VICTORIA GOLD CORP
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MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL RESULTS

As at and for the year ended December 31, 2022

DATED: February 22, 2023

TABLE OF CONTENTS

VICTORIA GOLD CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS

This Management's Discussion and Analysis has been prepared as at February 22, 2023 and contains certain "Forward-Looking Statements" within the meaning of the Canadian Securities laws. All statements, other than statements of historical fact, included herein, including, without limitation, statements regarding potential mineralization, mineral resources and mineral reserves, exploration results and future plans and objectives of Victoria Gold Corp. (the "Company" or "Victoria") are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements.

The following management's discussion and analysis ("MD&A") of the operating results and financial position of the Company should be read in conjunction with the accompanying audited consolidated financial statements and the notes thereto of the Company for the year ended December 31, 2022 and December 31, 2021. These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board and all amounts are expressed in Canadian dollars, unless otherwise stated.

FORWARD-LOOKING STATEMENTS

Certain of the information and statements in this MD&A are considered "forward-looking information" or "forward-looking statements" as those terms are defined under Canadian securities laws (collectively referred to as "forward-looking statements"). Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, identified by words or phrases such as "believes", "anticipates", "expects", "is expected", "scheduled", "estimates", "pending", "intends", "plans", "forecasts", "targets", or "hopes", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "will", "should" "might", "will be taken", or "occur" and similar expressions) are not statements of historical fact and may be forward-looking statements.

By their nature, forward-looking statements and information involve assumptions, inherent risks and uncertainties, many of which are difficult to predict, and are usually beyond the control of management, that could cause actual results to be materially different from those expressed by these forward-looking statements and information. Victoria believes that the expectations reflected in this forward-looking information are reasonable, but no assurance can be given that these expectations will prove to be correct. Forward-looking information should not be unduly relied upon. This information speaks only as of the date of this MD&A, and the Company will not necessarily update this information, unless required to do so by securities laws.

Victoria's actual results could differ materially from those anticipated. Management has identified the following risk factors which could have a material impact on the Company or the trading price of its shares: the impacts of the pandemic virus outbreak; the Company's community relationships; financing requirements; failure by the Company to maintain its obligations under its debt facilities; operations; production estimates; compliance with environmental laws and liability for environmental contamination; volatility in the price of gold; shortages of critical supplies; lack of availability of infrastructure; deficient or vulnerable title to mining concessions; easements and surface rights; workforce and labour relations; inherent safety hazards and the health and safety of the Company's employees and contractors; the Company's ability to obtain, maintain or renew regulatory approvals, permits and licenses; the imprecision of mineral reserve and resource estimates; key talent recruitment and retention of key personnel; volatility in the market price of the Company's shares; the potential influence of the Company's largest shareholders; measures to protect endangered species and critical habitats; the cost of non-compliance and compliance costs; exploration and development; the Company's reliance on one project; illegal mining; information systems and the potential of cyber-attacks on those systems; the adequacy of the Company's insurance; uncertainty as to reclamation and decommissioning; anti-bribery and anti-corruption laws; climate change; the potential for litigation; limits of disclosure and internal controls; security risks to the Company; its assets and its personnel; conflicts of interest; the risk that the Company will not declare dividends; and social media and the Company's reputation.

This report discloses certain information including "Total Cash Costs" and "All in Sustaining Costs" that are not part of IFRS or Canadian GAAP. This information may not be comparable to data reported by other issuers. See "Non-IFRS Performance Measures" in this MD&A for a reconciliation of this information to our financial results.

There can be no assurance that such statements will prove to be accurate, as Victoria's actual results and future events could differ materially from those anticipated in this forward-looking information as a result of the factors discussed under the heading "Risk Factors" in the AIF available at www.sedar.com.

COMPANY OVERVIEW

Victoria is a gold mining company whose flagship asset is its 100% owned Dublin Gulch property which hosts the Eagle and Olive Gold deposits as well as the Nugget, Lynx and Rex Peso targets. Dublin Gulch is situated in central Yukon, Canada, approximately 375 kilometers north of the capital city of Whitehorse. The property covers an area of approximately 555 square kilometers, is accessible by road year-round and is powered by the Yukon energy grid.

HIGHLIGHTS

Operational highlights – Fourth Quarter and Year Ended 2022

- **Mine production** was 1.6 million tonnes ("t") of ore in the quarter. Mine production for the year was 7.1 million t of ore.
- **Ore stacked** on the heap leach facility ('HLF") in the quarter was 1.4 million t at an average grade of 0.90 grams per tonne ("g/t"). Ore stacked for the year was 6.6 million t at an average grade of 0.85 g/t.
- **Gold production** was 43,741 ounces ("oz") in the quarter. Gold production for the year was 150,182 oz.

Financial highlights – Fourth Quarter and Year Ended 2022

- **Gold sold** in the quarter was 40,573 oz, at an average realized price[1] of $2,278 (US$1,678) per oz. Gold sold for the year was 139,596 oz, at an average realized price[1] of $2,306 (US$1,772) per oz.
- Recognized **revenue** was $92.3 million based on sales of 40,573 oz of gold in the quarter. Recognized revenue was $321.8 million based on sales of 139,596 oz of gold for the year.
- **Operating earnings** were $23.2 million in the quarter. Operating earnings were $79.1 million for the year.
- **Net income** was $10.5 million, or $0.16 per share on a basic basis and $0.16 per share on a diluted basis for the quarter. Net income was $35.0 million, or $0.55 per share on a basic basis and $0.54 per share on a diluted basis for the year.
- **Cash costs**[1] were $1,249 (US$920) per oz and all-in sustaining costs ("**AISC**")[1] were $1,868 (US$1,376) per oz of gold sold in the quarter. Cash costs[1] were $1,191 (US$916) per oz and AISC[1] of $1,875 (US$1,441) per oz of gold sold for the year.
- **EBITDA**[1] were $35.2 million in the quarter. EBITDA[1] were $140.4 million for the year.
- **Free cash flow**[1] deficiency was $9.2 million, or $0.14 per share[1] in the quarter. Free cash flow[1] deficiency was $53.5 million, or a deficiency of $0.83 per share[1] for the year.
- **Cash and cash equivalents** were $20.6 million at December 31, 2022 after net draw of $2.8 million against the Company's debt facilities for the year.

CORPORATE INFORMATION (since January 1, 2022)

On January 24, 2022, the Company announced that John McConnell and the Victoria Gold team were the recipient of the AME 2021 E.A. Scholz Award for excellence in mine development. The recipient of the AME 2021 E.A. Scholz Award are leaders who have made a significant contribution to the mineral exploration and development industry.

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[1] Refer to the "Non-IFRS Performance Measures" section.

On May 13, 2022, the Company announced the results of its Annual General Meeting held on May 12, 2022. All seven individuals nominated as directors were approved. The Board of Directors consists of T. Sean Harvey, Chairman, John McConnell, Michael McInnis, Christopher Hill, Letha MacLachlan Q.C, Joseph Ovsenek and Stephen Scott. Shareholders also voted in favour of appointing Ernst & Young LLP as auditor of the Company for the ensuing year. In addition, the Company announced the addition of Adam Melnyk to the senior management team as Vice President Business Development.

On October 17, 2022, the Company announced the appointment of Timothy Fisch as Vice President and General Manager for the Eagle Gold Mine.

REVIEW OF OPERATING RESULTS

		THREE MONTHS ENDED		YEARS ENDED	
		December 31, 2022	**December 31, 2021**	**December 31, 2022**	**December 31, 2021**
Operating data					
Ore mined	t	1,552,756	2,515,702	7,108,091	9,488,128
Waste mined	t	2,916,476	3,200,397	10,408,166	15,028,269
Total mined	t	4,469,232	5,716,099	17,516,257	24,516,397
Strip ratio	w:o	1.88	1.27	1.46	1.58
Mining rate	tpd	48,579	62,132	47,990	67,168
Ore stacked on pad	t	1,363,841	2,539,309	6,619,872	9,157,313
Ore stacked grade	g/t Au	0.90	0.83	0.85	0.85
Throughput (stacked)	tpd	14,824	27,601	18,137	25,089
Gold produced	oz	43,741	49,496	150,182	164,222
Gold sold	oz	40,573	49,219	139,596	158,736
Financial data (000s)					
Revenue[2]	$	92,310	110,647	321,843	356,454
Gross profit	$	22,872	49,788	87,732	150,974
Net income	$	10,464	45,661	35,040	110,368
EBITDA[1]	$	35,232	66,126	140,454	219,987
Free cash flow (deficiency)[1]	$	(9,154)	31,116	(53,531)	26,804
Cash and cash equivalents	$	20,572	31,251	20,572	31,251
Long-term debt	$	184,512	151,251	184,512	151,251
Average realized price[1]	$/oz.	2,278	2,251	2,306	2,243
Cash costs[1]	$/oz.	1,249	905	1,191	909
AISC[1]	$/oz.	1,868	1,326	1,875	1,496
Average 1 US$ → C$ exchange rates	$	1.3578	1.2603	1.3011	1.2535
Sales & Cost Metrics (US$)					
Average realized price[1]	US$/oz.	1,678	1,786	1,772	1,790
Cash costs[1]	US$/oz.	920	718	916	725
AISC[1]	US$/oz.	1,376	1,052	1,441	1,193

Strip ratio: waste to ore ("w:o")
Mining rate: tonnes per day ("tpd")
1 Refer to the "Non-IFRS Performance Measures" section.
2 Revenue includes immaterial amounts from the sale of by-product silver.

Results vs. Revised 2022 Guidance

The Company issued original 2022 Guidance for the Eagle Gold Mine on March 24, 2022, which consisted of a gold production target of 165,000-190,000 ounces and AISC[1] range of US$1,225-$1,425 per ounce. On October 4, 2022, as a result of a major failure of the overland conveyor belt which curtailed crushing, conveying and ore stacking on the heap leach pad for approximately 18 days, the Company retracted its 2022 production and cost guidance.

Operations Discussion

Gold production and sales

During the three months ended December 31, 2022, the Eagle Gold Mine produced 43,741 ounces of gold, compared to the 49,496 ounces of gold production in Q4 2021. During the year ended December 31, 2022, the Eagle Gold Mine produced 150,182 ounces of gold, compared to the 164,222 ounces of gold production for the prior year comparable period. Fourth quarter and full year 2022 production results were below expectations. Mechanical availability of the crushing and conveying circuit was lower than anticipated. The most significant reason for the lower mechanical availability was the failure of the belt on the overland conveyor late in Q3 2022 resulting in approximately 18 days of downtime and lower quarter-over-quarter and year-over-year gold production.

During the three months ended December 31, 2022, the Company sold 40,573 ounces of gold, compared to the 49,219 gold ounces sold in Q4 2021. During the year ended December 31, 2022, the Company sold 139,596 ounces of gold, compared to the 158,736 gold ounces sold in the prior year comparable period. Fourth quarter and full year 2022 gold sales results were below expectations due to the reasons mentioned in the production discussion above.

Mining

During the three months ended December 31, 2022, a total of 1.6 million tonnes of ore was mined, at a strip ratio of 1.88:1 with a total of 4.5 million tonnes of material mined. In comparison, a total of 2.5 million tonnes of ore was mined, at a strip ratio of 1.27:1 with a total of 5.7 million tonnes of material mined for the prior comparable period in 2021.

