

Leading Yukon's New Gold Rush

Corporate Presentation
November 2022



Forward-Looking Statements

All statements, other than statements of historical fact, contained in this presentation constitute "forward-looking statements" and are based on the reasonable expectations, estimates and projections as of the date of this presentation. Forward-looking statements include, without limitation, possible events, trends and opportunities and statements with respect to possible events, trends and opportunities, including with respect to, among other things, the growth of the gold market, global market trends, expected industry demands, costs and timing of business acquisitions, capital expenditures, successful development of potential acquisitions, currency fluctuations, government regulation and environmental regulation. The words "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "does not anticipate", or "believes", or variations of such words and phrases or statements that certain actions "may", "could", "would", "might" or "will be taken", "occur" or "be achieved" and similar expressions identify forward-looking statements. Forward looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the company as of the date of such statements, are inherently subject to significant business, economic and competitive uncertainties and contingencies. The estimates and assumptions contained in this presentation, which may prove to be incorrect, include, but are not limited to, the various assumptions of the company set forth herein. Known and unknown factors could cause actual results to differ materially from those

projected in the forward-looking statements. Such factors include, but are not limited to potential conflicts of interest of officers or directors involved in the company's future business, or conflicts of interests related to approving a potential acquisition transaction; success in obtaining any required additional financing to make an acquisition or develop and acquire business; a limited pool of prospective acquisition targets; potential change in control if the company acquired one or more target businesses for stock; successful performance of any acquired business going forward, fluctuations in the currency markets; changes in national and local government legislation, taxation, controls, regulations and political or economic developments in jurisdictions in which the company does or expects to do business; operating or technical difficulties in connection with the properties of the company; employee relations; risks associated with obtaining any necessary licenses or permits. Many of these uncertainties and contingencies can affect the company's actual results and could cause actual results to differ materially from those expressed or implied in any forward-looking statements made by, or on behalf of, the company. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. All of the forward- looking statements made in this presentation are qualified by these cautionary statements. These factors are not intended to represent a complete list of the factors that could affect the company. The company disclaims any intention or obligation to

update or revise any forward-looking statements whether as a result of new information, future events or otherwise, or to explain any material difference between subsequent actual events and such forward-looking statements, except to the extent required by applicable law. The forward-looking statements set forth herein are for the purposes of providing potential investors with information concerning the company's future business plans in order to assist potential investors in determining whether or not to invest in subscription receipts of the company and may not be appropriate for other purposes. The reader is cautioned not to place undue reliance on forward-looking statements.

NATIONAL INSTRUMENT 43-101

A copy of our NI 43-101 Feasibility Study Technical Report For The Eagle Gold Project, Yukon dated September 12, 2016 prepared by JDS Energy & Mining, Inc. can be found on Sedar.com and our website at www.vitgoldcorp.com.

QUALIFIED PERSON

The Technical content of this presentation has been reviewed and approved by Paul Gray, P.Geo the Company's Qualified Persons as defined by National Instrument 43-101.







- 2 Long life, Best-In-Class Heap Leach Operation
 - **3** Positive Earnings Through Three Quarters 2022
- 4 District Scale Potential: Raven & AurMac Discoveries
- **5** Delivering Positive ESG Results



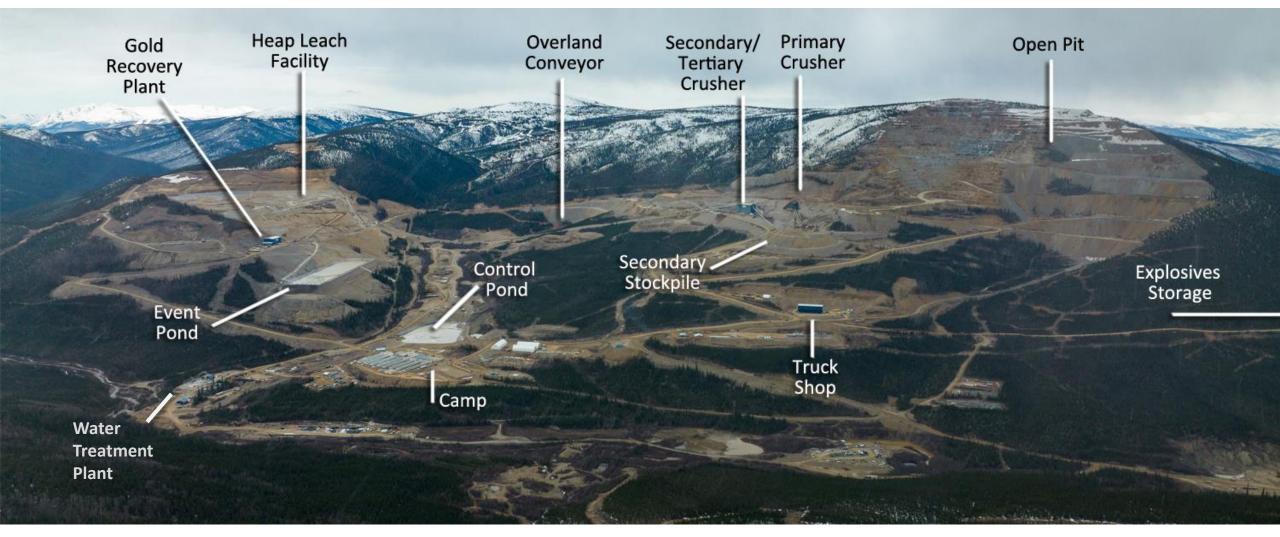
Location



- Year-round road access
- **7** Grid hydro power
- Airport at Mayo
- Proximity to major commercial hubs:
 - Six hours by road to Whitehorse
 - Eight hours by road to Port of Skagway, Alaska

