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Ministry of Energy, Mines & Petroleum Resources
Mining & Minerals Division
BC Geological Survey

Assessment Report
Title Page and Summary

TYPE OF REPORT [type of survey(s)]: Geological Geophysical

TOTAL COST: $ 9,236.50

AUTHOR(S): Laurence Sookochoff, PEng **SIGNATURE(S):** Laurence Sookochoff

NOTICE OF WORK PERMIT NUMBER(S)/DATE(S): **YEAR OF WORK:** 2015

STATEMENT OF WORK - CASH PAYMENTS EVENT NUMBER(S)/DATE(S): 5555164 May 19, 2015

PROPERTY NAME: Toni

CLAIM NAME(S) (on which the work was done): 965969

COMMODITIES SOUGHT: Copper Gold

MINERAL INVENTORY MINFILE NUMBER(S), IF KNOWN:

MINING DIVISION: Nicola **NTS/BCGS:** 092H.099

LATITUDE: 49 ° 55 ' 44 " **LONGITUDE:** 120 ° 13 ' 43 " **(at centre of work)**

OWNER(S):

1) Victory Resources Corporation 2)

MAILING ADDRESS:

132366 Cliffstone Court
Lake Country BC V4V 2R1

OPERATOR(S) [who paid for the work]:

1) Victory Resources Corporation 2)

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132366 Cliffstone Court
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PROPERTY GEOLOGY KEYWORDS (lithology, age, stratigraphy, structure, alteration, mineralization, size and attitude):

Late Triassic to Early Jurassic, Pennask Batholith, Granodiorite. Northerly and northwesterly structures; one cross-structure.

REFERENCES TO PREVIOUS ASSESSMENT WORK AND ASSESSMENT REPORT NUMBERS: 4230, 20994C 23446 24243 24460 34043 35445

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TYPE OF WORK IN THIS REPORT	EXTENT OF WORK (IN METRIC UNITS)	ON WHICH CLAIMS	PROJECT COSTS APPORTIONED (incl. support)
GEOLOGICAL (scale, area)			
Ground, mapping			
Photo interpretation	520 hectares	965969	$ 6,000.00
GEOPHYSICAL (line-kilometres)			
Ground			
Magnetic	2.2	965969	3,236.50
Electromagnetic			
Induced Polarization			
Radiometric			
Seismic			
Other			
Airborne			
GEOCHEMICAL (number of samples analysed for...)			
Soil			
Silt			
Rock			
Other			
DRILLING (total metres; number of holes, size)			
Core			
Non-core			
RELATED TECHNICAL			
Sampling/assaying			
Petrographic			
Mineralographic			
Metallurgic			
PROSPECTING (scale, area)			
PREPARATORY / PHYSICAL			
Line/grid (kilometres)			
Topographic/Photogrammetric (scale, area)			
Legal surveys (scale, area)			
Road, local access (kilometres)/trail			
Trench (metres)			
Underground dev. (metres)			
Other			
		TOTAL COST:	$ 9236.50

Print Form

VICTORY RESOURCES CORPORATION

(Owner & Operator)

ASSESSMENT REPORT

on

GEOLOGICAL & GEOPHYSICAL SURVEYS

(Event 5555164)

Work done on

Tenure 965969

of the five claim

Toni 965969 Claim Group

Work done from May 1, 2015 to November 3, 2015

Nicola Mining Division

BCGS Map 092H.099

Centre of Work
5,534,394N, 698,909E
10 (NAD 83

Author & Consultant

Laurence Sookochoff, PEng
Sookochoff Consultants Inc.

Submitted

November 24, 2015

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SUMMARY

The five claim Toni 965969 Claim Group located 217 kilometres east-northeast of Vancouver covers an area of 2,226 hectares and is located within 15 kilometres of the past productive Brenda Mine and within six kilometres of the past productive Elk (Siwash) Mine.

At the Elk Mine, where production terminated in 1995, 16,570 tonnes of ore were mined and milled with the recovery of 1,518,777 grams (48,830 ounces) of gold and 1,903,000 grams (61,183 ounces) of silver. Gold-silver mineralization is hosted primarily by pyritic quartz veins and stringers in altered pyritic granitic rocks of the Osprey Lake Intrusive and, less frequently within volcanic rocks of the Nicola Group.