Total tonnes mined were 22% lower during the three months ended December 31, 2022. Ore tonnes mined were 39% lower due to lower ore stacking in the period, which is discussed in further detail in the Processing section herein. Waste tonnes mined were 9% lower as stripping requirements did not necessitate additional material to be mined.

During the year ended December 31, 2022, a total of 7.1 million tonnes of ore were mined, at a strip ratio of 1.46:1 with a total of 17.5 million tonnes of material mined. In comparison, a total of 9.5 million tonnes of ore were mined, at a strip ratio of 1.58:1 with a total of 24.5 million tonnes of material mined for the prior comparable period in 2021.

Total tonnes mined were 29% lower during the year ended December 31, 2022 compared with the same period in 2021. Ore tonnes mined were 26% lower which was due to foregoing stacking run of mine ("ROM") material during the year. ROM material was either stockpiled or wasted in 2022 rather than stacked on the HLF.

[1] Refer to the "Non-IFRS Performance Measures" section.

Waste tonnes mined were 31% lower year over year. Waste dump sequencing required longer waste haul distances to establish lower lifts of the Eagle Pup waste rock storage area ("WRSA") to conform with geotechnical criteria established for the WRSA design. These lifts are now largely complete and average waste haul distances in 2023 are significantly shorter which is expected to translate in to higher waste mining rates.

Processing

During the three months ended December 31, 2022, a total of 1.4 million tonnes of ore was stacked on the HLF at a throughput rate of 14.8 k tpd. A total of 2.5 million tonnes of ore was stacked on the HLF at a throughput rate of 27.6 k tpd for the prior comparable period in 2021.

Ore stacked on the HLF decreased by 46% for the three months ended December 31, 2022 largely due to the belt splice failure of the overland conveyor (see News Release data October 4, 2022) and not stacking ROM as noted above. Production was impacted for approximately 18 days while the belt was replaced. In addition to the belt splice, there was a sustained period of extreme cold temperatures (sub -50 ºC) in December. Crushing and conveying operations were curtailed for approximately six days during this period. While cold weather interruptions are anticipated, the temperatures experienced in December 2022 were more extreme than normal.

Ore stacked for the quarter had an average grade of 0.90 g/t Au, compared to 0.83 g/t Au in the prior comparable period in 2021.

During the year ended December 31, 2022, a total of 6.6 million tonnes of ore was stacked on the HLF at a throughput rate of 18.1 k tpd. A total of 9.2 million tonnes of ore was stacked on the HLF at a throughput rate of 25.1 k tpd for the prior comparable period in 2021.

Ore stacked on the pad decreased by 28% for the year ended December 31, 2022 compared with the same period in 2021. The primary reason for the reduced tonnes in 2022 was foregoing ROM hauling to the heap leach pad. As previously noted in the 2022 Q3 MD&A, the decision was made to not stack ROM material due to higher unit costs and lower gold recovery. Crushed tonnes decreased by 7% as a result of the challenges experienced in the fourth quarter highlighted above.

Ore stacked for the year ended December 31, 2022 had an average grade of 0.85 g/t Au, compared to 0.85 g/t Au in the prior comparable period in 2021.

As at December 31, 2022, the Company estimates there are 102,175 recoverable oz within mineral inventory.

Capital

The Company incurred a total of $25.0 million in capital expenditures during the three months ended December 31, 2022:

(1) sustaining capital of $11.0 million, including:
  i. construction of the water treatment facility of $3.5 million,
  ii. scheduled capital component rebuilds on mobile mining fleet of $3.2 million,
  iii. upgrades and capital component rebuilds on the material handling system of $2.2 million, and
  iv. other ongoing sustaining capital initiatives of $2.1 million;

(2) capitalized stripping activities of $15.0 million;

(3) $6.1 million spend on growth capital expenditures (growth exploration and mine expansion); and net of

(4) $7.1 million reduction to the Company's asset retirement obligation during the quarter.

The Company incurred a total of $113.0 million in capital expenditures during the year ended December 31, 2022:

(1) sustaining capital of $60.1 million including:
  i. construction of the water treatment facility of $16.9 million,
  ii. scheduled capital component rebuilds on mobile mining fleet of $15.3 million,
  iii. new conveyor along with upgrades and capital component rebuilds on material handling system of $10.3 million,
  iv. expansion to the heap leach pad of $6.6 million,
  v. final construction on the truck shop of $1.7 million, and
  vi. other ongoing sustaining capital initiatives of $9.3 million;

(2) capitalized stripping activities of $32.5 million;

(3) $26.4 million spend on growth capital expenditures (growth exploration and mine expansion); and net of

(4) $6.0 million reduction to the Company's asset retirement obligation during the year ended December 31, 2022.

2023 OUTLOOK

Outlook includes forward-looking statements which are subject to risks, uncertainties and other factors that could cause actual results to differ materially from expected results. See page 1 "FORWARD-LOOKING STATEMENTS".

Note that cost information, including AISC[1] and capital, within this MD&A are generally in Canadian currency. However, in this Outlook section, costs, including AISC[1] and capital, are in US currency to allow for ease of comparison with our peers, who often report in US currency.

Victoria's operational outlook assumes that operations will continue without any significant COVID-19 related interruptions. The Company has taken precautions to mitigate the risk of COVID-19 on operations. However, the COVID-19 pandemic and any future emergence and spread of similar pathogens could have a material adverse impact on our business, operations and operating results, financial condition, liquidity and market for our securities. Refer to the "Risk and Uncertainties" section of this MD&A.

Production at the Eagle Gold Mine for 2023 is estimated to be between 160,000 and 180,000 ounces.

The seasonality experienced in 2021 and 2022, where gold production was lower in the first half of the year compared to the last half of the year, is expected to be reduced in 2023. Seasonality is expected to diminish compared to previous years as the gold ounces in inventory, primarily on the heap leach pad, is higher at the end of 2022 and regularly scheduled maintenance periods which were previously weighted to the first quarter are expected to be reduced and spread over the year.

AISC[1] for 2023 are expected to be between US$1,350 and US$1,550 per oz of gold sold.

Sustaining capital, not including waste stripping, is estimated at C$30 million (US$23 million) for 2023. Sustaining capital during 2023 is expected to be materially lower than previous years due to the absence of major one-time infrastructure construction (water treatment plant 2022 and truck shop in 2021). Major items included in 2023 sustaining capital include mobile equipment rebuilds and fixed maintenance rebuilds.

Capitalized waste stripping is estimated at C$50 million (US$38 million) and is included in AISC[1] but is not included in the sustaining capital above. Waste stripping will be expensed or capitalized based on the actual quarterly stripping ratio versus the expected life of mine stripping ratio and may be quite variable quarter over quarter and year over year. Waste stripping in 2023 is expected to be materially higher than the life of mine average annual waste stripping. This accounting treatment for waste stripping will affect earnings and capital but will not affect AISC[1] or cash flow.

Growth capital related to Eagle Gold Mine expansion initiatives is estimated at C$15 million (US$11 million) for 2023 and includes heap leach pad expansion. In addition, growth exploration spending in 2023 is estimated to be C$10 million (US$8 million).

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[1] Refer to the "Non-IFRS Performance Measures" section.

PROPERTY INFORMATION

The Dublin Gulch property includes the Eagle Gold Deposit, the Olive Deposit, the Wolf Tungsten Deposit, the Potato Hills Trend including the Nugget, Raven, Lynx, Popeye, Rex-Peso, East Potato Hills, Eagle West, Falcon, as well as other targets. The property is located 85 km by road north of the village of Mayo in the Yukon, Canada. The property is centered on the confluence of the Haggart Creek and Dublin Gulch, at approximately 64º02′ N and 135º50′ W. The property comprises an aggregate area of approximately 555 square kilometers.

On December 4, 2019, the Company released the results of an updated National Instrument 43-101 technical report on its 100% owned Eagle Gold Mine. The technical report was prepared under the direction of JDS Energy & Mining ("JDS").

<u>Technical Report Highlights</u>

- Reserves of 3.3 million ozs Au
- Annual average production of approximately 210,000 ozs Au
- Cash Costs[(1)] per Au ounce: US$577
- All-in Sustaining Costs ("AISC")[(2)] per Au ounce: US$774
- Post tax Net Present Value @ 5% discount = $1,034 million

1. Cash Costs include: mining, processing and general & administrative costs.
2. AISC include: Cash Costs plus refining, royalties, sustaining capital, reclamation, corporate and sustaining exploration costs.
3. Non-IFRS Measures disclosure: The Company has included certain non-IFRS measures including "Cash Cost per Au ounce" and "All-in Sustaining Cost per Au ounce" in this press release which are not in accordance with International Financial Reporting Standards ("IFRS"). Cash Cost per Au ounce is equal to production costs divided by gold ounces produced. All-in Sustaining Cost per Au ounce is equal to production costs plus corporate general and administrative, sustaining exploration, royalties, refining, and sustaining capital expenditures divided by gold ounces produced. The Company believes that these measures provide investors with an alternative view to evaluate the economics of the Company. Non-IFRS measures do not have any standardized meaning prescribed under IFRS. Therefore, they may not be comparable to similar measures employed by other companies. The data is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS.

Table 1: Gold Price Sensitivity Table

Economic Sensitivities After Tax NPV @ 5% (Cdn$ Millions)											
FX	**Au Price – US$/oz**										
US$/C$	**1,000**	**1,100**	**1,200**	**1,300**	**1,400**	**1,500**	**1600**	**1,700**	**1,800**	**1,900**	**2,000**
0.90	310	454	592	725	850	974	1,098	1,222	1,345	1,468	1,592
0.85	390	539	683	817	948	1,079	1,210	1,341	1,471	1,602	1,732
0.80	479	633	779	919	1,058	1,197	1,336	1,475	1,614	1,752	1,891
0.75	576	736	886	**1,034**	1,183	1,331	1,479	1,627	1,775	1,923	2,070
0.70	685	848	1,007	1,166	1,325	1,483	1,642	1,800	1,959	2,117	2,275
0.65	804	976	1,147	1,318	1,489	1,659	1,830	2,000	2,171	2,341	2,511
0.60	939	1124	1,310	1,495	1,680	1,864	2,049	2,234	2,418	2,602	2,787

Developments since December 4, 2019, the effective date of the Technical Report

The information in this section provides a reconciliation to the Mineral Reserves and Resources of the Company since December 4, 2019 and has been reviewed and approved by Paul D. Gray, P. Geo, as the a "qualified person" for purposes of National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* ("**NI 43-101**").

Since the date of the Technical Report (defined herein), the Company has produced gold from its Eagle Mine. The Company had production of 150,182 ounces of gold in 2022 along with production from December 4, 2019 to December 31, 2021 of 287,765 ounces. There is no new material scientific or technical information that would make the disclosure of mineral resources, mineral reserves or results of the Technical Report inaccurate or misleading. The following tables indicate the gold mineral reserves as at December 31, 2022, with a comparison as at the date of the Technical Report demonstrating the depletion due to production activities at the Eagle Gold Mine.