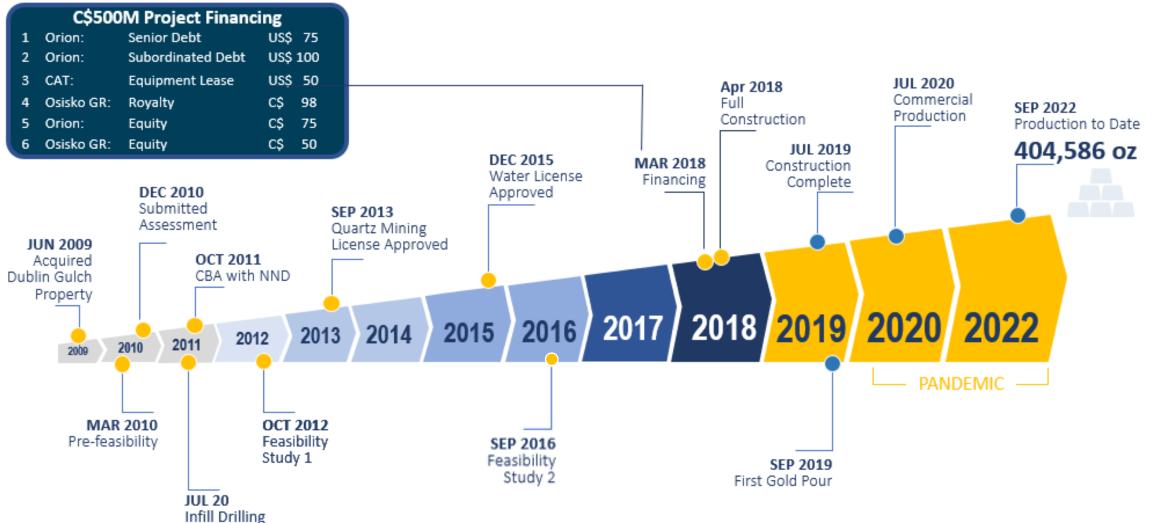


Eagle Gold Mine





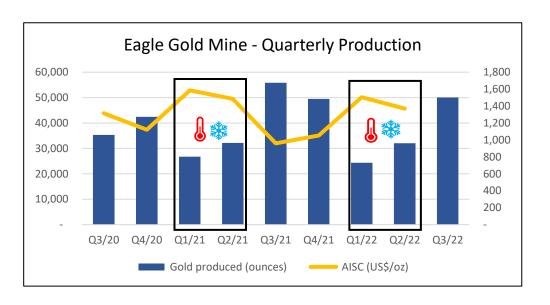
Eagle Development Timeline



OTC: VITFF

Eagle Gold Mine – Historic Production

- Eagle Gold Mine declared commercial production on July 1, 2020
- Production is seasonally lower during winter months
- Q1 and Q2: lower production
- Q3 and Q4: production increases



Eagle Gold Mine	2020		2021			2022			
Commercial production: July 1, 2020	Q3/20	Q4/20	Q1/21	Q2/21	Q3/21	Q4/21	Q1/22	Q2/22	Q3/22
Gold produced (ounces)	35,312	42,436	26,759	32,140	55,827	49,496	24,358	32,055	50,028
AISC (US\$/oz)	1,315	1,120	1,586	1,485	961	1,052	1,504	1,371	-
Op. cash flow before WC* (C\$M)	30.7	48.9	32.2	30.8	66.0	58.3	36.7	36.9	-
Sustaining capital** (C\$M)	13.1	11.4	15.2	17.4	12.3	15.0	18.4	17.1	-
Capitalized stripping** (C\$M)	6.9	4.4	16.1	6.5	4.1	4.3	9.2	0.6	-
Growth capital (C\$M)	19.3	6.4	0.5	1.1	-	4.1	3.3	10.2	-

^{* -} does not include changes in non-cash working capital, such as changes in inventory or payables



^{** -} sustaining capital is ex-capitalized stripping. Both capitalized stripping and sustaining capital are included in AISC

Mining

- Mining to plan
- Very low stripping ratio
- Downhill hauls
- Short waste hauls
- Caterpillar fleet
 - 12 x 785 150t haul trucks
 - 2 x 6040 Shovels
 - 3 x 993 loaders
 - 4 x D10 Dozers
 - 3 x 16M Graders
- New equipment maintenance and overhaul shop



VICT RIA

TSX: VGCX OTC: VITFF VGCX.com

Crushing/Stacking

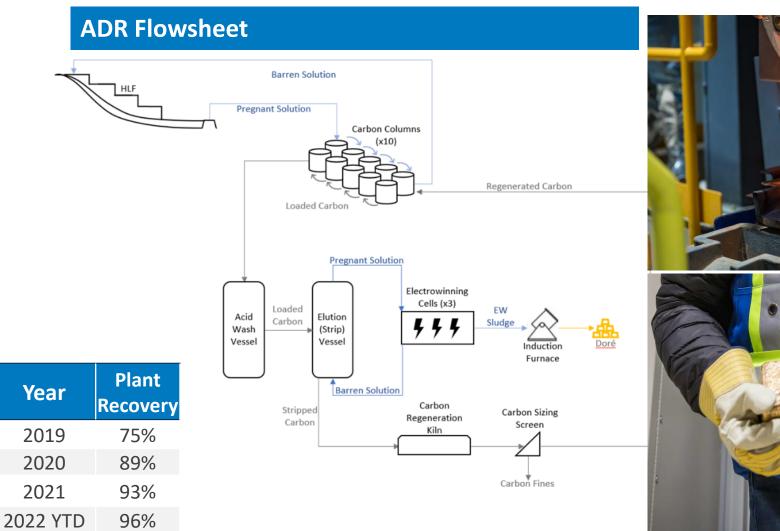
- Metso equipment
- Crush to 10 mm
- Highly automated

