



## Announcement Summary

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**Entity name**

VICTORY MINES LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Tuesday November 3, 2020

**The Proposed issue is:**

A placement or other type of issue

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
VIC	ORDINARY FULLY PAID	333,333,333

**Proposed +issue date**

Tuesday December 1, 2020

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

VICTORY MINES LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

**1.2 Registered Number Type**

ABN

**Registration Number**

39151900855

**1.3 ASX issuer code**

VIC

**1.4 The announcement is**

New announcement

**1.5 Date of this announcement**

Tuesday November 3, 2020

**1.6 The Proposed issue is:**

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

**7A.1 - Are any of the following approvals required for the placement or other type of issue?**

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	Tuesday December 1, 2020	<input checked="" type="checkbox"/> Estimated	

**Comments**

Receiving consent for the transfer of Mining Lease ML26/477 pursuant to section 82(1)(d) of the Mining Act.

Part 7B - Issue details

**Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?**  
 Existing class

**Will the proposed issue of this +security include an offer of attaching +securities?**  
 No

Details of +securities proposed to be issued

**ASX +security code and description**  
 VIC : ORDINARY FULLY PAID

**Number of +securities proposed to be issued**  
 333,333,333

**Offer price details**

**Are the +securities proposed to be issued being issued for a cash consideration?**  
 No



**Please describe the consideration being provided for the +securities**

For the acquisition of remaining 90% interest in Coogee Gold Project

**Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities**

1,000,000.000000

**Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?**

Yes

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Part 7C - Timetable

**7C.1 Proposed +issue date**

Tuesday December 1, 2020

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Part 7D - Listing Rule requirements

**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

Yes

**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

333,333,333 fully paid ordinary shares based on share price of \$0.003 on 2 November 2020.

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

No

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

No

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

No

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Part 7E - Fees and expenses



**7E.1 Will there be a lead manager or broker to the proposed issue?**

No

**7E.2 Is the proposed issue to be underwritten?**

No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

Part 7F - Further Information

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**7F.01 The purpose(s) for which the entity is issuing the securities**

For the acquisition of the remaining 90% interest in the Coogee Gold Project

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

No

**7F.2 Any other information the entity wishes to provide about the proposed issue**

The number of fully paid ordinary shares of 333,333,333 is based on the current share price ast at 2 November 2020. The number may change as the number of shares is calculated at the 5 Day VWAP of VIC shares traded on the ASX prior to 1 December 2020.