At the Brenda Mine, where production was terminated in 1990, 182,640,491 tonnes were mined with the recovery of some 148 million grams of silver, two million grams of gold, 276 million kilograms of copper, and 67 million kilograms of molybdenum. The primary (chalcopyrite and molybdenite) mineralization is confined almost entirely to veins (sulphides, especially molybdenite, have been smeared along fault planes) which are hosted by the "Brenda Stock", a composite quartz diorite/granodiorite body which forms part of the Early Jurassic Pennask batholith.

At the Toni 965969 Claim Group, the property covers a northerly trending to northeasterly contact between the upper Triassic Nicola Group of basaltic volcanic rocks (uTrNE) in the west and granodiorite of the Pennask batholith (uTrJgd) in the east with Tenure 965945 entirely underlain by rocks of the Pennask Batholith.

The geological portion of the exploration program consisted of a structural Analysis of Tenure 965969 which indicated one cross-structure resulting from dominant northerly and northwesterly structures. These structural trends are mineral controls to many Minfile reported showings, prospects, or past producers in the area.

At the Elk property, the major northerly trending Elk fault system is topographically obvious for a minimum of 25 kilometres from, and not necessarily restricted to the limits of, the formerly productive Elk property in the south, to and beyond the Snow mineral showing (Minfile 092HNE292) in the north. Cross-structures on the Elk fault include the Brew fault with sections of the fault zone strongly mineralized with massive veins, narrow stringers and occasional disseminations of marcasite, pyrite and pyrrhotite. This cross-structure is north of the Elk property where several cross-structures occur and which are the location of anomalous mineral values. The mineral zone at one of these cross-structures was developed to a productive stage.

The geophysical portion of the exploration program was a localized magnetometer survey The survey which covered an area of 1000 by 200 metres and within 30 metres of the approximate location of cross-structure "A" as shown on Figures 8 and 10, indicated a 250 metre relative magnetometer HI trending easterly to a 750 metre magnetic LO. As the geology of the area is an intrusive, the magnetic Hi would indicate the granodiorite rocks of the intrusive. The magnetic LO may indicate an alteration zone within the intrusive.

a 150 metre anomalous magnetic LO that is within the general or "background" magnetic LO. Thus, if the anomalous LO is an alteration zone, the alteration may have resulted from dynamic forces or from the introduction of hydrothermal fluids. The area would have to be explored to determine the cause of the anomaly and to locate any geological features that may encourage additional exploration for a potential concealed mineral resource.

INTRODUCTION

Between May 1, 2015 and November 2, 2015, a structural analysis and a localized magnetometer survey were completed on Tenure 965969 of the five claim Toni 965969 claim group (Property). The purpose of the program was to delineate potential structures which may be integral in geological controls to potentially economic mineral zones that may occur on Tenure 965969 or other claims of the Bertha property and to determine the effectiveness of the magnetic results in locating a potential mineral resource.

Information for this report was obtained from sources as cited under Selected References.

***Figure 1*. Location Map**
(from MapPlace)

PROPERTY DESCRIPTION AND LOCATION

The Toni 965969 Claim Group is located within BCGS Map 092H.099 of the Nicola Mining Division, 217 kilometres east-northeast of Vancouver, 40 kilometres southeast of Merritt, and 84 kilometres south of Kamloops.

The Property is comprised of five claims covering an area of 2226.0343 hectares. Particulars of the claims and new expiry dates based upon the approval of the assessment work filing, Event Number 5555164 which this report forms a part thereof, is detailed in Table I.

Table I. **Claims of the Toni 965969 Claim Group**
(from MapPlace)