Secondary **Tertiary** & Tertiary Primary Stockpile Crushers Crusher **Primary Crusher Haul Route** Stockpile Overland Reclaim Conveyor **Coarse Ore Stockpile** Secondary Stockpile

The 'in-valley' heap leach pad has grown sufficiently in size to enable maximum primary leaching and accommodate ramps and laydown areas on the pad



Gold Recovery Plant (ADR)









Two Questions For New Operations

Grade Reconciliation?

- Ore is where it is expected and at expected grades
- ▼ The Reserve Block Model is in excellent agreement with the Blasthole Model
 - All production blast holes are sampled
 - A cross-belt sampler/weightometer system is used to monitor ore delivered to the leach pad

Recovery Reconciliation?

- Metallurgical recovery is reconciling well compared to our initial modeling and on-going met testing
- A full metallurgical balance is completed monthly: recoverable ozs to the heap leach pad, gold in inventory within the gold recovery plant and inventory in stockpiles
- Actual recovery vs forecast recovery is reconciled quarterly



"SX:VGCX OTC:VITFF VGCX.cor

Production to 200,000 ozs/yr

- Mining not an issue
- Leach pad not an issue
- ADR not an issue
- ▼ Increase crushing/stacking system availability from 70-75% to 85-90%
 - Design improvements
 - Advanced training of operators and maintenance personnel
 - Reduce turnover
 - Adjust spares and parts inventory
- Minimum capital required







Production to +200,000 ozs/yr

- Mining not an issue
- Leach pad not an issue
- ADR not an issue
- Crushing/stacking system
 - Increase stacking to 11 months per year
 - Screen fines from crushing circuit
 - Add a semi-mobile crusher
- ▼ Capital required ~\$50M

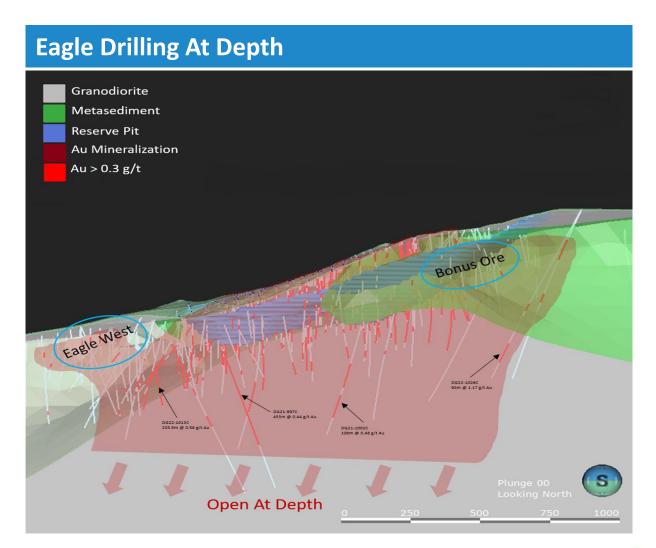






Eagle Resource Expansion At Depth

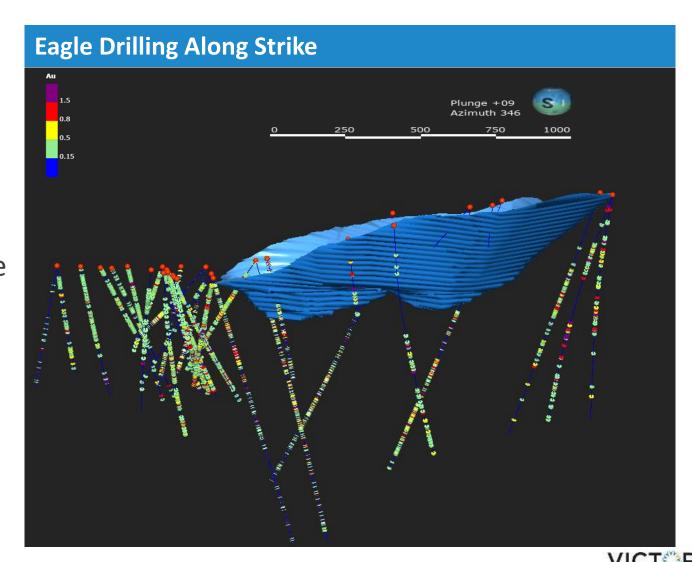
- The Eagle Deposit was previously drill tested to approximately 350m depth
- In 2021/22, +16,000m in 32 holes were drilled to test areas below and adjacent to the Pit
- This drilling has extended Eagle mineralization to 850m depth and is still open





Eagle Resource Expansion Along Strike

- In 2021/22, +8,000m of diamond drilling in 23 holes were drilled west along strike from Eagle (average depth of 400m)
- This drilling has extended Eagle mineralization approximately500m to the west along strike



