $1,058,663 was used towards the Company's Phase II drilling program which commenced in May of 2019 and was completed in the second quarter of fiscal year ended March 31, 2020. The Company has used $2,414,672 of the proceeds from the January 2019 financing for general and administrative expenditures for the first 12 months primarily related to consulting, executive management and directors fees of $1,838,869 and advertising, professional fees, travel and transfer agent fees of $575,803. The Company used $276,517 of proceeds from the January 2019 financing towards exploration and evaluation expenditures of $26,356 and $250,161 towards general and administrative expenditures.

Outstanding Share Data

As at September 30, 2020, there were 91,134,068 common shares issued and outstanding. As at the date of this report, there is 96,634,068 common shares issued and outstanding.

As at September 30, 2020 and the date of this report, there were 9,030,000 stock options and no warrants outstanding.

Related Party Balances and Transactions

Key Management Personnel Compensation

During the six months ended September 30, 2020, key management personnel compensation totaled $488,233 (six months ended September 30, 2019 - $1,195,878) comprised of management fees and bonuses of $436,733 (six months ended September 30, 2019 – $955,380) paid to the Chief Financial Officer and companies controlled by the Company's Chief Executive Officer and Executive Chairman, $51,500 (six months ended September 30, 2019 – $60,000) paid to directors and share-based compensation of $Nil (six months ended September 30, 2019 - $180,498) relating to Nil (six months ended September 30, 2019 – 305,000) stock options granted to directors and officers of the Company.

Under the terms of their management agreements, certain officers of the Company are entitled to 18 months of base pay in the event of their agreements being terminated without cause.

As at September 30, 2020, $72,031 is included in accounts payable and accrued liabilities for amounts owed to the Chief Financial Officer and companies controlled by the Company's Chief Executive Officer and Executive Chairman (March 31, 2020 - $Nil).

Risks and Uncertainties

The risks and uncertainties described in this section are considered by management to be the most important in the context of the Company's business. The risks and uncertainties below are not inclusive of all the risks and uncertainties the Company may be subject to and other risks may exist. The Company is in the business of acquiring, exploring and evaluating vanadium properties. It is exposed to a number of risks and uncertainties that are common to other vanadium mining companies. The industry is capital intensive at all stages and is subject to variations in commodity prices, market sentiment, inflation and other risks.

Mining Exploration and Development

Exploration for minerals is highly speculative in nature, involves many risks and frequently is unsuccessful. There is no assurance that any exploration activities of the Company will result in the development of an economically viable mine project. The economics of developing mineral properties are affected by many factors including the cost of operations, variations in the grade of ore mined, fluctuations in metal markets, costs of mining and processing equipment, government regulations, location of the orebody and its proximity to infrastructure such as roads and power, required metallurgical processes, regulatory permit requirements, prevailing metal prices, economic and financing conditions at the relevant time.

Substantial expenditures are required to establish mineral resources and mineral reserves through drilling, to develop metallurgical processes to extract the metal from mineral resources, and in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Assuming discovery of an economic ore body, depending on the type of mining operation involved, several years may elapse from the initial phases of drilling until commercial operations are commenced and during such time the economic feasibility of production may change.

The Company has never completed a mining development project and does not generate any revenues from production. The future development of properties found to be economically feasible will require the construction and operation of mines, processing plants and related infrastructure and the Company does not have any experience in taking a mining project to production. As a result of these factors, it is difficult to evaluate the Company's prospects, and the Company's future success is more uncertain than if it had a more proven history.

The development of the Iron Point Project will include the construction and operation of mines, processing plants and related infrastructure. As a result, the Company is and will continue to be subject to all of the risks associated with establishing new mining operations, including risks relating to the availability and cost of skilled labour, mining equipment, fuel, power, materials and other supplies; the ability to obtain all necessary governmental approvals and permits; potential opposition from non-governmental organizations, environmental groups or local residents; and the availability of funds to finance construction and development activities.