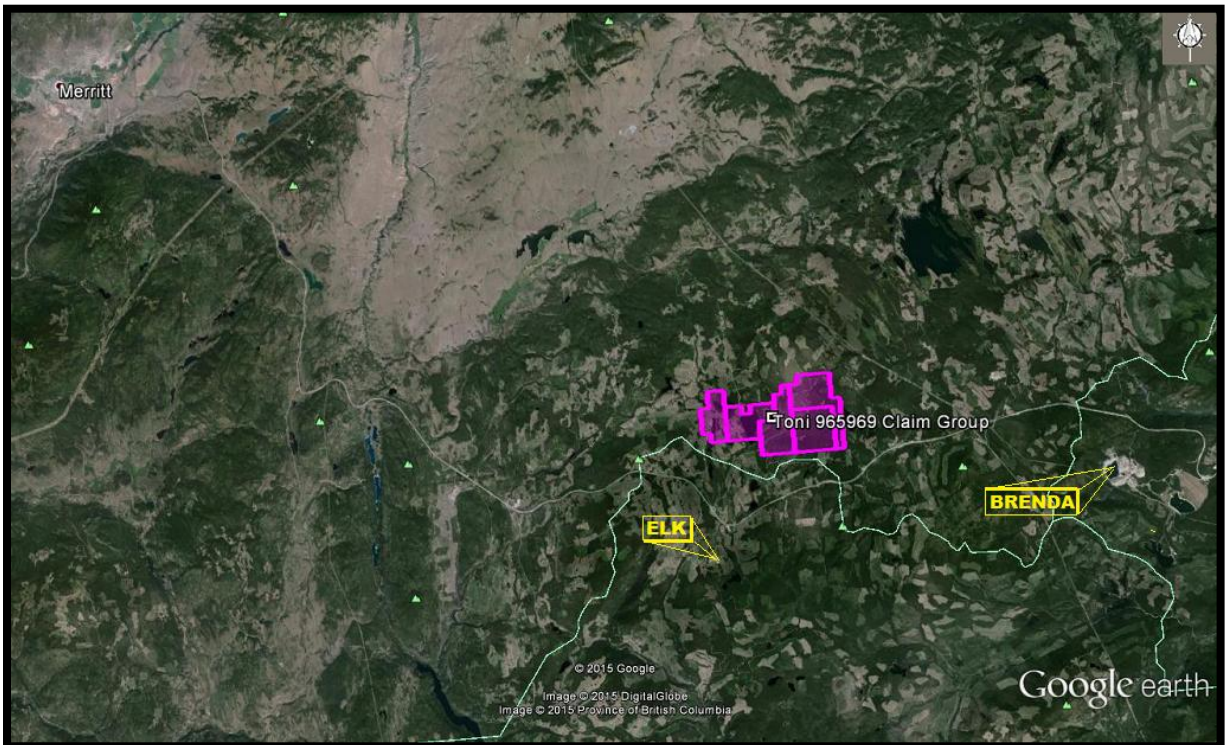
Tenure Number	Type	Claim Name	Good Until	Area (ha)
551400	Mineral	MINY	20160126	312.041
965949	Mineral	TOE120	20160301	520.1682
965969	Mineral	TOE121	20160301	520.0168
1016051	Mineral	TONI11613	20160126	395.2778
1016052	Mineral	TONI11613A	20160301	478.5305

ACCESSIBILITY

Access to the Toni 965969 Claim Group is southward from Merritt via the Princeton-Kamloops Highway No. 97C/5C for 28 kilometres to the Aspen Grove junction; thence eastward via the Coquihalla Connector Highway for 27 kilometres, thence northward via a logging road to the western boundary of Tenure 1016052 of the Toni 965969 Claim Group.

A mosaic of forestry roads in the area provides access to most portions of the Property.

Figure 2. **Claims (Property) Location**
(from Google Earth)



CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE, and PHYSIOGRAPHY

The region is situated within the dry belt of British Columbia with rainfall between 25 and 30 cm per year. Temperatures during the summer months could reach a high of 35°C and average 25°C with the winter temperatures reaching a low of -10°C and averaging 8°C. On the Toni 965969 Claim Group snow cover on the ground could be from December to April and would not hamper a year-round exploration program.

Sufficient water for all phases of the exploration program could be available from the many lakes and creeks, which are located within the confines of the Toni 965969 Claim Group. Water may be scarce during the summer months and any water required for exploratory purposes, would be have to be transported.