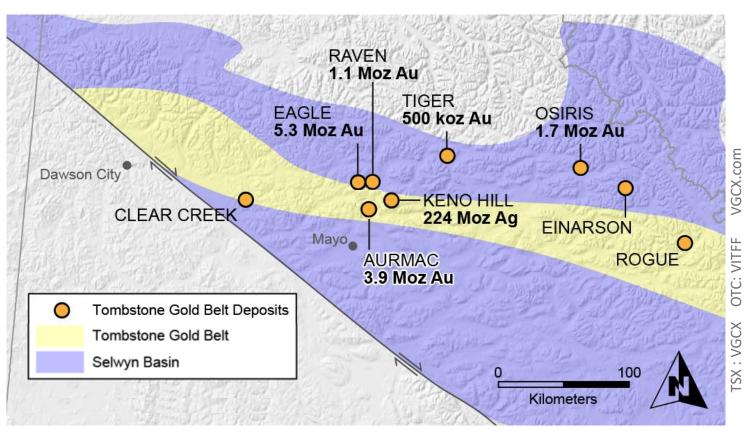
Canada's Newest Growing Mining District

- Two active mines
 - 1. VGCX Eagle Gold Mine
 - 2. Hecla Keno Hill Mines
- 13 M Au Eq in Mayo Mining Region
- Two advanced exploration projects:
 - 1. BYN AurMac Deposit, 4M oz Au
 - 2. VGCX Raven Deposit, 1M oz Au
- Active explorers
 - Victoria
- Hecla
- Banyan
- Metallic Minerals
- Sitka Gold
- Alianza Minerals

Atac

- Mayo Lakes
- St. James
- Snowline Gold
- Strikepoint
- Honey Badger





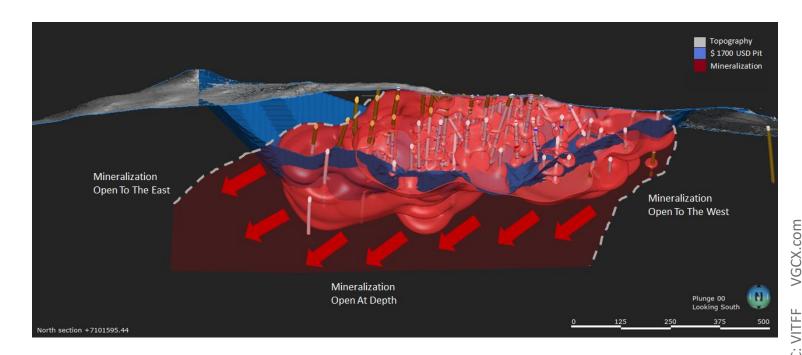
- **7** 550 sq km
- 7 8 regional targets
- Airborne geophysics and LIDAR complete
- Unglaciated, so best prospecting tool is geochemistry





Exploration – Raven

- Maiden resource
- **7** 20M Tonnes @ 1.7 g/t Au
- 7 +1M Ounces Au
- Based on 18,217 meters in78 holes
- 2.5 times the grade of Eagle

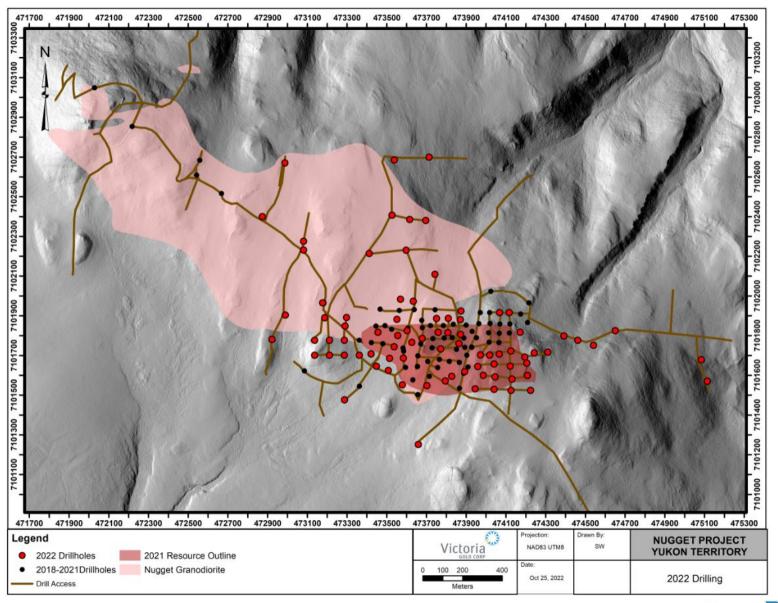






Exploration – Raven

- Granodiorite intrusion very large
- 7 2022 program will add approximately 25,000 meters in 90 holes
- Resource update Q1 2023





Uses of Free Cashflow

- Re-invest in the business
 - 1. Water treatment plant
 - 2. Additional haulage capacity
 - 3. Mining fleet management system
 - 4. Crushing plant modifications
 - 5. Eagle drilling
- Debt repayment
- **→** Other long term
 - 1. Share buy back
 - 2. Dividend







Loan Facility: BMO, CIBC, BNP, CAT – refinanced in Dec. 2020

Term Facility – US\$100M Capacity

- Approximately US\$50M outstanding (June 30, 2022)
- Interest = Libor + 2.5 3.5%
 - Rate dependent upon Leverage Ratio
- 12 quarterly principal and interest payments from March 2021 December 2023