Cost estimates may increase as more detailed engineering work is completed on a project. It is common for new mining operations to experience unexpected costs, problems and delays during construction, development, and mine start-up. In addition, delays in the early stages of mineral production often occur. Accordingly, the Company cannot provide assurance that its activities will result in profitable mining operations at its mineral properties.

Infrastructure

Mining, processing, development and exploration activities depend, to one degree or another, on adequate infrastructure. Reliable roads, bridges, power sources and water supply are important determinants, which effect capital and operating costs. Unusual or infrequent weather phenomena, terrorism, sabotage, community, government or other interference in the maintenance or provision of such infrastructure could adversely affect the Company's operations, financial condition and results of operations.

Risks Associated with Vanadium Markets

Vanadium is not an exchange traded commodity and is sold directly to end users. The profitability of the Company's vanadium operations will be dependent upon the market price of vanadium. Vanadium prices fluctuate widely and are affected by numerous factors beyond the control of the Company. The level of interest rates, the rate of inflation, the world supply of mineral commodities and the stability of exchange rates can all cause significant fluctuations in prices.

Such external economic factors are in turn influenced by changes in international investment patterns, monetary systems and political developments. The price of vanadium has fluctuated widely in recent years, and future price declines could cause commercial production to be impracticable, thereby having a material adverse effect on the Company's business, financial condition and result of operations.

Depending on the market price of vanadium, the Company may determine that it is not economically feasible to continue some or all of its operations or the development of some or all of its projects, as applicable, which could have an adverse impact on the Company's financial performance and results of operations. In such a circumstance, the Company may also curtail or suspend some or all of its exploration activities.

Public Health Crises such as the COVID-19 Pandemic

On March 11, 2020, the World Health Organization declared the global outbreak of a novel coronavirus identified as "COVID-19" a global pandemic. In order to combat the spread of COVID-19, governments worldwide have enacted emergency measures including travel bans, legally enforced or self-imposed quarantine periods, social distancing and business and organization closures. These measures have caused material disruptions to businesses, governments and other organizations resulting in an economic slowdown and increased volatility in national and global equity and commodity markets. Central banks and governments, including Canadian federal and provincial governments, have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID-19 outbreak is unknown at this time, as is the efficacy of any interventions.

Significant economic and social impacts have limited the Company's ability to continue its exploration and evaluation activities as intended. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operations in future periods.

Regulatory Risks

Mining activities are subject to extensive laws and regulations governing prospecting, development, production, exports, taxes, labor standards, occupational health and safety, water disposal, toxic substances, explosives, management of natural resources, environmental management and protection, mine safety, dealings with native groups, historic and cultural preservation and other matters. Compliance with such laws and regulations increases the costs of planning, designing, drilling, developing, construction, operating and closing mines and other facilities.

Failure to comply with applicable laws and regulations may result in civil or criminal fines or penalties or enforcement actions, including orders issued by regulatory or judicial authorities enjoining or curtailing operations, requiring corrective measures or other remedial actions, any of which could result in the Company incurring significant expenditures. Changes to current laws, regulations and permits governing operations and activities of mining companies, including environmental laws and regulations or more stringent enforcement thereof, could have a material adverse impact on the Company and increase costs, affect the Company's ability to expand or transfer existing operations or require the Company to abandon or delay the development of new properties.

The Company may be subject to potential legal claims based on an infringement of applicable laws or regulations which, if determined adversely to the Company, could have a material effect on the Company or its financial condition or require the Company to compensate persons suffering loss or damage as a result of any such infringement.

Permitting Risks

There can be no assurance that all licenses, permits or property rights which the Company may require for any exploration or development of mining operations will be obtainable on reasonable terms or in a timely manner, or at all, that such terms will not be adversely changed, that required extensions will be granted, or that the issuance of such licenses, permits or property rights will not be challenged by third parties. Delays in obtaining or a failure to obtain such licenses, permits or property rights or extension thereto, challenges to the issuance of such licenses, permits or property rights, whether successful or unsuccessful, changes to the terms of such licenses, permits or property rights, or a failure to comply with the terms of any such licenses, permits or property rights that the Company has obtained, could have a material adverse effect on the Company by delaying or preventing or making more expensive exploration, development and/or production.

