



**Notice of Availability of Proxy Materials for
VICTORIA GOLD CORP. Annual General and Special Meeting**

Meeting Date and Location:

When: May 10, 2023
9:00 am (Pacific Time)

Where: 1050 West Pender Street, Suite 1000,
Vancouver, B.C. V6E 3S7

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You are receiving this notice to advise that the proxy materials for the above noted securityholders' meeting are available on the Internet. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We remind you to access and review all of the important information contained in the information circular and other proxy materials before voting.

The information circular and other relevant materials are available at:

www.envisionreports.com/VictoriaGoldCorp2023

OR

www.sedar.com

How to Obtain Paper Copies of the Proxy Materials

Securityholders may request to receive paper copies of the current meeting materials by mail at no cost. Requests for paper copies may be made using your Control Number as it appears on your enclosed Proxy or Voting Instruction Form. To ensure you receive the materials in advance of the voting deadline and meeting date, all requests must be received no later than May 1, 2023. If you do request the current materials, please note that another Proxy or Voting Instruction Form will not be sent; please retain your current one for voting purposes.

Call us Toll Free at 1-866-928-9098 ext. 6223 within North America to request a paper copy of the materials for the current meeting.

To obtain paper copies of the materials after the meeting date, please contact 1-866-928-9098 ext. 6223.

Securityholder Meeting Notice

The resolutions to be voted on at the meeting are listed below along with the Sections within the Information Circular where disclosure regarding the matter can be found.

1. **Number of Directors** - *Business of the Meeting*
2. **Election of Directors** - *Business of the Meeting*
3. **Appointment of Auditors** - *Business of the Meeting*
4. **Approval Omnibus Incentive Plan** - *Business of the Meeting*

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Voting

PLEASE NOTE - YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your securities you must vote using the methods reflected on your enclosed Proxy or Voting Instruction Form. Your Proxy/Voting Instruction Form must be received by 9:00 am, Pacific Time on May 8, 2023.

PLEASE VIEW THE INFORMATION CIRCULAR PRIOR TO VOTING

Annual Financial statement delivery

- Only Registered and Beneficial holders who opted to receive one