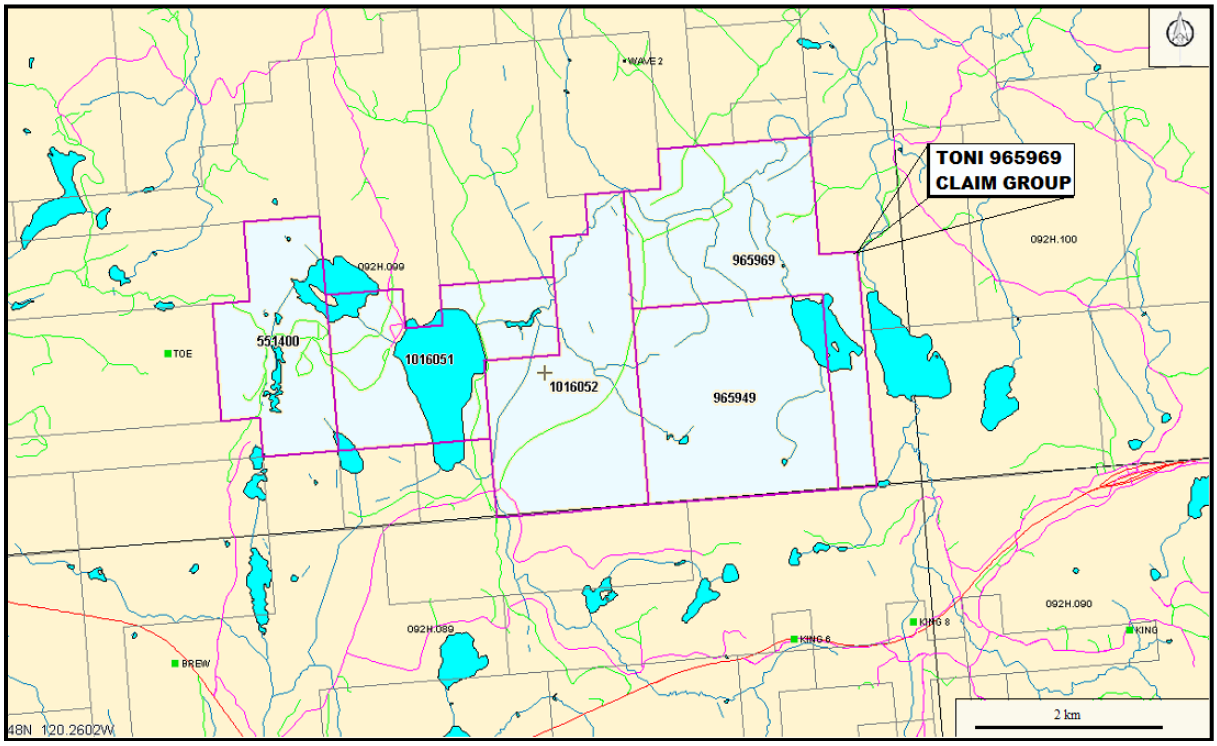
Kamloops is serviced daily by commercial airline and is a hub for road and rail transportation. Vancouver, a port city on the southwest corner of, and the largest city in, the Province of British Columbia is four hours distant by road and less than one hour by air from Kamloops.

Tenure 965969 covers locally clear-cut forested rolling hills. Elevations range from 1,480 metres within a local gully in the northeast to 1,576 metres at the southwest corner.

HISTORY: TONI 965969 CLAIM GROUP AREA

The history on some of the more significant mineral MINFILE reported occurrences, prospects, and past producers on and peripheral to the Toni 965969 Claim Group (Figure 4) is reported as follows. The distance from the Toni 965969 Claim Group is relative to Toni 965969 Claim Group.

Figure 3. **Claims (Property) Map 965969 Claim Group)**
(from MapPlace)



MAL prospect (Cu skarn; Fe skarn; Au skarn)
MINFILE 092HNE002
Fifteen kilometres west-northwest

Initial work consisted of diamond drilling and trenching in the early 1960s on the main showing (Malachite 1, 2 and Chalcocite 1, 2 claims), on which the occurrence is centred.

BRENDA past producer (Porphyry Cu +/- Mo +/- Au)
MINFILE 092HNE047
Fifteen kilometres east-southeast

The Brenda mine began production in early 1970 with measured geological (proven) reserves of 160,556,700 tonnes grading 0.183 per cent copper and 0.049 per cent molybdenum at a cutoff of 0.3 per cent copper equivalent [eCu = % Cu + (3.45 x % Mo)]. The mine officially closed June 8, 1990.

HN-WEN prospect (Volcanic redbed Cu)
MINFILE 092HNE058
Twelve kilometres west

Adits and trenches were initially cut around 1900; later work included diamond drilling and trenching in the 1960s and 1970s.

ECHO showing (Volcanic redbed Cu)
MINFILE 092HNE059
Thirteen kilometres west-northwest

History: Toni 965969 Claim Group Area *(cont'd)*

ECHO *showing (cont'd)*

The Echo occurrence refers to a group of minor copper showings in an area east of the historical Aspen Grove copper camp, between Merritt and Princeton. The occurrence is centred on the northernmost of three showings which were worked on in the 1960s, in a small area (less than 0.5 square kilometre) located southeast of Quilchena Creek, 8.5 kilometres west-northwest of Boot Lake, and 13 kilometres east of the community of Aspen Grove (Assessment Report 1586).