2019 – 2022 Mineral Reserve Reconciliation

Gold Reserves – Proven and Probable

Area	Classification	Mineral Reserves as per the December 6, 2019 Technical Report			Reserves remaining as of December 31, 2022		
		Tonnes (Mt)	Grade (Au)	Contained Au (koz)	Tonnes (Mt)	Grade (Au)	Contained Au (koz)
Eagle	Proven	30	0.71	694	21	0.65	441
	Probable	118	0.63	2,366	97	0.60	1,867
	Total	**148**	**0.64**	**3,061**	**118**	**0.61**	**2,309**
Olive	Proven	2	1.02	58	2	1.02	58
	Probable	5	0.93	142	5	0.93	142
	Total	**7**	**0.95**	**200**	**7**	**0.95**	**200**
Total Gold Reserves	**Total**	**155**	**0.65**	**3,261**	**125**	**0.63**	**2,509**

Notes:

(1) A gold price of US$1,275/oz is assumed.
(2) Reserve based on original topo with no depletion from preproduction/ramp up period up to December 4, 2019.
(3) A US$:C$ exchange rate of 0.75.
(4) Cut-off grades, dilution and recovery factors are applied as per open pit mining method.
(5) Reserve reflects ore depleted as of December 31, 2022.
(6) Since the start of mining, 30M tonnes at 0.78 g/t Au for 752 Koz of gold were mined. The difference between the tonnes mined and the updated Reserve statement are the result of additional ore not captured in the Reserve model.
(7) Since the start of mining, geological contact refinement resulted in a certain amount of material, both within and an outside of the Eagle Mineral Reserve that was previously characterized as waste, to be converted to ore during mining activities.
(8) Total gold ounces may not add up due to rounding.
(9) Depletion includes all ounces extracted from the Eagle deposit, including those produced and in inventory, both in ore stockpiles and the heap leach pad.

2019 – 2022 Mineral Resource Reconciliation

Gold Resources – Measured, Indicated and Inferred

Area	Classification	Mineral Resources Contained as per the December 6, 2019 Technical Report			Resources remaining as of December 31, 2022		
		Tonnes (Mt)	Grade (Au)	Contained Au (koz)	Tonnes (Mt)	Grade (Au)	Contained Au (koz)
Eagle 0.15 g/t cut-off[(2)]	Measured	37	0.71	850	28	0.66	597
	Indicated	180	0.61	3,547	161	0.59	3,073
	Combined (M&I)	**217**	**0.63**	**4,397**	**189**	**0.60**	**3,669**
	Inferred[(8)]	22	0.52	361	21	0.52	361
Olive 0.40 g/t cut-off[(2)]	Measured	2	1.19	75	2	1.19	75
	Indicated	8	1.05	254	8	1.05	254
	Combined (M&I)	**10**	**1.08**	**329**	**10**	**1.08**	**329**
	Inferred[(8)]	7	0.89	210	7	0.89	210

Notes:

(1) CIM definitions were followed for Mineral Resources

(2) Mineral Resources are estimated at a cut-off of 0.15 g/t Au for Eagle and 0.40 g/t Au for Olive

(3) Gold price used for this estimate was US$1,700/oz

(4) High-grade caps were applied as per the text of the report

(5) Specific gravity was estimated for each block based on measurements taken from core specimens.

(6) Resources are in-pit resources as defined by pit parameters described in the text of the Technical Report.

(7) Mineral resources are not mineral reserves and do not have demonstrated economic viability. There is no certainty that all or any part of the mineral resources estimated will be converted into mineral reserves. The estimate of mineral resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues. However, there are no currently known issues that negatively impact the stated mineral resources.

(8) The inferred mineral resources have a lower level of confidence than that applying to measured and indicated mineral resources and must not be converted to mineral reserves. It is reasonably expected that the majority of inferred mineral resources could be upgraded to indicated mineral resources with continued exploration.

(9) Since the start of mining, 28M tonnes at 0.81 g/t Au for 728 Koz of gold were mined. The difference between the tonnes and ounces mined and the updated Resource statement result from the use of different cut-off grades for the Resource and mining.

(10) Resource reflects ore depleted as of December 31, 2022

(11) Total gold ounces may not add up due to rounding.

(12) Depletion includes all ounces extracted from the Eagle deposit, including those produced and in inventory, both in ore stockpiles and the heap leach pad.

EXPLORATION AND DEVELOPMENT ACTIVITIES

a) Exploration and Development Update

The Company has incurred exploration and evaluation expenditures since inception through December 31, 2022, net of property acquisitions, sales, transfers and impairments, totalling $57.2 million. During the year ended December 31, 2022, the Company incurred net exploration and evaluation expenditures totalling $16.6 million.

Comparatively, the Company had incurred exploration and evaluation expenditures since inception through December 31, 2021, net of property acquisitions, sales, transfers and impairments, totalling $49.4 million. During the year ended December 31, 2021, the Company incurred net exploration and evaluation expenditures totalling $8.3 million.

	Other property interest (Nevada)	Dublin Gulch (Yukon)	Other properties **	Total
Balance December 31, 2021	$ 12,027	$ 35,743	$ 1,583	$ 49,353
Acquisitions	-	-	6,163	6,163
Salaries and benefits	708	1,325	-	2,033
Land claims and royalties	5	27	35	67
Environmental and permitting	-	4	-	4
Drilling and indirects	1,486	7,015	24	8,525
Other exploration	731	5,264	36	6,031
Exploration and evaluation costs for the year	2,930	13,635	95	16,660
Currency translation	(557)	-	-	(557)
Deemed disposal of Lahontan property	(14,400)	-	-	(14,400)
Balance December 31, 2022	$ -	$ 49,378	$ 7,841	$ 57,219

* *Table above* expressed in 000s unless stated otherwise.

** *Other properties include interests in Donjek, Aurex, and Clear Creek in Yukon Territory.*

For the year ended December 31, 2022, the Company incurred $13.6 million in property exploration and evaluation expenditures on its Dublin Gulch, YT property. $12.2 million was spent on drilling preparations and indirects, assays and exploration support. There was $1.3 million incurred for salaries and benefits.

During the year ended December 31, 2022, the Company purchased the interest of an option consideration purchase agreement with Banyan Gold Corp. regarding claims contiguous to the Aurex property, from Alexco Resource Corp. for shares.

During the year ended December 31, 2020, the Company entered into a transaction with a third-party company, Lahontan Gold Corp. ("Lahontan") in which Victoria Gold received consideration of shares in Lahontan, which provided it with a controlling ownership position. On November 3, 2022, Lahontan issued 800,000 shares to Minquest under the Moho option agreement. As a result of the issuance, total shares outstanding of Lahontan were 93,460,501. As at December 31, 2022, the Company held 46,626,046 of the outstanding shares equating to an ownership interest in Lahontan of 49.89%. It was determined that the Company had lost control over Lahontan.

b) Recently Completed Exploration Activities

Exploration Update

On January 24, 2023, the Company provided assay results received from the 2022 Raven Proximal Program at Dublin Gulch Gold Camp.

The Raven Proximal Program consisted of 30 drillholes (8,810m) within the existing Raven Resource footprint and 14 drillholes (4,410m) collared within 100m of the Raven Resource footprint. Assays for 33 of these 44 drillholes were received. Highlighted results are presented below:

NG22-101C:
- **0.91 g/t Au over 30.9m** from surface, including:
  - **6.55 g/t Au over 2.2m** from 31.1m

NG22-106C:
- **2.18 g/t Au over 11.7m** from 83.8m, including
  - **46.20 g/t Au over 0.5m** from 83.8m

NG22-113C:
- **1.06 g/t Au over 51.2m** from 156.9m, including
  - **2.27 g/t Au over 12.3m** from 173.2m, and
  - **2.32 g/t Au over 9.4m** from 198.6m

NG22-141C:
- **1.19 g/t Au over 45.5m** from 150.5m, including
  - **2.18 g/t Au over 15.5m** from 159.5m

NG22-148C:
- **0.51 g/t Au over 257.3m** from surface, including
  - **1.61 g/t Au over 18.5m** from 23.0m, and
  - **0.88 g/t Au over 35.4m** from 159.5m, and
  - **4.24 g/t Au over 5.2m** from 258.8m

NG22-158C:
- **2.19 g/t Au over 11.2m** from 95.4; and
- **11.96 g/t Au over 2.5m** from 149.5m

On January 19, 2023, the Company provided assay results received from the 2022 Raven Distal Exploration Program at Dublin Gulch Gold Camp.

The Raven Distal Exploration Program included drilling beyond the existing Raven Deposit to test the extension of mineralization by approximately 500m strike length and over 100m in width. The majority of these assays are not expected to inform the 2023 updated Resource Estimate, but will confirm the existence of mineralization for future resource expansion.

Assays for 39 of the 46 drillholes from the Raven Distal Exploration Program were received. Highlighted results are presented below:

NG22-155C:
- **7.18 g/t over 6.**9m from 128.1m, and
- **3.59 g/t Au over 83.5m** from 213.5m, including:
  - **6.26 g/t Au over 47.0m** from 213.5m in NG22-155C, including
  - **20.24 g/t Au over 14.5m** from 246.0m in NG22-155C, including
  - **45.84 g/t Au over 5.3m** from 250.7m in NG22-155C

NG22-162C:
- **0.65 g/t Au over 105.5m** from 202.0m, including

- 8.28 g/t Au over 5.0m from 216.5m

NG22-082C:

- **1.98 g/t Au over 14.2m** from 67.0m

NG22-085C:

- **1.15 g/t Au over 25.7m** from 85.3m

On January 12, 2023, the Company provided diamond drill and surface trench assay results received to date from the 2022 Dublin Gulch exploration program for the Lynx target, one of the high priority on/near-surface gold targets within the Dublin Gulch Gold Camp. During the 2022 season, 27,215 meters ("m") of diamond drilling was completed across the Dublin Gulch claim package, inclusive of 6 drillholes for 1,971m at Lynx. In addition, 12 surface trenches totalling 936 meters were constructed and sampled as part of the ongoing evaluation of Lynx.

Highlighted assay results for 3 fully and 1 partially received Lynx exploration drillholes are presented below:

- **24.69 g/t Au over 6.5m from 170.5m** in LX22-037C**, including:
    - **63.32 g/t Au over 2.5m** from 172.0m
- **2.46 g/t Au over 27.2m** from 70.3m in LX22-040C, including:
    - **83.90 g/t Au over 0.5m** from 70.3m, and
    - **1.89 g/t Au over 7.1m** from 292.2m

Highlighted assay results for 10 Lynx exploration trenches for which assays have been received to date are presented below:

- **1.11 g/t Au over 38.0m** from 24m in TRLX22-030C
- **1.06 g/t Au over 10.0m** from 16m in TRLX22-031C
- **0.62 g/t Au over 44.0m** from 22m in TRLX22-032C

On October 31, 2022, the Company announced that it had filed a technical report prepared in accordance with 43-101 – Standards of Disclosure for Mineral Projects ("NI 43-101") on the Raven Gold Deposit, located approximately 15 kilometers ("km") east of the Eagle Gold Mine.

The October 26, 2022 technical report is titled "Technical Report on the Raven Mineral Deposit, Mayo Mining District Yukon Territory, Canada" and has an effective date of September 15, 2022.

The Initial MRE comprises a total Inferred Mineral Resource of 1,070,239 ounces of gold for the near-surface Raven Deposit.