Environmental Risks and Hazards

The Company's activities are subject to extensive federal, provincial state and local laws and regulations governing environmental protection and employee health and safety. Environmental legislation is evolving in a manner that is creating stricter standards, while enforcement, fines and penalties for non-compliance are also increasingly stringent. Compliance with environmental regulations may require significant capital outlays on behalf of the Company and may cause material changes or delays in the Company's intended activities. The cost of compliance with changes in governmental regulations has the potential to reduce the profitability of operations. Further, any failure by the Company to comply fully with all applicable laws and regulations could have significant adverse effects on the Company, including the suspension or cessation of operations.

Risks with Title to Mineral Properties

Title on mineral properties and mining rights involves certain risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the ambiguous conveyance history of many mining properties. Although the Company has, with the assistance of its legal advisors, diligently investigated and validated title to its mineral claims, there is no guarantee that the Company will not encounter challenges or loss of title to its assets. The Company does not carry title insurance.

The Company is actively engaged in the process of seeking to strengthen the certainty of its title to its mineral concessions, which are held either directly or through its equity interest in its subsidiaries.

The Company cannot give any assurance that title to properties it acquired individually or through historical share acquisitions will not be impugned and cannot guarantee that the Company will have or acquire valid title to these mining properties. Failure by the Company to retain title to properties which comprise its projects could have a material adverse effect on the Company and the value of its Common Shares.

Dependence on Iron Point Project

The Company's only material mineral property is the Iron Point Project. As a result, unless the Company acquires or develops any additional material properties or projects, any adverse developments affecting this project or the Company's rights to develop this property could materially adversely affect the Company's business, financial condition and results of operations.

Risks Associated with Potential Acquisitions

The Company may evaluate opportunities to acquire additional mining assets and businesses. These acquisitions may be material in size, may change the scale of the Company's business and may expose the Company to new geographic, political, operating, financial and geological risks. The Company's success in its acquisition activities depends on its ability to identify suitable acquisition targets, acquire them on acceptable terms and integrate their operations successfully with those of the Company. The Company may need additional capital to finance any such acquisitions.

Debt financing related to acquisition would expose the Company to the risk of leverage, while equity financing may cause existing shareholders to suffer dilution. There is a limited supply of desirable mineral lands available for claim staking, lease or other acquisition in the areas where the Company contemplates conducting exploration activities. The Company may be at a disadvantage in its efforts to acquire quality mining properties as it must compete with individuals and companies which in many cases have greater financial resources and larger technical staffs than the Company. Accordingly, there can be no assurance that the Company will be able to compete successfully for new mining properties.

Negative Operating Cash Flow

The Company is an exploration stage company and has not yet commenced commercial production on any property and, accordingly, has not generated cash flow from operations. The Company has a history of losses and there can be no assurance that it will ever be profitable. The Company expects to continue to incur losses unless and until such time as it commences profitable mining operations on its properties. The development of the properties will require the commitment of substantial financial resources. The amount and timing of expenditures will depend on a number of factors, some of which are beyond the Company's control, including the progress of ongoing exploration, studies and development, the results of consultant analysis and recommendations, the rate at which operating losses are incurred and the execution of any joint venture agreements with any strategic partners, if any. There can be no assurance that the Company will ever generate revenues from operations or that any properties the Company may hereafter acquire or obtain an interest in will generate earnings, operate profitably or provide a return on investment in the future. There can be no assurance that the Company's cost assumptions will prove to be accurate, as costs will ultimately be determined by several factors that are beyond the Company's control. The Company expects to continue to incur negative consolidated operating cash flow and losses until such time as it enters into commercial production.

Financing

Additional funding will be required to complete the proposed or future exploration and other programs on the Company's properties. There is no assurance that any such funds will be available. Failure to obtain additional financing, if required, on a timely basis, could cause the Company to reduce or delay its proposed operations. The majority of sources of funds currently available to the Company for its acquisition and exploration projects are in large portion derived from the issuance of equity.