Revolving Credit Facility – US\$125M Capacity

- Approximately US\$95M outstanding (June 30, 2022)
- Interest = Libor + 2.5 3.5%
 - Rate dependent upon Leverage Ratio
- Interest paid quarterly
- Any remaining Principal repaid at maturity in December 2023

Cat Equipment Lease Facility – US\$50M Capacity

- Approximately US\$31M outstanding (June 30, 2022)
- Interest = Libor + 2.5 3.5%
- Quarterly principal and interest started from drawdown (over 4-6 years)



Shareholders

Holder	Shares Owned (000's)	Percentage of Shares Issued (%)
Coeur Mining	6,068	9.4%
T. Rowe Price	5,140	7.9%
Sprott	4,490	6.9%
Van Eck	3,540	5.5%
CI Investments	3,512	5.4%
Fidelity	3,133	4.8%
Franklin	2,850	4.4%
Fourth Sail	2,740	4.2%
VGCX Officers & Directors	1,875	2.9%
Bank of Luxembourg	1,500	2.3%
Sun Valley	925	1.4%
Invesco	902	1.4%
John McConnell	790	1.2%
BlackRock	739	1.1%
Valuestone	704	1.0%
SSI Asset Mgmt	650	1.0%
Gabelli Funds	485	0.7%
Credit Mutuel AM	400	0.6%
Sean Harvey	280	0.4%
Vestcor	250	0.3%
MD Financial Mgt	210	0.3%
Marty Rendall	208	0.3%
Other Institutions Source: Company filings, FactSet, SEDI, Holdings may change overtime	1,910	2.9%



Capitalization				
Share Price (Oct.27, 2022)	\$7.43			
Basic Shares O/S	64.5M			
Warrants & Options	3.2M			
Market Cap	\$479.2M			
Balance Sheet – June 30, 2022				
Cash	\$29.1M			
Debt	\$224.5M			
Dent	722 4 .51VI			



Analyst Coverage

BMO Capital Markets (15Sep22) – The initial resource estimate at Raven of 1.07mmoz grading 1.67g/t has optionality for higher grades and represents a strong first step in adding ounces at regional targets around Eagle. We expect the resource to grow in subsequent updates as VGCX completes a large 25,000m 2022 drill program that was not included in the resource. We expect investors to remain focused on VGCX improving the reliability of Eagle's performance as various improvement initiatives are advanced.

CIBC (22Sep22) – VGCX is completing its largest drill program at		- Trioriara Gray	ΨΞ 1.55
site currently and expects to update its resource at Raven in early 202	23, with the hope over	r the longer term to grow	<i>the resource</i>
to over 3Moz at double the grade of its current deposit. On the ca	apital allocation front,	VGCX is focused on rein	nvesting in its
business, debt repayment and in the longer-term share buybacks,	investment in junior	explorers and potential	ly a dividend,
though the company noted that buybacks would be preferred.			

Cormark (16Sep22) – If we combine this update with the positive expansion drilling recently seen at Eagle, it points to something much larger on the Dublin Gulch land package than is currently envisioned in the 2019 Technical Report. With the stock trading at just 0.52x NAV (at \$1,700/oz), we believe this is an attractive valuation for a single asset producer in a Tier 1 jurisdiction with resource expansion potential and a significant increase in production on tap for H2/22.

PI Financial (07Sep22) — Results clearly demonstrate that the Eagle orebody extends at least 500 m to the west beyond the current Eagle pit boundary. These and previous drill results combined with a greater understanding of controls on mineralization at depth beneath the reserve pit plus continuous Eagle-style gold mineralization along strike (east and particularly west) demonstrate potential for resource growth along strike and at depth.



Management



JOHN McCONNELL DIRECTOR, PRESIDENT & CEO

- 35 years in mining industry; operations, permitting, engineering, project mgt & mining company executive
- Nanisivik, Strathcona, Breakwater, De Beers, Western Keltic



MARK AYRANTO CHIEF OPERATING OFFICER

- 17 years mining, operations, development, permitting
- StrataGold, Chair of Yukon Mineral Advisory Board to the Minister of Energy, Mines & Resources



MARTY RENDALL CFO

- 30 years in mining; base metals, diamonds, gold; exploration, development, operations
- Breakwater, De Beers



DAVE ROULEAU VICE PRESIDENT, OPERATIONS

- 30 years operations & management.
- Taseko, Horizon Oil Sands, Teck Cominco



TIM FISCH
VICE PRESIDENT, GENERAL MANAGER

- +40 years metallurgy, process, operations.
- Bethlehem, Corona, BHP, Unimin, Imperial, Coeur



PAUL GRAY VICE PRESIDENT, TECHNICAL SERVICES

- 20 years exploration geologist; precious metals, base metals, development.
- Doublestar, Bluerock, Selkirk Minerals, Argus Metals



ADAM MELNYK VICE PRESIDENT, BUSINESS DEVELOPMENT

- 17 years mining, financial, equity research, fund management, due diligence, engineering.
- Sun Valley Gold, PI Financial, National Bank, Desjardins, Canaccord Genuity, Golder Associates



JIM DAINARD VICE PRESIDENT, FINANCE

- 20 years in professional accounting & finance. 12+ years in mining exploration & development with Victoria
- BDO, MCAP, Equitable Life



HUGH COYLE VICE PRESIDENT, ENVIRONMENT

- 14 years mining industry regulatory affairs, tenure management & environmental compliance
- StrataGold, Victoria Gold