ELK past producer (Intrusion-related Au pyrrhotite veins; Polymetallic veins Ag-Pb-Zn +/-Au; Au-quartz veins)
MINFILE 092HNE096
Six kilometres south

From 1992 and 1995 (inclusive), 16,570 tonnes of ore were mined and milled and 1,518,777 grams (48,830 ounces) of gold and 1,903,000 grams (61,183 ounces) of silver recovered.

In 1996, Fairfield shipped all remaining stockpiles, estimated to contain 2700 tonnes and grading greater than 12 grams per tonne (Information Circular 1997-1, page 21). A total of 994 metres of ramp access and three development levels exist underground.

Reverse circulation drilling, underground diamond drilling, reclamation, road construction, water sampling and aerial photography were also undertaken during this period.

Surface and underground diamond drill programs were carried out in the Siwash Mine area from 1994 to 1996 to define the resource. Exploration surface drilling was also carried out during the 1995 and 1996 field seasons to test trench targets between the Siwash mine site and the South Showing area 2.5 kilometres to the south. Limited prospecting and environmental monitoring was undertaken from 1997 to 1999.

In 1995, Fairfield Minerals with the support from the Explore B.C. Program carried out an extensive program including geochemistry, 13,972 metres of surface and underground diamond drilling in 315 holes and reserve calculations.

WAVE 1 anomaly (Polymetallic veins Ag-Pb-Zn+/-Au)
MINFILE 092HNE311
Six kilometres north

Between 1986 and 1995, Fairfield Minerals conducted exploration, including a program of wide-spaced grid soil sampling. The Wave 1 and 2 claims were staked to cover areas of mineralized quartz float and coincidental soil and stream anomalies. Recently, the area has been explored by Sookochoff Consultants as a part of the Toni property.

WAVE 2 anomaly (Polymetallic veins Ag-Pb-Zn+/-Au)

MINFILE 092HNE312
One kilometres north

Between 1986 and 1995, Fairfield Minerals conducted exploration, including a program of wide-spaced grid soil sampling. The Wave 1 and 2 claims were staked to cover areas of mineralized quartz float and coincidental soil and stream anomalies. Recently, the area has been explored by Sookochoff Consultants as a part of the Toni property.

GEOLOGY: REGIONAL

The Aspen Grove geological district is located within the regional Quesnel Trough, a 30 to 60, km wide belt of Lower Mesozoic volcanic and related strata enclosed between older rocks and much invaded by batholiths and lesser intrusions (Campbell and Tipper, 1970). The southern part is the well-known Nicola belt, continuing nearly 200 km to its termination at the U.S. border and containing the important copper deposits of Highland Valley, Craigmont, Copper Mountain, Afton, Brenda, in addition to the historic Hedley gold camp.

Geology: Regional *(cont'd)*

The Nicola Group has been divided into western, central, and eastern belts on the basis of lithology and lithogeochemistry and by major fault systems. Variation from calc-alkaline to shoshinitic compositions from west to east has been interpreted to reflect eastward dipping subduction in the Nicola arc. The Toni 965969 Claim Group is situated within the eastern belt of the Nicola Group which is bounded on the west by the northerly striking Kentucky-Alleyne fault zone.

GEOLOGY: TONI 965969 CLAIM GROUP AREA

The geology on some of the more significant mineral MINFILE reported occurrences, prospects, and past producers on the Toni 965969 Claim Group and peripheral to the Toni 965969 Claim Group (Figure 4) is reported as follows. The distance from the Toni 965969 Claim Group is relative to Toni 965969 Claim Group..

MAL prospect (Cu skarn; Fe skarn; Au skarn)
MINFILE 092HNE002
Fifteen kilometres west-northwest

The Mal (achite) occurrence is hosted in the Upper Triassic Nicola Group, which regionally consists of alkalic and calcalkalic volcanics and intrusions of island arc origin, and which is the principal component of the Quesnel Terrane in southern British Columbia (Geological Survey of Canada Maps 41-1989, 1713A). This belt has been of major economic interest because of its potential for porphyry copper-gold mineralization.