Pit-Constrained Inferred Mineral Resources at a 0.50 g/t Au Cut-Off - Effective September 15, 2022 – Raven Deposit

Au Cut-off Grade g/t	Classification	Tonnage tonnes	Average Au Grade g/t	Au Content oz
0.50	Inferred	19,956,934	1.67	1,070,239

Notes:

1. *The effective date for the Mineral Resource is September 15, 2022.*
2. *Mineral Resources which are not Mineral Reserves do not have demonstrated economic viability. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, sociopolitical, marketing, or other relevant issues.*
3. *The CIM definitions were followed for classification of Mineral Resources. The quantity and grade of reported inferred Mineral Resources in this estimation are uncertain in nature and there has been insufficient exploration*

to define these inferred Mineral Resources as an indicated Mineral Resource and it is uncertain if further exploration will result in upgrading them to an indicated or measured Mineral Resource category.

4. *Mineral Resources are reported at a cut-off grade of 0.50 g/t Au, within a Lerchs-Grossman pit shell using a gold price of US$1,700/ounce and a US$/CAN$ exchange rate of 0.75.*

On September 7, 2022 the Company provided an update on its Eagle exploration drilling program which took place from December 2021 through May 2022. The 2022 program focused on key areas for the potential expansion of the Eagle Gold deposit to the west of the existing Eagle Gold pit. In total, 10,342 meters ("m") of diamond drilling in 23 drill holes (average depth of 450m) have added approximately 500m of mineralized strike length to the current Eagle Reserve pit boundary.

Highlights of the Eagle exploration program included:

DG22-1006C:

- **301.0m @ 0.52 g/t Au from 102.0m**
- **including: 69.5m @ 0.72 g/t Au from 244.0m**

DG22-1013C:

- **215.0m @ 0.60 g/t Au from 206.5m**
- **including 51.0m @ 0.88 g/t Au from 355.5m**

DG22-1017C:

- **72.3m @ 1.14 g/t Au from Surface**
- **including: 32.7m @ 2.24 g/t Au from 50.3m**

DG22-1023C:

- **240.3m @ 0.63 g/t Au from 254.0m**
- **including: 78.0m @ 1.29 g/t Au from 284.0m**

On March 1, 2022 the Company provided assay results from diamond drillholes received from the 2021 Lynx exploration program. Lynx is an on/near-surface gold target within the Dublin Gulch Gold Camp. During the 2021 season 11 holes for 2,706 m were drilled at Lynx combined with a suite of surface trenches, mapping and soils geochemical surveys. Highlighted assay results received from the first 6 Lynx holes included:

- **2.00 g/t Au over 32.3m in LX21-025C;**
- **1.14 g/t Au over 31.4m in LX21-026C;**
- **2.52 g/t Au over 10.2m in LX21-027C and**
- **3.42 g/t Au over 18.3m in LX21-026C.**

On February 28, 2022 the Company provided assay results received from 2021 Raven diamond drillholes. Raven is one of several priority on/near-surface gold targets within the Dublin Gulch Gold Camp and was the primary focus of 2021 Dublin Gulch exploration activities. During the 2021 season, 33 drillholes for 8,063 m were completed at Raven. Highlighted assay results from 19 Raven holes included:

- **1.25 g/t Au over 70.0 m from 245.0m in NG21-067C;**
- **1.67 g/t Au over 13.5m from 97.7m in NG21-050C;**
- **1.01 g/t Au over 21.1m from 155.8m in NG21-055C;**
- **1.74 g/t Au over 15.1m from 92.4m in NG21-061C; and**
- **1.49 g/t Au over 21.0m of from 286.7m in NG21-062C.**

On February 24, 2022 the Company reported the analytical results from the 2020/21 Eagle Deep exploration program. The program was completed in mid 2021 and comprised of 9 holes for a total of 6,103 meters of diamond drilling with 3,956 samples processed and analyzed. On average, the holes were to a depth of 800 meters.

Highlights of the 2020/21 Eagle Deep exploration program included:

DG21-993C:

- **443.6m @ 0.64 g/t Au from 24.4m**
- **including: 175.0m @ 1.22 g/t Au from 148.0m**

DG21-997C:

- **110.9m @ 0.72 g/t Au from 201.6m**
- **and: 50.0m @ 0.79 g/t Au from 394.0m**

DG21-1000C:

- **352.0m @ 0.51 g/t Au from 61.0m**
- **including: 126.0m @ 0.80 g/t Au from 278.0m**

c) Exploration Outlook

Outlook includes forward-looking statements which are subject to risks, uncertainties and other factors that could cause actual results to differ materially from expected results. See page 1 "FORWARD-LOOKING STATEMENTS".

The 2023 Exploration Program will follow up on the successful 2022 programs at the Raven and Lynx targets and will include definition and step-out exploration diamond drilling and detailed surface trenching, geochemical and geological surveys/mapping on both of these on/near-surface gold mineralized targets. In addition to these programs, a series of high priority gold, silver, tungsten and base metal mineralized targets on the Dublin Gulch claim block will be evaluated by Victoria Gold during the 2023 season.

FINANCING ACTIVITIES

The Loan Facilities, outlined below, included certain covenants which are calculated and reported each fiscal quarter. As at December 31, 2022, the Company is in compliance with all financial covenants.

Loan Facilities

Term Facility

US$100 million loan facility with the following commercial terms:

- Interest rate of SOFR plus 2.75%;
- Principal and interest are repayable in 12 equal quarterly installments which began on March 31, 2021.

As at December 31, 2022, principal of US$33.3 million was outstanding on the Term Facility. Deferred financing charges in the amount of $2.6 million are being amortized over the term using the effective interest rate method.

Subsequent to year end, on February 17, 2023, the Company amended the Term Facility, increasing the amount outstanding by US$25.0 million to a total of US$58.8 million and extended the maturity date to September 30, 2024.

Revolving Credit Facility
US$125 million loan facility with the following commercial terms:

- Interest rate of SOFR plus 2.75%;
- Accrued interest is repayable quarterly and began on March 31, 2021;
- Principal and accrued interest are due at maturity, on December 31, 2024, and may be repaid early without penalty.

As at December 31, 2022, principal of US$114.9 million was outstanding on the Revolving Credit Facility. Deferred financing charges in the amount of $2.6 million are being amortized using the full amount of the facility, including any undrawn amount, over the full term of the facility using the effective interest rate method.

Equipment Finance Facility
US$50 million facility with Caterpillar Financial Services Limited ("Cat Financial") with the following commercial terms:

- Available for drawdown against the acquisition cost of Cat mining equipment;
- Interest rates of SOFR plus 2.50-3.50%;
- 4-6 year, amortizing facility, maturing between December 31, 2022 and May 12, 2026;
- Secured by Cat mining equipment.

As at December 31, 2022, principal of US$34.2 million was outstanding on the Equipment Finance Facility. Deferred financing charges in the amount of $2.7 million are being amortized over the term using the effective interest rate method.

On February 3, 2022, the Company closed a financing for gross proceeds of $20 million, issuing 1.0 million Canadian Exploration Expense ("CEE") flow-through common shares at $20 per share. The Company intends to use the gross proceeds of the offering for continued exploration activities on the Dublin Gulch property with a focus on the Raven deposit.

SELECTED FINANCIAL INFORMATION

The following information has been extracted from the Company's audited consolidated financial statements prepared in accordance with International Financial Reporting Standards ("IFRS"), for the years ended December 31, 2022, December 31, 2021 and December 31, 2020.

Selected Information for December 31:

Expressed in 000s, except per share amounts		**December 31, 2022**		**December 31, 2021**		**December 31, 2020**
Total revenues	$	321,843	$	356,454	$	178,748
Net income	$	35,040	$	110,368	$	14,892
Earnings per share						
Basic	$	0.55	$	1.77	$	0.25
Diluted	$	0.54	$	1.68	$	0.23
Total assets	$	1,016,806	$	891,386	$	776,761
Total non-current liabilities	$	308,293	$	273,627	$	277,099

FINANCIAL RESULTS

Three Month Period ended December 31, 2022

VARIANCE ANALYSIS EXPRESSED IN 000S		THREE MONTHS ENDED December 31, 2022		December 31, 2021		VARIANCE HIGHER/ (LOWER)
Revenue	$	92,310	$	110,647	$	(18,337)
Cost of goods sold		50,591		44,547		6,044
Depreciation and depletion		18,847		16,312		2,535
Gross profit		22,872		49,788		(26,916)
Corporate general and administration		(352)		2,348		(2,700)
Operating earnings		23,224		47,440		(24,216)
Finance income		128		13		115
Finance costs		(5,270)		(3,276)		(1,994)
Foreign exchange gain		2,748		1,005		1,743
Unrealized gain (loss) on marketable securities		(184)		2,361		(2,545)
Loss on deemed disposal of subsidiary		(4,973)		-		(4,973)
Share of loss from equity-accounted investment		(225)		-		(225)
Unrealized and realized loss on derivative instruments		(3,191)		(1,432)		(1,759)
		(10,967)		(1,329)		(9,638)
Income before taxes		12,257		46,111		(33,854)
Current income and mining taxes		179		(3,708)		3,887
Deferred tax expense		(1,972)		3,258		(5,230)
Net income	$	10,464	$	45,661	$	(35,197)

Revenue

For the three months ended December 31, 2022, the Company recognized revenue of $92.3 million compared to $110.6 million for the previous year's comparable period. The decrease in revenue is attributed to a lower average realized price and a lower number of gold oz sold, partially offset by higher C$/US$ exchange rate. Revenue is net of treatment and refining charges, which were $0.3 million for the three months ended December 31, 2022. The Company sold 40,573 oz of gold at an average realized price of $2,278 (US$1,678) (see "Non-IFRS Performance Measures" section), compared to 49,219 oz at an average realized price of $2,251 (US$1,786) (see "Non-IFRS Performance Measures" section), in the fourth quarter of 2021.

Cost of goods sold

Cost of goods sold was $50.6 million for the three months ended December 31, 2022 compared to $44.5 million for the previous year's comparable period. The increase in cost of goods sold is attributed to increased costs due to inflation and change in inventory.

Depreciation and depletion

Depreciation and depletion was $18.8 million for the three months ended December 31, 2022 compared to $16.3 million for the previous year's comparable period. Assets are depreciated on a straight-line basis over their useful life, or depleted on a units-of-production basis over the reserves to which they relate.

Corporate general and administration

For the three months ended December 31, 2022, the Company had corporate general and administrative recoveries of $0.4 million compared to costs of $2.3 million for the previous year's comparable period. The decrease is primarily attributed to the deemed disposal of Lahontan (*Note 7* of the accompanying audited consolidated financial statements for the year ended December 31, 2022).

Finance costs, net

For the three months ended December 31, 2022, the Company recorded net finance costs of $5.1 million compared to net finance costs of $3.3 million for the previous year's comparable period. Finance costs are composed mostly of interest incurred on the Company's long-term debt facilities, and amortization of deferred financing charges.

Foreign exchange gain

The Company reported a gain on foreign exchange during the three month period ended December 31, 2022 of $2.7 million compared to a gain of $1.0 million in the previous year's comparable period. This is due to fluctuations in the Canadian dollar and US dollar exchange rate.

Unrealized gain (loss) on marketable securities

During the three month period ended December 31, 2022, the Company reported a loss in the fair value of marketable securities of $0.2 million compared to a gain of $2.4 million in the previous year's comparable period.