HELENA KUIKKA VICE PRESIDENT, EXPLORATION

- 12 years in Yukon based mineral exploration on gold, silver, and lead-zinc projects. 2 years mine grade control development.
- Selwyn Chihong, Victoria Gold



Board of Directors



JOHN McCONNELL **DIRECTOR, PRESIDENT & CEO**

- 35 years in mining industry; operations, permitting, engineering, project mgt & mining company executive
- Nanisivik, Strathcona, Breakwater, De Beers, Western Keltic



CHRISTOPHER HILL DIRECTOR

- 18 years in the mining industry; construction and infrastructure development, mining company executive
- Bank of Nova Scotia, Lac Minerals, Barrick, Kinross, Aecon



LETHA MACLACHLAN DIRECTOR

- 35 years in mining industry law regulatory, environmental, permitting, & Aboriginal law in northern Canada
- · Queen's Council, Environmental & Resource Law, Cda Nuclear Safety, Bennett Jones



STEPHEN SCOTT DIRECTOR

- 30 years in mining industry; acquisitions, divestments, financing
- Entrée, Rio Tinto, Atalaya, Nevsun



T. SEAN HARVEY **NON-EXECUTIVE CHAIRMAN**

- 25 years experience; investment banking, mining company executive, corporate director
- BMO, Deutsche Bank, TVX, Perseus, Moto Gold, Andina



MICHAEL MCINNIS **DIRECTOR**

- 35 years in the mining industry; exploration, mining company executive, corporate director
- Gateway, Riverstone, Abacus



JOE OVSENEK DIRECTOR

- 25 years in mining; development, financing
- P2Gold, Pretium, Silver Standard



Environmental, Social, & Governance

Health & Safety 24/7



>5 million work hours with only 3 LTI incidents

Safety 24/7

ERT Team

Emergency Response Team with men & women members

JOHSC

Joint Occupational Health & Safety Committee

Safety Message

at every meeting

Community Investment



CBA with First Nation

Comprehensive Cooperation Benefits Agreement with First Nation of Na-Cho Nyak Dun signed in 2011

~\$300,000,000

contracts with Yukon companies

>\$1,000,000

raised since 2012 to improve student attendance throughout the Territory

> Every Student, Every Day

Environmental Stewardship



Zero

significant environmental incidents

Independent environmental monitors

from partner First Nation

Rigorous

Environmental Review

and permitting process completed collaboratively with regulators, First Nations, & community.

Yukoners at Work



Largest private sector employer in Yukon

350-400

Workforce comprised of

40%

Yukoners

20%

Women

20%

First Nations







- 2 Long life, Best-In-Class Heap Leach Operation
 - 3 Positive Earnings Through Three Quarters 2022
- (4) District Scale Potential: Raven & AurMac Discoveries
- **Delivering Positive ESG Results**

OTC: VITFF

For more information, please contact:



JOHN MCCONNELL, **VICTORIA GOLD CORP PRESIDENT & CEO**

604-696-6605 ceo@vgcx.com

VGCX.com





Appendix November 2022

TSX: VGCX OTC: VITFF VGCX.com

Recent Coverage & Press

Nov.07, 2022	Press Release – VGCX 2022 Third Quarter Results
Nov.01, 2022	HC Wainwright – Filing of Tech Report for Raven, Q3/22 Production, Temp Outage Leads to Revise Guidance
Oct.31, 2022	Press Release – VGCX Files Tech Report on the Raven Gold Deposit, Dublin Gulch
Oct.27, 2022	B-TV – VGCX Looks to a Strong 2023
Oct.20, 2022	Mining News North of 60 – VGCX Back in Business with New GM
Oct.18, 2022	Cormark – Back Up and Running
Oct.17, 2022	BMO – Eagle Conveyor Back Online: Repairs Complete
Oct.17, 2022	CIBC – Eagle Gold Mine Update & Appointment of General Manager
Oct.17, 2022	Press Release – Eagle Gold Mine Operations & Appointment of General Manager
Oct.13, 2022	Commodity TV - NewsFlash – VGCX Q3/22 Production Results
Oct.06, 2022	Cormark – Guidance for 2022 Retracted After Conveyor Belt Failure
Oct.06, 2022	Press Release – Eagle Gold Mine Q3/22 Production and Guidance Update
Oct.03, 2022	Calandra Report – Gold Camping in the Far North
Sep.22, 2022	Denver Nuggets Roundup - VGCX Plan to 200,000 oz/yr
Sep.21, 2022	Paradigm Capital – Gold Price Observations for Q3/22 – VGCX
Sep.16, 2022	Mining Journal – Maiden MRE at VGCX's Raven has 1.1 Moz Au Inferred
Sep.16, 2022	Mining News North of 60 – VGCX Raven Deposit Tops 1 Million Ounces Gold
Sep.16, 2022	Cormark – High Grade Maiden Resource at Raven
Sep.15, 2022	BMO – 1.1 Million oz 1.7g/t Resource a Strong First Step at Raven
Sep.15, 2022	PI Financial – 1M oz Maiden Raven Resource Confirms Exploration Upside of Dublin Gulch
Sep.15, 2022	Press Release – Maiden Mineral Resource Estimate at Raven 1.1 Million Gold Ounces at 1.7 g/t
Sep.12, 2022	PI Financial – Q2 Results – Notable beats – VGCX beat both our estimates and consensus