While the Company has been successful in the past in obtaining equity financing to undertake its currently planned exploration and evaluation programs, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

Personnel and Equipment

The ability to identify, negotiate and consummate transactions that will benefit the Company is dependent upon the efforts of the Company's management team. The loss of the services of any member of management could have a material adverse effect on the Company. The Company's future drilling activities may require significant investment in additional personnel and capital equipment. Given the current level of demand for equipment and experienced personnel within the mining industry, there can be no assurance that the Company will be able to acquire the necessary resources to successfully implement its business plan. The Company is heavily dependent on its key personnel and on its ability to motivate, retain and attract highly skilled persons. If, for any reason, any one or more of such key personnel do not continue to be active in the Company's management, the Company could be adversely affected. There can be no assurance that the Company will successfully attract and retain additional qualified personnel to manage its current needs and anticipated growth. The failure to attract such qualified personnel to manage growth effectively could have a material adverse effect on the Company's business, financial condition or results of operations.

Insurance

In the course of exploration, development and production of mineral properties, certain risks, and in particular, unexpected or unusual geological operating conditions and other environmental occurrences may occur. It is not always possible to fully insure against such risks and, even where such insurance is available the Company may decide to not take out insurance against such risks. Should such liabilities arise, they could reduce or eliminate any future profitability and result in increasing costs and a decline in the value of the Company.

Currency Risk

The Company is exposed to currency risk to the extent that monetary assets and liabilities held by the Company are not denominated in Canadian dollars. The Company has not entered into any foreign currency contracts to mitigate this risk. Certain of the Company's cash, amounts receivable and accounts payable and accrued liabilities are denominated in US dollars including mineral property obligations. Therefore, the US dollar amounts are subject to fluctuation against the Canadian dollar. The Company also has transactional currency exposures. Such exposures arise from purchases in currencies other than the respective functional currencies, typically in the US dollar. The Company maintains its accounts in Canadian dollars, while the market for vanadium is principally denominated in U.S. dollars.

Litigation

The Company is subject to litigation risks. All industries, including the mining industry, are subject to legal claims, with and without merit. Defence and settlement costs can be substantial, even with respect to claims that have no merit. Due to the inherent uncertainty of the litigation process, there can be no assurance that the resolution of any particular legal proceeding will not have a material adverse effect on the Company's financial position or results of operations.

Enforcement of Civil Liabilities

Certain of the Company's directors and certain of the experts named herein reside outside of Canada and, similarly, a majority of the assets of the Company are located outside of Canada. It may not be possible for investors to effect service of process within Canada upon the directors and experts not residing in Canada. It may also not be possible to enforce against the Company and certain of its directors and experts named herein judgements obtained in Canadian courts predicated upon the civil liability provisions of applicable securities laws in Canada.

Critical Accounting Policies and Estimates

The Company prepares its financial statements in accordance with IFRS as issued by the International Accounting Standards Board ("IASB").

The preparation of the condensed consolidated interim financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates.

The condensed consolidation interim financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at year end that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to the following:

(i) Critical accounting estimates

- The valuation of share-based payments. The fair value of common share purchase options granted is determined at the issue date using the black-Scholes pricing model. The fair value of common shares issued for finders fees are based on the closing price of the transaction those fees pertain to.

- The net carrying value of each exploration and evaluation asset is reviewed regularly for conditions that suggest impairment. This review requires significant judgment. Factors considered in the assessment of asset impairment include, but are not limited to, whether there has been a significant adverse change in the legal, regulatory, accessibility, title, environmental or political factors that could affect the property's value; whether there has been an accumulation of costs significantly in excess of the amounts originally expected for the property's acquisition, development or cost of holding; and whether exploration activities produced results that are not promising such that no more work is being planned in the foreseeable future. If impairment is determined to exist, a formal estimate of the recoverable amount is performed and an impairment loss is recognized to the extent that the carrying amount exceeds the recoverable amount.