Loss on deemed disposal of subsidiary and share of loss from equity-accounted investment

For the three months ended December 31, 2022, the Company recorded a loss of $5.0 million on deemed disposal of subsidiary and a loss of $0.2 million from an equity-accounted investment compared with nil for the previous year's comparable period. This is attributed to the disposal of Lahontan (*Note 7* of the accompanying audited consolidated financial statements for the year ended December 31, 2022).

Unrealized and realized loss on derivative instruments

During the three month period ended December 31, 2022, the Company reported a loss in the fair value of derivative instruments of $3.2 million compared to a loss of $1.4 million in the previous year's comparable period. Due to the strengthening gold price, partially offset by the decrease of the US dollar, the gold forward contracts contributed a loss of $0.7 million, and gold call options contributed a $3.3 million loss. Due to a decrease in the Company's share price over the period, the common stock purchase warrants had a $1.0 million gain. The interest rate swap contributed to a $0.2 million loss.

Net income

The Company reported net income of $10.5 million (basic and diluted earnings per share of $0.16 and $0.16 respectively) for the three month period ended December 31, 2022, compared to net income of $45.7 million (basic and diluted earnings per share of $0.73 and $0.69 respectively) for the previous year's comparable period. The decrease in net income for the three month period ended December 31, 2022 is the result of a decrease in operating earnings, increase in unrealized loss on marketable securities, loss on deemed disposal of subsidiary and increase in current income and mining taxes and deferred tax expense.

For the year ended December 31, 2022

VARIANCE ANALYSIS EXPRESSED IN 000S		FOR THE YEARS ENDED December 31, 2022		December 31, 2021		VARIANCE HIGHER/ (LOWER)
Revenue	$	321,843	$	356,454	$	(34,611)
Cost of goods sold		166,444		145,529		20,915
Depreciation and depletion		67,667		59,951		7,716
Gross profit		87,732		150,974		(63,242)
Corporate general and administration		8,640		8,398		242
Operating earnings		79,092		142,576		(63,484)
Finance income		242		45		197
Finance costs		(15,090)		(13,480)		(1,610)
Foreign exchange gain (loss)		(16,159)		232		(16,391)
Unrealized gain on marketable securities		1,192		2,283		(1,091)
Loss on deemed disposal of subsidiary		(4,973)		-		(4,973)
Share of loss from equity-accounted investment		(225)		-		(225)
Unrealized and realized gain on derivative instruments		12,961		12,173		788
		(22,052)		1,253		(23,305)
Income before taxes		57,040		143,829		(86,789)
Current income and mining taxes		(1,004)		(7,968)		6,964
Deferred tax expense		(20,996)		(25,493)		4,497
Net income	$	35,040	$	110,368	$	(75,328)

Revenue

For the year ended December 31, 2022, the Company recognized revenue of $321.8 million compared to $356.5 million for the previous year's comparable period. The decrease in revenue is attributed to a lower average realized price and lower number of gold oz sold, partially offset by higher C$/US$ exchange rate. Revenue is net of treatment and refining charges, which were $0.9 million for the year ended December 31, 2022. The Company sold 139,596 oz of gold at an average realized price of $2,306 (US$1,772) (see "Non-IFRS Performance Measures" section), compared to 158,736 oz at an average realized price of $2,243 (US$1,790) (see "Non-IFRS Performance Measures" section) for the year ended December 31, 2021.

Cost of goods sold

Cost of goods sold was $166.4 million for the year ended December 31, 2022 compared to $145.5 million for the previous year's comparable period. The increase in cost of goods sold is attributed to inflation and the change in inventory.

Depreciation and depletion
Depreciation and depletion was $67.7 million for the year ended December 31, 2022 compared to $60.0 million for the previous year's comparable period. Assets are depreciated on a straight-line basis over their useful life, or depleted on a units-of-production basis over the reserves to which they relate.

Corporate general and administration
During the year ended December 31, 2022, the Company reported salaries and benefits of $3.8 million versus $3.4 million for the previous year's comparable period. Office and administrative costs are $0.6 million higher than the prior year as a result of increased usage. Share-based payments were $1.2 million lower than the previous year due to the number, value and vesting schedule of employee option issuances. Professional fees, which include legal, accounting and consulting costs are $1.3 million for the year ended December 31, 2022 versus $0.7 million for the previous year's comparable period. The higher costs are a result of increased usage.

Finance costs, net
For the year ended December 31, 2022, the Company recorded net finance costs of $14.8 million compared to net finance costs of $13.4 million for the previous year's comparable period. Finance costs are composed mostly of interest incurred on the Company's long-term debt facilities, and amortization of deferred financing charges.

Foreign exchange gain (loss)
The Company reported a loss on foreign exchange during the year ended December 31, 2022 of $16.2 million compared to a gain of $0.2 million in the previous year's comparable period. This is due to fluctuations in the Canadian dollar and US dollar exchange rate.

Unrealized gain on marketable securities
During the year ended December 31, 2022, the Company reported a gain in the fair value of marketable securities of $1.2 million compared to a gain of $2.3 million in the previous year's comparable period.

Loss on deemed disposal of subsidiary and share of loss from equity-accounted investment
For the year ended December 31, 2022, the Company recorded a loss of $5.0 million on deemed disposal of subsidiary and a loss of $0.2 million from an equity-accounted investment compared with nil for the previous year's comparable period. This is attributed to the disposal of Lahontan (*Note 7* of the accompanying audited consolidated financial statements for the year ended December 31, 2022).

Unrealized and realized gain on derivative instruments
During the year ended December 31, 2022, the Company reported a gain in the fair value of derivative instruments of $12.9 million compared to a gain of $12.2 million in the previous year. Due to the weakening gold price, partially offset by the increase of the US dollar, the gold forwards contributed a gain of $5.5 million, gold put options contributed a $0.4 million loss and gold call options contributed a $0.3 million loss. Due to a decrease in the Company's share price over the period, the common stock purchase warrants had a $9.2 million gain. The interest rate swap that was entered into during the year contributed to a $1.1 million loss.

Net income
The Company reported net income of $35.0 million (basic and diluted earnings per share of $0.55 and $0.54 respectively) for the year ended December 31, 2022, compared to a net income of $110.4 million (basic and diluted earnings per share of $1.77 and $1.68 respectively) for the previous year's comparable period. The

decrease in net income for the year ended December 31, 2022 is the result of a decrease in operating earnings, loss on deemed disposal of subsidiary and increase in foreign exchange loss, partially offset by a decrease in current income and mining taxes and deferred tax expense.

Total assets increased by $125.4 million from $891.4 million to $1,016.8 million during the period from January 1, 2022 to December 31, 2022. Current assets increased by $71.6 million (see "Liquidity and Capital Resources" herein). Property, plant and equipment increased by $44.4 million including $32.5 million in net capitalized stripping costs. Exploration and evaluation assets increased by $7.9 million due to continued exploration and evaluation expenditures. Total liabilities, primarily accounts payable and accrued liabilities, deferred tax liabilities and long-term debt increased by $74.4 million primarily due to draws from credit facilities, partially offset by a decrease in derivative instruments.

Summary of Unaudited Quarterly Results:

Expressed in 000s, except per share amounts	**December 31, 2022**	**September 30, 2022**	**June 30, 2022**	**March 31, 2022**
Total Revenues	$ 92,310	$ 100,698	$ 69,381	$ 59,454
Net income (loss)	$ 10,464	$ (8,594)	$ 17,124	$ 16,047
Basic earnings (loss) per share	$ 0.16	$ (0.13)	$ 0.27	$ 0.25
Diluted earnings (loss) per share	$ 0.16	$ (0.13)	$ 0.25	$ 0.24
Expressed in 000s, except per share amounts	**December 31, 2021**	**September 30, 2021**	**June 30, 2021**	**March 31, 2021**
Total Revenues	$ 110,647	$ 119,548	$ 63,509	$ 62,749
Net income	$ 45,661	$ 31,615	$ 1,292	$ 31,801
Basic earnings per share	$ 0.73	$ 0.51	$ 0.02	$ 0.51
Diluted earnings per share	$ 0.69	$ 0.48	$ 0.02	$ 0.48

LIQUIDITY AND CAPITAL RESOURCES

At December 31, 2022, the Company had cash and cash equivalents of $20.6 million (December 31, 2021 - $31.3 million) and a working capital surplus of $94.7 million (December 31, 2021 – $62.8 million surplus). The decrease in cash and cash equivalents of $10.7 million over the year ended December 31, 2021, was due to operating activities ($84.3 million increase in cash) primarily from operating cash flow before working capital adjustments and financing activities ($31.3 million increase in cash) from shares issued for cash and draws made on credit facilities and long-term debt. This is offset by investing activities ($126.3 million decrease in cash) primarily from capital expenditures incurred at the Eagle Gold Mine.

The following table details the Company's expected remaining contractual cash flow requirements for its financial liabilities based on repayment or maturity periods as of December 31, 2022. The amounts presented are based on the contractual undiscounted cash flows, these balances may not agree with the carrying amounts on the consolidated statements of financial position:

Expressed in 000s unless stated otherwise	< 1 YEAR		1 - 3 YEARS		3 - 5 YEARS		MORE THAN 5 YEARS		TOTAL
Non-derivatives:									
Accounts payable and accrued liabilities	$	89,554	$	-	$	-	$	-	$ 89,554
Lease liability		716		1,253		1,044		632	3,645
Debt		61,736		180,093		5,621		-	247,450
Total	**$**	**152,006**	**$**	**181,346**	**$**	**6,665**	**$**	**632**	**$ 340,649**
Derivatives:									
Derivative instruments		11,202		-		-		-	11,202
Total	**$**	**11,202**	**$**	**-**	**$**	**-**	**$**	**-**	**$ 11,202**

The Company's future is currently dependent upon the existence and successful processing of economically recoverable mineral reserves to generate sufficient positive cashflows from operations to continue to fund the repayment of current debt which is $62.5 million for the period January 1, 2023 to December 31, 2023. The Company periodically seeks financing to continue the exploration and evaluation of its exploration and evaluation assets, and to meet its future administrative requirements. Although the Company has been successful in raising funds to date, there can be no assurances that the steps management is taking, and will continue to take, will be successful in future reporting periods.

The Company is in the process of advancing certain mineral properties and the recoverability of the amounts shown for mineral properties and related deferred costs is dependent upon the ability of the Company to obtain the necessary financing to complete the development and/or upon future profitable production or proceeds from disposition of the mineral properties. The amounts shown as mineral property costs represent incurred costs to date and do not necessarily represent future values.

The Company holds the predominant amount of its cash in chequing and investment accounts at a major Canadian bank. The investment accounts predominantly invest in Government of Canada treasury bills.

OPERATING ACTIVITIES

During the year ended December 31, 2022, operating activities, including non-cash working capital changes, provided funding of $84.3 million ($132.1 million for the year ended December 31, 2021). The year over year decrease in cash flows from operating activities is primarily due to decrease in net adjusted operating results as a result of lower gold production and higher costs.

RELATED PARTY TRANSACTIONS

Related parties include key management personnel, the Board of Directors, close family members and enterprises which are controlled by these individuals as well as certain persons performing similar functions.

The remuneration of directors and key management of the Company for the year ended December 31, 2022 and December 31, 2021 were as follows:

	December 31, 2022		December 31, 2021
Salaries and other short term employment benefits (000s)	**$ 3,897**	$	3,361
Share-based compensation (000s)	**$ 345**	$	2,665

OUTSTANDING SHARE DATA

The authorized capital of the Company consists of an unlimited number of common shares without par value. As of February 21, 2023, the number of issued common shares was 64,522,683 (67,662,344 on a fully diluted basis).