B-TV CEO Clips





SX : VGCX OTC: VITFE VGCX.cor

Gold Hedging Information

Forward Sales

- 15,000 ozs total
- 2,500 ozs/month for H2 2022
- Sales price = US\$2,004/oz
- VGCX to receive this US\$2,004/oz for 2,500 ozs per month for 6 months in H2
- All other gold sales will be at the prevailing gold price

→ Gold call options

- Sold in connection with the project financing
- 20,000 ozs at US1,485/oz, expire Apr. 13, 2023



Reserves

Туре	Ore (M t)	Diluted Grade (g/t)	Contained Gold (K oz)
Eagle Proven	23	0.67	499
Eagle Probable	103	0.61	2,003
Total Eagle	126	0.62	2,502
Olive Proven	2	1.02	58
Olive Probable	5	0.93	142
Total Olive	7	0.95	200
Total Eagle + Olive	133	0.65	2,702

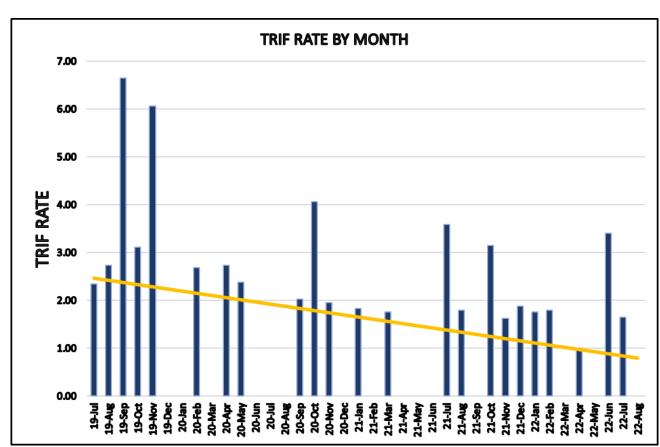
Notes to Table:

- 1. The effective date for the most recently filed Technical Report is November 15, 2019
- 2. The table above uses the mineral Reserve from the November 15, 2019 Technical Report adjusted for depletion through December 31, 2021.



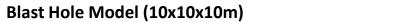
Leader in Health & Safety



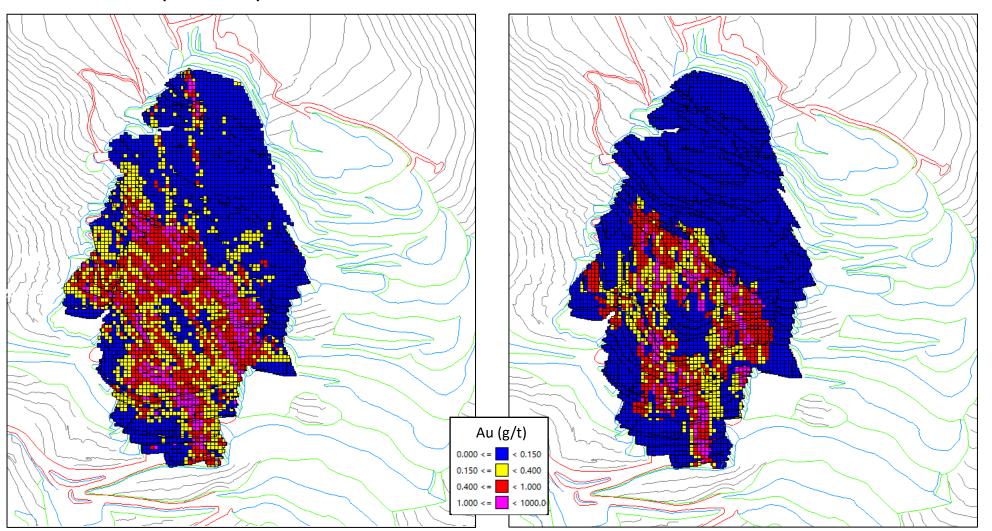




Eagle Grade Reconciliation & Bonus Ore



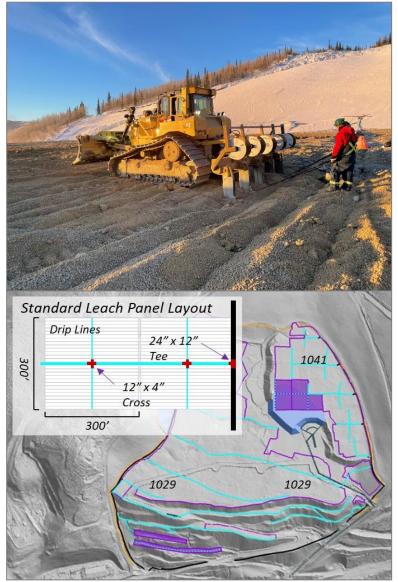
Reserve Model (10x10x10m)

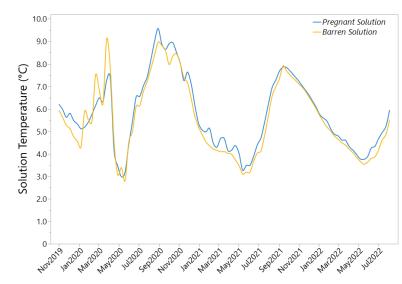




Cold Weather Leaching

- No impact as long as you execute the fundamentals
 - Bury the drip lines
 - Cross rip the windrows before you stack over them
 - Standardize the leach panels
 - Use pre-made staged piping







