

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

<b>Name of entity</b>	<b>Victory Mines Limited</b>
<b>ABN</b>	<b>39 151 900 855</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	James Ellingford
<b>Date of last notice</b>	21 December 2015

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct & Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Indirect – held by Dr Ellingford's spouse, Claire Ellingford
<b>Date of change</b>	23 November 2016
<b>No. of securities held prior to change</b>	<b>Direct</b> (i) 286,858 ordinary fully paid shares (ii) 42,858 options exercisable at \$1.05 on or before 31 December 2016 (iii) 500,000 options exercisable at \$0.03 on or before 30 November 2018  <b>Indirect – held by Dr Ellingford's spouse, Claire Ellingford</b> (i) 286 ordinary fully paid shares
<b>Class</b>	(i) ordinary fully paid shares (ii) options exercisable at \$0.05 on or before 30 November 2018 (iii) options exercisable at \$0.03 on or before 30 November 2018
<b>Number acquired</b>	Nil
<b>Number disposed</b>	Nil

+ See chapter 19 for defined terms.

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil
<b>No. of securities held after change</b>	<b>Direct</b> (i) 19,126 ordinary fully paid shares (ii) 2,857 options exercisable at \$15.75 on or before 31 December 2016 (iii) 33,333 options exercisable at \$0.45 on or before 30 November 2018  <b>Indirect – held by Dr Ellingford's spouse, Claire Ellingford</b> (i) 20 ordinary fully paid shares
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Company consolidated its share capital on 23 November 2016 as per shareholder approval at the General Meeting held on 15 November 2016.

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

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

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**Part 3 – +Closed period**

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

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Introduced 30/9/2001.

<b>Name of entity</b>	<b>Victory Mines Limited</b>
<b>ABN</b>	<b>39 151 900 855</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Peter Peebles
<b>Date of last notice</b>	22 August 2016

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Indirect (1) Held by Mr Peebles' spouse, Adelma Peebles Indirect (2) Held by Darlington Geological Services Pty Ltd a company of which Mr Peebles is sole director Indirect (3) Held by Timegrace Pty Ltd ATF Peebles Superannuation Fund, Mr Peebles' Super Fund
<b>Date of change</b>	23 November 2016
<b>No. of securities held prior to change</b>	<b>Indirect (1) – held by Mr Peebles' spouse, Adelma Peebles</b> 286 ordinary fully paid shares  <b>Indirect (2) – held by Darlington Geological Services Pty Ltd</b> 1,429 ordinary fully paid shares  <b>Indirect (3) – held by Timegrace Pty Ltd ATF Peebles Superannuation Fund</b> 180,631 ordinary fully paid shares 8,572 options exercisable at \$1.05 on or before 31 December 2016 100,000 options exercisable at \$0.03 on or before 30 November 2018
<b>Class</b>	(i) ordinary fully paid shares (ii) options exercisable at \$0.05 on or before 30 November 2018 (iii) options exercisable at \$0.03 on or before 30 November 2018

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<b>Number acquired</b>	Nil
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Nil
<b>No. of securities held after change</b>	<p><b>Indirect (1) - held by Mr Peebles' spouse, Adelma Peebles</b> (i) 20 ordinary fully paid shares</p> <p><b>Indirect (2) – held by Darlington Geological Services Pty Ltd</b> (i) 96 ordinary fully paid shares</p> <p><b>Indirect (3) – held by Timegrace Pty Ltd ATF Peebles Superannuation Fund</b> (i) 12,043 ordinary fully paid shares (ii) 572 options exercisable at \$15.75 on or before 31 December 2016 (iii) 6,667 options exercisable at \$0.45 on or before 30 November 2018</p>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Company consolidated its share capital on 23 November 2016 as per shareholder approval at the General Meeting held on 15 November 2016.

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

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

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**Part 3 – +Closed period**

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

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