As at February 21, 2023, there were 1,519,495 director, employee and consultant stock options outstanding with an exercise price ranging from $8.05 to $12.10 per share and expiring between March 3, 2023 and January 27, 2028. This represents approximately 1.8% of the issued and outstanding common shares. As at February 21, 2023, there were 458,800 restricted share units and 134,000 deferred shares units outstanding issued to directors, officers and employees of the Company. As at February 21, 2023, there were 1,666,667 warrants outstanding with an exercise price of $9.375 per share and an expiration date of April 13, 2023.

RISK AND UNCERTAINTIES

Operation, exploration and acquisition of mineral properties involves a number of risks and uncertainties, many of which are beyond the Company's control. In addition to the risks noted above, risks related to Financial Instruments as set forth in this MD&A and those risk factors described in the Company's audited MD&A for the year ended December 31, 2022 and Annual Information Form "AIF" dated March 24, 2022 which is available on SEDAR, special consideration should be given when evaluating trends, risk and uncertainties relating to the Company's business. Other factors may arise that are not currently foreseen by management of the Company that may present additional risks in the future. Current and prospective security holders of Victoria should carefully consider these risk factors

International Conflict
On February 24, 2022, Russia commenced a military invasion of Ukraine. In response, many jurisdictions have imposed strict economic sanctions against Russia and its interests, including Canada, the United States, the European Union, the United Kingdom, and others. While we do not have any operations in Ukraine or Russia, our business may be impacted by the ongoing conflict between Russia and Ukraine and the related economic sanctions. The conflict and economic sanctions may also give rise to additional indirect impacts, including increased fuel prices, supply chain challenges, logistics and transport disruptions and heightened cybersecurity disruptions and threats. Increased fuel prices and ongoing volatility of such prices may have adverse impacts on our costs of doing business.

Coronavirus ("COVID-19")
The Company's business, operations and financial condition could be materially and adversely affected by the outbreak of epidemics or pandemics or other health crises, including the recent COVID-19 pandemic. To date, there have been a large number of temporary business closures, quarantines and a general reduction in consumer activity in a number of countries including Canada, where the Company operates. COVID-19 has caused various levels of governments to impose travel, gathering and other public health restrictions. While these restrictions are expected to be temporary and some have already been removed, the duration of the various disruptions to businesses locally and internationally and the related financial impact cannot be reasonably estimated at this time. Such public health crises can result in volatility and

disruptions in the supply and demand for gold and other metals and minerals, global supply chains and financial markets, as well as declining trade and market sentiment and reduced mobility of people, all of which could affect commodity prices, interest rates, credit ratings, credit risk, share prices and inflation.

The risks to the Company of such public health crises also include risks to employee health and safety, shortages of employees, unavailability of contractors and subcontractors, a slowdown or temporary suspension of operations in geographic locations impacted by an outbreak, increased labor and fuel costs, regulatory changes, political or economic instabilities or civil unrest. At this point, the full extent to which COVID-19 will or may impact the Company is uncertain and these factors are beyond the Company's control; however, it is possible that COVID-19 and its related impacts may impact the Company's operating and exploration activities and ability to service its debt obligations or obtain financial resources, and over a longer term may have a material adverse effect on the Company's business, results of operations and financial condition.

The Company continues to monitor its ability to access refining operations run by third parties, whom could be subject to any of their own operational restrictions. The Company has implemented various measures to help protect its employees, contractors and communities. To date, the Company's Eagle Mine continues to operate and mining operations have been deemed an essential service in the Yukon. The Company has and continues to engage in discussions with Yukon government and local First Nations, to adjust to the dynamic conditions.

Mineral reserve and resource estimates

Mineral reserve and resource figures are estimates, and there is a risk that any of the mineral resources and mineral reserves identified at the Eagle Gold Mine will not be realized. In addition, the quantity of mineral resources and mineral reserves may vary depending on, among other things, precious metal prices. Any material change in quantity of mineral resources, mineral reserves or percent extraction of those mineral reserves recoverable by open pit mining techniques may affect the economic viability of any project undertaken by the Company. In addition, there is a risk that metal recoveries during production do not reach anticipated rates.

Mineral resources that are not mineral reserves do not have demonstrated economic viability, and there is a risk that they will never be mined or processed profitably.

Dependence on single project

The only material property interest of the Company is the Eagle Gold Mine. Unless the Company acquires additional property interests or advances its other exploration properties, any adverse developments affecting the Eagle Gold Mine could have a material adverse effect upon the Company and would materially and adversely affect the profitability, financial performance and results of operations of the Company. While the Company may seek to develop and acquire additional mineral properties that are consistent with its business objectives, there can be no assurance that the Company will be able to identify suitable additional mineral properties or, if it does identify suitable properties, that it will have sufficient financial resources to acquire such properties or that such properties will be available on terms acceptable to the Company or at all.

Exploration and mining risks

The business of exploration for minerals and mining involves a high degree of risk. Few properties that are explored are ultimately developed into producing mines.

Financial capability and additional financing
The Company has limited financial resources and has no assurance that additional funding will be available to it for further exploration and evaluation, including construction, of its projects. Although the Company has been successful in the past in financing its activities through the sale of equity securities and drawing on debt facilities, there can be no assurance that it will be able to obtain sufficient financing in the future to execute its business plan.

Fluctuating prices
Factors beyond the control of Victoria may affect (i) the ability of Victoria to raise additional capital and (ii) the marketability of any gold or any other minerals discovered. Among such factors is the prevailing price for natural resources, including gold, which prices may fluctuate widely and which are affected by numerous considerations beyond Victoria's control. The effect of these factors cannot accurately be predicted.

Dependence on key personnel
Many of Victoria's personnel are specialized, highly skilled and experienced. The Company's current operations and future exploration and development success will depend to a significant extent on its ability to attract and retain qualified personnel. While Victoria has not experienced any significant difficulties to date in attracting and retaining personnel, there can be no assurance that this will continue. The loss of key personnel could have a material adverse effect on the Company's operations and business prospects. In addition, Victoria's ability to keep essential operating staff in place may also be challenged as a result of potential COVID-19 outbreaks or quarantines.

Health and safety
Exploration and mining operations represent inherent safety hazards and maintaining the health and safety of the Company's employees and contractors is of paramount importance to the Company. Health and safety hazard assessments are carried out regularly throughout the lifecycle of the Company's activities, and robust policies, procedures and controls are in place. Significant potential risks include, but are not limited to, fires, rock blasting accidents, vehicle accidents, fall from heights, and contact with energized sources. Any incident resulting in serious injury or death could result in litigation and/or regulatory action (including, but not limited to suspension of operations and/or development activities and/or fines and penalties), or otherwise adversely affect the Company's reputation and ability to meet its objectives.

Government regulations and permitting
Victoria's exploration, development and operations activities are subject to laws and regulations governing health and worker safety, employment standards, waste disposal, protection of the environment, mine development and protection of endangered and protected species, treatment of indigenous peoples and other matters. Each jurisdiction in which Victoria has properties regulates mining and mineral exploration activities. It is possible that future changes in applicable laws, regulations, agreements or changes in their enforcement or regulatory interpretation could result in changes in legal requirements or in the terms and conditions of existing permits and agreements applicable to Victoria or its properties, which could have a material and adverse effect on Victoria's current exploration, development and operations activities. Where required, obtaining necessary permits can be a complex, time-consuming process and Victoria cannot provide assurance whether any necessary permits will be obtainable on acceptable terms, in a timely manner, or at all. The costs and delays associated with obtaining necessary permits and complying with these permits and applicable laws and regulations could stop or materially delay or restrict Victoria from proceeding with the development of an exploration project or the operation or further development of a mine. Any failure to comply with applicable laws and regulations or permits, even if inadvertent, could result

in interruption or closure of exploration, development or mining operations or material fines, penalties or other liabilities.

Title

The acquisition of title to mineral properties is a very detailed and time consuming process. Title to, and the area of, mineral concessions and claims may be disputed. While Victoria believes it has diligently investigated title to the mineral concessions and claims underlying its properties, Victoria cannot guarantee that title to any such properties will not be challenged, or that title to such properties will not be affected by an unknown title defect. Victoria has not surveyed the boundaries of all of its mineral properties and consequently the boundaries of the properties may be disputed.

Estimates contained in production and cost guidance may not be achieved

Victoria utilizes certain assumptions for it's estimates of future production, cash costs and capital costs for operations. Despite the Company's best efforts to budget and estimate such costs, many unforeseen factors can impact the Company's future production and total cash costs of production, such as the cost of inputs used in mining and processing operations, including the cost of fuel, energy, consumables, labour and equipment; regulatory factors; grades and recoveries; royalties and taxes; Canadian dollar to U.S. dollar foreign exchange rates; adverse climatic conditions and natural phenomena; and industrial accidents can impact the accuracy of these projections. No assurance can be given that such estimates will be achieved. Many other factors may result in our failure to achieve our production estimates or materially increase our costs, either of which would have an adverse impact on our future cash flows, results of operations, and financial condition.

Reclamation obligations

There can be no assurance that closure estimates prove to be accurate. The amounts recorded for reclamation costs are estimates unique to a property based on estimates provided by the Company's assessment of the anticipated timing of future reclamation and remediation work required to comply with existing laws and regulations. Actual costs incurred in future periods could differ from amounts estimated. Additionally, future changes to environmental laws and regulations could affect the extent of reclamation and remediation work required to be performed by the Company. Any such changes in future costs could materially impact the amounts charged to operations for reclamation and remediation.

Operations

Victoria's operations are subject to operational risks and hazards inherent in the mineral exploitation, extraction and production industry, including, but not limited to:

- variations in grade
- deposit size
- geological problems, including earthquakes and other Acts of God
- density and other geological problems
- unusual or unexpected mineralogy or rock formations
- ground or slope failures
- unanticipated ground and water conditions
- hydrological conditions
- flooding or fires
- heap leach pad breaches or failures
- availability or interruption of power supply
- variation in recoveries, metallurgical and other processing challenges
- mechanical equipment performance problems

- periodic interruptions due to inclement or hazardous weather conditions or operating conditions and other force majeure events
- lower than expected ore grades or recovery rates
- accidents
- drill rig shortages
- the unavailability of materials and equipment including fuel
- labour force disruptions, including the ability to keep essential operational staff in place as a result of COVID-19
- unanticipated transportation costs and shipment delays
- delays in receipt of, or failure to receive, necessary government permits
- the results of litigation, including appeals of agency decisions
- unanticipated regulatory changes
- global financial conditions, including market reaction to COVID-19
- unanticipated or significant changes in the costs of supplies including, but not limited to, petroleum and labour
- the failure of equipment or processes to operate in accordance with specifications or expectations
- climate change impacts
- risks related to the COVID-19 outbreak

These risks could result in damage to, or destruction of, our mine, crushing and processing facilities, resulting in partial or complete shutdowns, personal injury or death, environmental or other damage to our properties or the properties of others, delays in mining, reduced production, monetary losses and potential legal liability. Processing operations are subject to hazards, such as equipment failure or failure of retaining dams that may result in personal injury or death, environmental pollution and consequential liabilities.