(ii) Critical accounting judgments

- Presentation of the condensed consolidated interim financial statements as a going concern which assumes that the Company will continue in operation for the foreseeable future, obtain additional financing as required, and will be able to realize its assets and discharge its liabilities in the normal course of operations as they come due.

- The analysis of the functional currency for each entity of the Company. In concluding that the Canadian dollar is the functional currency of the parent and its subsidiary company, management considered the currency that mainly influences the cost of providing goods and services in each jurisdiction in which the Company operates. As no single currency was clearly dominant the Company also considered secondary indicators including the currency in which funds from financing activities are denominated and the currency in which funds are retained.

- Management is required to assess impairment in respect to the Company's intangible mineral property interests. The triggering events are defined in IFRS 6. In making the assessment, management is required to make judgments on the status of each project and the future plans towards finding commercial reserves. Management has determined that there were no indicators of impairment as at September 30, 2020.

Financial Risk Management

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board approves and monitors the risk management processes.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company does not have financial instruments that potentially subject the Company to credit risk. Overall the Company's credit risk has not changed significantly from the prior year. The Company places its cash with financial institutions with high credit ratings, thus the credit risk is minimal.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has in place a planning and budgeting process to help determine the funds required to ensure the Company has the appropriate liquidity to meet its operating and growth objectives. The Company has historically relied on issuance of shares to fund exploration programs and may require doing so again in the future.

The Company has $164,726 in accounts payable and accrued liabilities that are due within one year of the date of the statement of financial position.

Market risk

(i) Currency risk

Financial instruments that impact the Company's net earnings or other comprehensive income due to currency fluctuation include cash accounts and accounts payable and accrued liabilities denominated in US dollars. The sensitivity of the Company's profit or loss to a change in the exchange rate between the United States dollar and the Canadian dollar at September 30, 2020 would change the company's loss by $6,660 as a result of a 10% change in the CAD dollar exchange rate relative to the US dollar.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company is not exposed to interest rate risk.

(iii) Price risk

Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company's property has exposure to predominantly vanadium. Commodity prices, especially vanadium, greatly affect the value of the Company and the potential value of its property and investments.

Capital management

The Company's objectives when managing capital are:

- To safeguard our ability to continue as a going concern in order to develop and operate our current projects;
- Pursue strategic growth initiatives; and
- To maintain a flexible capital structure which lowers the cost of capital.

In assessing our capital structure, we include in our assessment the components of equity. In order to facilitate the management of capital requirements, the Company prepares annual expenditure budgets and continuously monitors and reviews actual and forecasted cash flows. The annual and updated budgets are monitored and approved by the Board of Directors. To maintain or adjust the capital structure, the Company may, from time to time, issue new shares, issue new debt, repay debt or dispose of non-core assets. The Company's current capital resources are insufficient to carry out our exploration plans and support operations through the current operating period. The Company is dependent upon the ability to raise additional funding to meet its obligations and commitments.

The Company is not subject to any capital requirements imposed by any regulator.

There were no changes in the Company's approach to capital management during the six months ended September 30, 2020.

Off-Balance Sheet Arrangements

The Company does not utilize off-balance sheet arrangements.

Proposed Transactions

There are no proposed transactions as at the date of this report.

Management's Report on Internal Control over Financial Reporting

In connection with National Instrument 52-109 Certification of Disclosure in Issuer's Annual and Interim Filings ("NI 52-109") adopted in December 2008 by each of the securities commissions across Canada, the Chief Executive Officer and Chief Financial Officer of the Company will file a Venture Issuer Basic Certificate with respect to the financial information contained in the financial statements and respective accompanying Management's Discussion and Analysis. The Venture Issuer Basic Certification does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109.

Outlook

The Company is focused on becoming a low-cost supplier for the vanadium industry. The Company has currently completed a Phase II drilling program to define a recourse, is completing metallurgical studies to identify a cost-effective extraction process and is seeking attractive and accretive acquisitions in the vanadium sector. Victory is leveraging the extensive track record of its management team in unlocking value of the Iron Point Vanadium project.

Additional information relating to the Company is available on SEDAR at www.sedar.com.