TSX: VGCX OTC: VITFF VG

Banyan Gold TSX.V: BYN

Focused on AurMac Project

Located ~ 30km south of Eagle

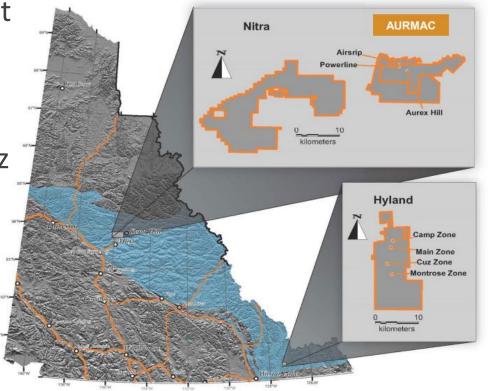
Current resource: ~4.0M oz

Funded through 2023 with 60,000+ m drill program

Large underexplored land package - 173 sq km

Excellent infrastructure

Experienced management team



MANAGEMENT & DIRECTORS

Tara Christie President & CEO **VP** Exploration Paul D. Gray David Rutt **CFO & Corporate Secretary** Jasmine Sangria **VP Corp Communications** David Reid Director Steve Burleton Director Marc Blythe Director Jason Neal Advisor

Key Financial (CAD) (September 2022)

Share Price \$0.40
Shares Outstanding (FD) 275M
Market Capitalization ~\$100M
Share Price: 52 week high-low \$0.57/\$0.25
Cash \$18M
Debt Nil

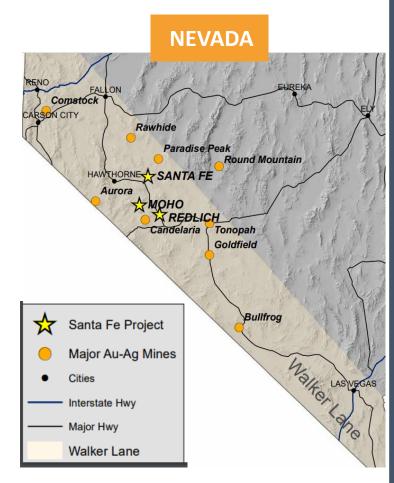
Major Shareholders

Victoria Gold Corp 12.4%
Franklin Gold & Precious Metals 9.8%
Osisko Development 4.4%
Other Institutions 17.9%
Insiders 7.2%



Lahontan Gold TSX.V: LG

- District scale land package with 35 square km in Nevada's Walker Lane
- Three high-potential multi-millionounce projects in top tier gold belt
 - Santa Fe Project
 - Moho Project
 - Redlich Project
- Aggressive growth strategy through resource expansion
- Exceptional infrastructure
- Stable, supportive mining jurisdiction in a World Class Mineral Belt
- Experienced management team



MANAGEMENT & DIRECTORS

Kimberly Ann Director, President & CEO Brian Maher Director of Exploration Tony Gesualdo **Exploration Manager** Mike McInnis **Technical Advisor** Paul D. Gray **Technical Advisor** John McConnell Chairman **Bob McKnight** Director Chris Donaldson Director Josh Serfass Director John McNeice **CFO** Quentin Browne Senior Geologist

Key Financial (CAD) (February 2022)

Shares Outstanding (FD)	92./M
Market Capitalization	C\$37.1M
Share Price: 52 week high	
Cash (Feb 15, 2022)	C\$4.6M
Debt	Nil
Major Shareholders	
Victoria Gold Corp	51.0%
KA Gold	12.0%
Retail	26.0%
Institutional	11.0%

K: VGCX OTC: VITFF VGCX.cor

Commitment to the Yukon and First Nations

Employment and **Training**

- ▼ Largest private sector employer in the Yukon
- ▼ Workforce of ~600 employees and contractors
- **→** ~25% women
- ~25% First Nations

Investment in the Community

- ▼ Comprehensive Cooperation Benefits

 Agreement with First Nation of Na-Cho-Nyak

 Dun (signed in 2011)
- ~\$200 mm in contracts with Yukon-based companies
- >\$1 mm raised since 2012 to improve student attendance
- Focused on "Every Student, Every Day"
- → Actively supported Yukon community organizations to support fundraising initiatives during COVID-19

A COMPREHENSIVE COOPERATION AND BENEFITS AGREEMENT

THIS AGREEMENT made this 17 day of October, 2011

BETWEEN:

First Nation of Nacho Nyak Dun, a Yukon First Nation having administrative offices in Mayo, Yukon (hereinafter called "NND")

and

Victoria Gold Corp, a company incorporated under and governed by the Laws of Canada and having its corporate office in Toronto, Ontario (hereinafter called "Victoria")

StrataGold Corporation, a company incorporated under the laws of British Columbia that is wholly owned by Victoria ("StrataGold")

(Victoria and StrataGold collectively referred to as "Victoria")

OBJECTIVES

- The objectives of this Agreement are:
- to promote effective and efficient communication between Victoria and the NND in order to foster the development of a cooperative and respectful relationship and NND support for Victoria's Exploration Activities and for the Project;
- to provide business and employment opportunities related to the Project to the NND and its Citizens and Businesses in order to promote their economic self-reliance;
- to establish a role for the NND in the environmental monitoring of the Project and the promotion of environmental stewardship;
- to set out financial provisions to enable the NND to participate in the opportunities and benefits related to the Project; and
- to establish a forum for Victoria and the NND to discuss matters related to the Project and to resolve issues related to implementation of this Agreement.