Should any of these risks and hazards affect any of Victoria's exploration and operation activities, it may cause delays or a complete stoppage in Victoria's exploration or operation activities, which would have a material and adverse effect on the business of Victoria.

Information systems and cyber security
The Company's operations depend on information technology (IT) systems. These IT systems could be subject to network disruptions caused by a variety of sources, including computer viruses, security breaches and cyber-attacks. The Company's operations also depend on the timely maintenance, upgrade and replacement of networks, equipment, IT systems and software, as well as pre-emptive expenses to mitigate the risks of failures. Any of these and other events could result in IT system failures, delays and/or increase in capital expenses. The failure of IT systems or a component of information systems could, depending on the nature of any such failure, adversely impact the Company's reputation and results of operations.

Although to date the Company has not experienced any material losses relating to cyber-attacks or other information security breaches, there can be no assurance that the Company will not incur such losses in the future. The Company's risk and exposure to these matters cannot be fully mitigated because of, among other things, the evolving nature of these threats. As a result, cyber security and the continued development and enhancement of controls, processes and practices designed to protect systems, computers, software, data and networks from attack, damage or unauthorized access remain a priority.

Litigation risks
All industries, including the mining industry, are subject to legal claims, with and without merit. The Company may become involved in legal disputes in the future. 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 solution of any particular legal proceeding will not have a material adverse effect on the Company's financial position or results of operations.

Share price fluctuation

Securities markets have experienced a high degree of price and volume volatility, and the market price of securities of many companies have experienced wide fluctuations which have not necessarily been related to their operating performance, underlying asset values or prospects. There can be no assurance that these kinds of share price fluctuations or lack of liquidity will not occur in the future, and if they do occur, the Company does not know how severe the impact may be on Victoria's ability to raise additional funds through equity issues. If the Company is unable to generate such revenues or obtain such additional financing, any investment in Victoria may be materially diminished in value or lost.

Limited operating history and uncertainty of future revenues

Victoria has a limited operating history and it is therefore difficult to evaluate Victoria's business and future prospects. The future success of Victoria is dependent on the Company's ability to implement its strategy. While the Victoria leadership team is optimistic about the Company's prospects, there is no certainty that anticipated outcomes and sustainable revenue streams will be achieved. Victoria faces risks regarding its future growth and prospects will depend on its ability to manage growth and to continue to expand and improve operational, financial and management information and quality control systems on a timely basis, while at the same time maintaining effective cost controls. Any failure to expand and improve operational, financial and management information and quality control systems in line with Victoria's growth could have a material adverse effect on the Company's business, financial condition and results of operations.

Competition

Victoria faces strong competition from other mining companies in connection with the identification and acquisition of properties producing, or capable of producing, precious metals. Many of these companies have greater financial resources, operational experience and technical capabilities than the Company. As a result of this competition, the Company may be unable to identify, maintain or acquire attractive mining properties on acceptable terms or at all. Consequently, the Company's future prospects, revenues, operations and financial condition could be materially adversely affected.

Fair value of financial instruments

The carrying values for primary financial instruments, including cash and cash equivalents, accounts receivable, and accounts payable and accrued liabilities, approximate fair values due to their short-term maturities.

Risk exposure is summarized as follows:

(a) Credit risk

Certain of the Company's financial assets are exposed to a degree of credit risk. The Company endeavours to mitigate credit risk by holding its cash and cash equivalents as cash deposits and short-term government treasury funds with major commercial banks.

Credit risk relating to accounts receivable and restricted cash arises from the possibility that any counterparty to an instrument fails to perform. The Company's accounts receivables include GST, HST and trade receivables. Restricted cash is comprised of reclamation bonds. Reclamation bonds reflect non-interest bearing cash deposits held with governmental agencies representing the Yukon. The Company does not feel there is significant counterparty risk that could have an impact on the fair value of cash and cash equivalents, restricted cash and receivables. The maximum exposure is limited to amounts of cash and cash equivalents, restricted cash and receivables on the statement of financial position.

(b) 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 manages liquidity risk through the management of its capital structure and financial leverage. Accounts payables and accrued liabilities are due within the current operating period, from January 1, 2023 through March 31, 2023.

(c) Market risk

I. Interest rate risk

Interest rate risk is the impact that changes in interest rates could have on the Company's investments and liabilities. The Company's cash balances are not subject to significant interest rate risk as balances are current. The Credit Facilities are subject to a variable SOFR rate. Significant changes in the SOFR rate could have a significant impact on the Company's loans payable balance in the consolidated statements of financial position and interest expense on debt facilities in the consolidated statements of income and comprehensive income. The Company has in the past and may in the future, undertake interest rate hedging activities (*Note 12* of the accompanying audited consolidated financial statements for the year ended December 31, 2022) under the Company's hedging policy. On July 31, 2022, the Company entered into an interest rate swap with a fixed SOFR interest rate of 3.18% for a nominal amount of US$50.0 million.

The Company does not consider its interest rate risk exposure to be significant as at December 31, 2022 with respect to its cash and cash equivalents.

II. Foreign currency risk

The Company has debt facilities in US dollars. The Company funds certain expenditures in US dollars. This gives rise to a risk that its US dollar expenditures and US dollar cash holdings may be adversely impacted by fluctuations in foreign exchange. The Company does not currently undertake currency hedging activities.

III. Price risk

The Company's financial assets and liabilities are exposed to price risk with respect to commodity prices and prices of the Company's equity investments. The price risk on equity investments is limited due to the nature and low balance of the Company's holdings. Commodity price risk refers to the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company has in the past and may in the future, undertake commodity price hedging activities (*Note 12* of the accompanying audited consolidated financial statements for the year ended December 31, 2022) under the Company's hedging policy.

There has been no significant change in the risk factors affecting the Company on a period over period basis.

Where prudent, the Company uses insurance, derivative instruments and other methods to mitigate risks.

Sensitivity Analysis:

The following table summarizes the sensitivity of the Company's cash, cash equivalents and restricted cash to changes in interest rates and foreign exchange rates over the year ended December 31, 2022.

EXPRESSED IN 000S	CARRYING AMOUNT	INTEREST RATE CHANGE(1)		FOREIGN CURRENCY CHANGE(2)	
		+ 1%	**- 1%**	**+ 10%**	**- 10%**
Cash & cash equivalents (Cdn$)					
Cash - Cdn$ denominated	10,052	101	(101)	-	-
Cash - US$ denominated	10,520	105	(105)	1,052	(1,052)
Total cash & cash equivalents	20,572	206	(206)	1,052	(1,052)
Reclamation bonds - Cdn$ denominated (interest bearing)	185	2	(2)	-	-
Total amount or impact - cash and deposits	**20,757**	**208**	**(208)**	**1,052**	**(1,052)**
Total debt – US$ denominated	**246,989**	**(2,099)**	**2,099**	**(24,699)**	**24,699**
Total impact – cash, deposits and debt		**(1,891)**	**1,891**	**(23,647)**	**23,647**

1) Interest earned on the Company's interest bearing cash accounts, treasury funds and certificates of deposit is at prevailing rates that fluctuate with changes in banking interest rates and Government t-bill rates. Interest expense on the Company's interest bearing debt is at prevailing rates that fluctuate with changes in banking interest rates. Management believes that a plus or minus 1% annual change in rates is a reasonable estimate of variability over a twelve month period.

2) The Company's US dollar cash balance and US dollar debt balances are subject to foreign exchange risk. Management has shown a sensitivity analysis of a plus or minus change of 10%.

CONTRACTUAL COMMITMENTS

The Company has no contractual commitments, other than leases of offices and equipment entered into in the normal course of business (*Note 10* of the accompanying audited consolidated financial statements for the year ended December 31, 2022). All mineral property agreement commitments are at the option of the Company and the Company can terminate the agreements prior to being required to make payments on the properties.

FOREIGN CURRENCY TRANSLATION

The Company's operations are entirely in Canada and the functional currency is considered to be the Canadian dollar. The presentation currency of the Company is CAD. The Company's Canadian operations have debt denominated in USD which is subject to fluctuations in the exchange rates (USD/CAD). There is a natural off-set with the USD denominated gold sales the Company earns. Accordingly, fluctuations in the exchange rates (USD/CAD) may impact the consolidated results of operations and the consolidated reported net assets. The effect of changes in currency fluctuations from the functional currency to the presentation currency on the operations' net assets is recorded in the Company's shareholders' equity as a cumulative translation adjustment.

OFF-BALANCE SHEET TRANSACTIONS

During the most recent twelve months ended December 31, 2022, and up to the date of this report, the Company had no off-balance sheet transactions.

CRITICAL ACCOUNTING ESTIMATES AND ACCOUNTING CHANGES

The Company's audited consolidated financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. The significant accounting policies applied and recent accounting pronouncements are described in (*Note 3*) of the Company's consolidated financial statements for the year ended December 31, 2022.

The preparation of these audited consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. The audited consolidated financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the audited consolidated 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 the revision affects both current and future periods.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the balance sheet date, 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, but are not limited to, the following:

Asset Retirement Obligation (ARO)

The determination of provisions for environmental rehabilitation and reclamation obligations arising from the Company's evaluation and exploration activities requires the use of estimates and management judgment. Future reclamation costs in relation to changes in estimates are accrued based on management's best estimate at the end of each period of the discounted cash costs expected to be incurred. Accounting for reclamation obligations requires management to make estimates of the future costs the Company will incur to complete the reclamation work required to comply with existing laws and regulations. These estimates are dependent upon labor and materials costs, known environmental impacts, the effectiveness of rehabilitation measures, inflation rates, and pre-tax interest rates that reflect a current market assessment of time value for money and the risk specific to the obligation. The Company also estimates the timing of the outlays, which is subject to change depending on continued exploitation and newly discovered mineral resources.

Actual reclamation costs incurred may differ from those amounts estimated by management. Moreover, future changes to environmental laws and regulations could increase the extent of reclamation work required to be performed by the Company, therefore increasing future costs.

Inventory valuation

All inventory is valued at the lower of average costs or net realizable value. Management is required to make various estimates and assumptions to determine the value of stockpiled ore, in-process inventory and finished goods inventory. The estimates and assumptions included surveyed quantities of stockpiled ore, in-process volumes, contained metal content, recoverable metal content, costs to recover saleable metal and metal prices. Changes in these estimates can result in changes to the carrying amounts of inventories and mine operating costs in future periods.

Mineral reserves and resources
Determining mineral reserves and resources is a complex process involving numerous variables and is based on a professional evaluation using accepted international standards for the assessment of mineral reserves. Estimation is a subjective process, and the accuracy of such estimates is a function of the quantity and quality of available data, the assumptions made and judgement used in engineering and geological interpretation. Mineral reserve estimation may vary as a result of changes in the price of gold and silver, production costs, and with additional knowledge of the ore deposits and mining conditions.

Differences between management's assumptions including economic assumptions such as metal prices and market conditions could have a material effect in the future on the Company's results and financial position, particularly a change in the rate of depreciation and depletion of the related mining asset.

Income taxes and recovery of deferred tax assets
The Company is periodically required to estimate the tax basis of assets and liabilities. Where applicable tax laws and regulations are either unclear or subject to varying interpretations, it is possible that changes in these estimates could occur that materially affect the amounts of deferred income tax assets and liabilities recorded in the consolidated financial statements. Changes in deferred tax assets and liabilities generally have a direct impact on income in the period that the changes occur.

Each period, the Company evaluates the likelihood of whether some portion or all of each deferred tax asset will not be realized. This evaluation is based on future expected levels of taxable income, the pattern and timing of reversals of taxable temporary timing differences that give rise to deferred tax liabilities, and tax planning initiatives. Levels of future taxable income are affected by, among other things, market prices, production costs, quantities of proven and probable reserves, and interest rates.

FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash and cash equivalents, restricted cash, accounts receivable, loan receivable, accounts payable and accrued liabilities and reclamation bonds. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest or credit risks arising from these financial instruments. The reclamation bonds are held the Government of Yukon and represent restricted cash, which will be returned to the Company upon the satisfactory completion of reclamation obligations. The reclamation bonds and certain of the Company's cash and cash equivalents, accounts receivable, accounts payable and accrued liabilities are denominated in USD$ leading to currency risk arising from fluctuations in the CAD$ and USD$ exchange rate. The fair value of these financial instruments approximates their carrying values due to the short-term nature of these instruments.

NON-IFRS PERFORMANCE MEASURES

Average realized price per ounce of gold sold

Average realized price per ounce of gold sold is a non-IFRS measure and does not constitute a measure recognized by IFRS and does not have a standardized meaning defined by IFRS. Average realized price per ounce of gold sold is calculated by dividing gold sales proceeds received by the Company for the relevant period by the ounces of gold sold. It may not be comparable to information in other gold producers' reports and filings.

Expressed in 000s unless stated otherwise	THREE MONTHS ENDED December 31, 2022	THREE MONTHS ENDED December 31, 2021	YEARS ENDED December 31, 2022	YEARS ENDED December 31, 2021
Revenue per financial statements	$ 92,310	$ 110,647	$ 321,843	$ 356,454
Treatment and refining charges	339	530	913	1,031
Less: Silver revenue from mining operations	(222)	(392)	(851)	(1,403)
Gold revenue from mining operations (a)	$ 92,427	$ 110,785	$ 321,905	$ 356,082
Ounces of gold sold (b)	40,573	49,219	139,596	158,736
Average realized price gold sold C$ (c)=(a)/(b)	$ 2,278	$ 2,251	$ 2,306	$ 2,243
Average 1 US$ → C$ exchange rate (d)	1.3578	1.2603	1.3011	1.2535
Average realized price gold sold US$ (c)/(d)	**$ 1,678**	$ 1,786	**$ 1,772**	$ 1,790

Cash costs per ounce of gold sold

Cash cost per ounce of gold sold is a non-IFRS performance measure and does not constitute a measure recognized by IFRS and does not have a standardized meaning defined by IFRS. Cash cost per ounce may not be comparable to information in other gold producers' reports and filings. The Company has included this non-IFRS performance measure throughout this document as Victoria believes that this generally accepted industry performance measure provides a useful indication of the Company's operational performance. The Company believes that certain investors use this information to evaluate the Company's performance and ability to generate cash flow. Accordingly, it is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. The following table provides a reconciliation of total cash costs per ounce of gold sold to cost of goods sold per the financial statements for the three months and year ended December 31, 2022.

Expressed in 000s unless stated otherwise	THREE MONTHS ENDED December 31, 2022	THREE MONTHS ENDED December 31, 2021	YEARS ENDED December 31, 2022	YEARS ENDED December 31, 2021
Cost of goods sold per financial statements	$ 50,591	$ 44,547	$ 166,444	$ 145,529
Treatment and refining charges	339	530	913	1,031
Less: Site share-based compensation	(35)	(135)	(184)	(872)
Less: Silver revenue from mining operations	(222)	(392)	(851)	(1,403)
Cash costs (a)	$ 50,673	$ 44,550	$ 166,322	$ 144,285
Ounces of gold sold (b)	40,573	49,219	139,596	158,736
Cash costs per ounce of gold sold C$ (c)=(a)/(b)	$ 1,249	$ 905	$ 1,191	909
Average 1 US$ → C$ exchange rate (d)	1.3578	1.2603	1.3011	1.2535
Cash costs per ounce of gold sold US$ (c)/(d)	**$ 920**	$ 718	**$ 916**	$ 725

All-in sustaining costs

All-in sustaining costs ("AISC") include mine site operating costs, sustaining capital, mine site exploration expenditures, reclamation and remediation costs (including accretion and amortization), lease payments related to the mine operations and corporate general and administration expenses. The Company believes that this measure represents the total costs of producing gold from current operations and provides Victoria and other stakeholders with additional information that illustrates the Company's operational performance and ability to generate cash flow. This cost measure seeks to reflect the full cost of gold production from current operations on a per-ounce of gold sold basis. Depreciation and depletion, new project and growth capital, growth exploration, financing costs including interest expense, income tax and Yukon mining tax are not included in AISC.

Expressed in 000s unless stated otherwise	THREE MONTHS ENDED		YEARS ENDED	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Total cash costs	$ 50,673	$ 44,550	$ 166,322	$ 144,285
Sustaining capital[1]	22,293	17,999	84,651	83,260
Accretion on reclamation provision	445	388	1,306	726
Corporate general and administration costs[2]	2,164	2,107	8,533	8,298
Payment of lease liabilities	234	225	930	903
All-in Sustaining costs (AISC) (a)	$ 75,809	$ 65,269	$ 261,742	$ 237,472
Ounces of gold sold (b)	40,573	49,219	139,596	158,736
AISC C$ (c)=(a)/(b)	$ 1,868	$ 1,326	$ 1,875	$ 1,496
Average 1 US$ → C$ exchange rate (d)	1.3578	1.2603	1.3011	1.2535
AISC US$ (c)/(d)	**$ 1,376**	$ 1,052	**$ 1,441**	$ 1,193

1 Sustaining capital of $22.3 million for the three months ended December 31, 2022 are related to $11.3 million for the cash component of capitalized stripping activities, and $11.0 million for sustaining equipment and infrastructure expenditures. Non-sustaining growth exploration of $6.1 million relating to the Eagle Deep drilling and $7.1 million relating to the Company's asset retirement obligation adjustment for the three months ended December 31, 2021 have been excluded from AISC. Sustaining capital of $84.6 million for the year ended December 31, 2022 are related to $24.5 million for the cash component of capitalized stripping activities, and $60.1 million for sustaining equipment and infrastructure expenditures. Non-sustaining growth exploration of $26.4 million relating to the Eagle Deep drilling and $6.0 million relating to the Company's asset retirement obligation adjustment for the year ended December 31, 2021 have been excluded from AISC.

2 Corporate general and administration costs is net of amortization for the three months and year ended December 31, 2022.

Free cash flow

Free cash flow is a non-IFRS performance measure with no standardized meaning under IFRS. Free cash flow is calculated by taking net cash from operating activities less cash flows from (used in) investing activities (primarily consisting of sustaining capital and capitalized stripping costs) and interest paid. Free cash flow per share is calculated by dividing free cash flow by the weighted average number of shares outstanding for the period.

Expressed in 000s, except share and per share amounts	THREE MONTHS ENDED		YEARS ENDED	
	December 31, 2022	**December 31, 2021**	**December 31, 2022**	**December 31, 2021**
Net cash flows from operating activities per financial statements	$ 29,267	$ 53,198	$ 83,643	$ 132,098
Net cash flows used in investing activities	(33,576)	(20,092)	(126,331)	(96,019)
Interest paid	(4,845)	(1,989)	(10,843)	(9,275)
Free cash flow (deficiency) (a)	**$ (9,154)**	$ 31,117	**$ (53,531)**	$ 26,804
Weighted average number of shares (b)	64,475,183	62,656,635	64,142,532	62,446,317
Per share data				
Free cash flow (deficiency) (a)/(b)	**$ (0.14)**	$ 0.50	**$ (0.83)**	$ 0.43

EBITDA

Earnings before interest, taxes and depreciation and amortization ("EBITDA") is a non-IFRS financial measure which excludes the following items from net income: finance costs, finance income, income taxes, capital asset depreciation and depletion, equity-settled share-based compensation expense and gains/losses on assets, liabilities and investment dispositions. The Company believes that, in addition to conventional measures prepared in accordance with IFRS, the Company and certain investors use EBITDA as an indicator of Victoria's ability to generate liquidity by producing operating cash flow to fund working capital needs, service debt obligations and fund capital expenditures. EBITDA is intended to provide additional information to investors and analysts and does not have any standardized definition under IFRS, and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. EBITDA excludes the impact of cash costs of financing activities and taxes, and the effects of changes in operating working capital balances, and therefore are not necessarily indicative of operating profit or cash flow from operations as determined under IFRS. Other producers may calculate EBITDA differently. The following table provides a reconciliation of net income in the Company's consolidated financial statements to EBITDA.

Expressed in 000s unless stated otherwise	THREE MONTHS ENDED		YEARS ENDED	
	December 31, 2022	**December 31, 2021**	**December 31, 2022**	**December 31, 2021**
Net income (loss) per financial statements	$ 10,464	$ 45,661	$ 35,040	$ 110,368
Adjustments for:				
Income and mining tax expense	1,793	450	22,000	33,461
Depreciation and depletion	18,847	16,312	67,667	59,951
Amortization	27	27	107	107
Share-based payments	(1,041)	413	792	2,665
Finance costs	5,270	3,276	15,090	13,480
Finance income	(128)	(13)	(242)	(45)
EBITDA	**$ 35,232**	$ 66,126	**$ 140,454**	$ 219,987

INTERNAL CONTROL OVER FINANCIAL REPORTING

The President and Chief Executive Officer and Chief Financial Officer of the Company are responsible for designing internal controls over financial reporting or causing them to be designed under their supervision in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with IFRS. The Company's internal control framework was designed based on the Internal Control - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission.

Based on a review of the internal controls over financial reporting at December 31, 2022 conducted by the President and Chief Executive Officer and Chief Financial Officer, the Company's internal controls and procedures are appropriately designed and operating effectively to provide reasonable assurance that the financial information is recorded, processed, summarized and reported in a timely manner.

There was no change in the Company's internal controls over financial reporting that occurred during the fourth quarter of 2022 that has materially affected, or is reasonably likely to materially affect, the Company's internal controls over financial reporting.

Disclosure Controls and Procedures

Disclosure controls and procedures have been designed to provide reasonable assurance that all relevant information required to be disclosed by the Company is accumulated and communicated to senior management as appropriate to allow timely decisions regarding required disclosure. The Company's President and Chief Executive Officer and Chief Financial Officer have concluded, based on their evaluation of the design and operating effectiveness of the disclosure controls and procedures, that as of December 31, 2022, the Company's disclosure controls and procedures have been designed and operate effectively to provide reasonable assurance that material information is made known to them by others within the Company.

Limitations of Controls and Procedures

The Company's management, including the Chief Executive Officer and President and Chief Financial Officer, believe that any internal controls over financial reporting and disclosure controls and procedures, no matter how well designed, can have inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable assurance that the objectives of the control system are met.

QUALIFIED PERSONS

The technical content of Victoria's MD&A has been reviewed and approved by Paul D. Gray, P. Geo., the Company's Qualified Person as defined by National Instrument ("NI") 43-101.

ADDITIONAL INFORMATION

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

"John McConnell"	**"Marty Rendall"**
John McConnell	Marty Rendall
Chief Executive Officer & President	Chief Financial Officer