The occurrence lies in the northern assemblage of the Eastern belt or facies of the Nicola Group (after Preto, Bulletin 69). This assemblage mainly consists of well-bedded submarine volcaniclastic rocks and volcanic flows. The main Aspen Grove copper camp lies several kilometres to the west in the Central belt, separated by the north-striking Kentucky-Alleyne fault system (Bulletin 69).

The area of the Malachite occurrence is underlain by dark green, augite porphyritic andesitic to basaltic volcanics and fragmental rocks, with subordinate black argillite with local limy horizons, and feldspar porphyry (Assessment Reports 449, 1586). Some volcanic flow breccia contains pink trachytic fragments (Assessment Report 9590). Stratified rocks strike north-northwest and dip moderately to steeply west (Geological Survey of Canada Map 41-1989). Within 1 or 2 kilometres to the north of these rocks is the east-trending contact of the Early Jurassic Pennask batholith, a large intrusion of medium-grained granodiorite to quartz diorite.

The volcanics and sedimentary rocks have been altered, probably the result of hydrothermal activity related to the Pennask batholith. Epidote alteration is common; potassium feldspar alteration is more restricted. Skarn alteration is most characteristic of this occurrence, as it hosts the main mineralization. It is closely associated with limy rocks, and is marked by epidote and garnet. North-trending gossanous shear zones have been exposed in trenches near the skarn zones (Assessment Report 449).

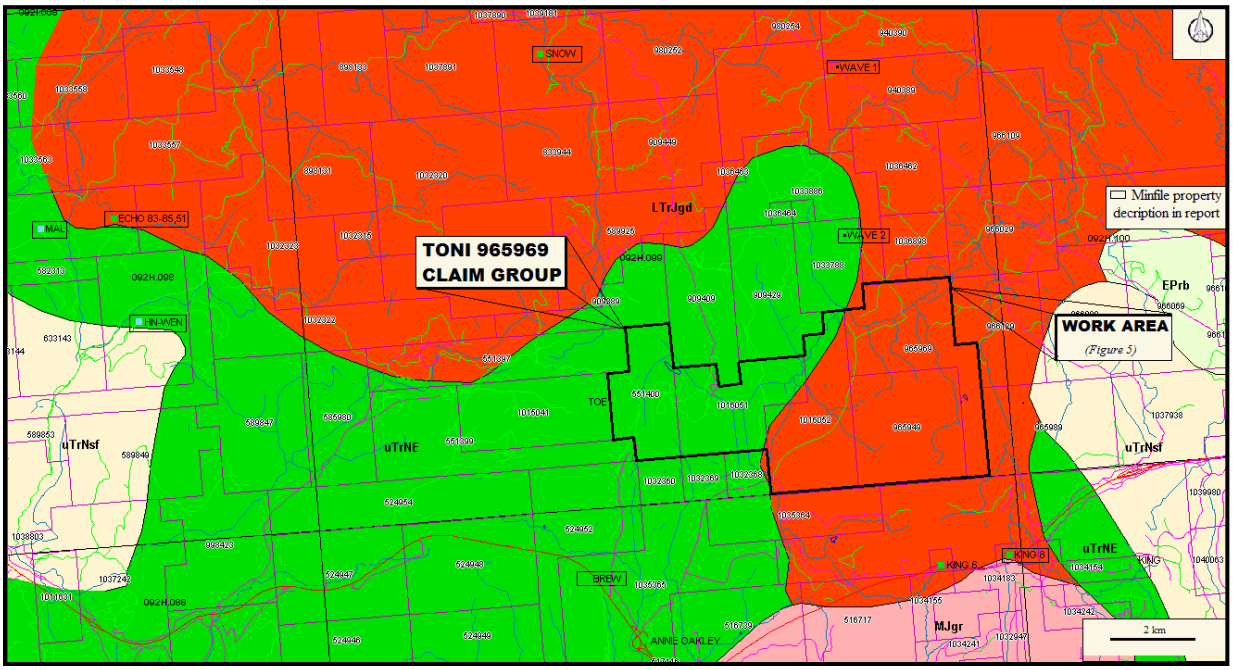
BRENDA past producer (Porphyry Cu +/- Mo +/- Au)
MINFILE 092HNE047
Fifteen kilometres east-southeast

The Pennask Mountain area is mainly underlain by a roof pendant comprising westerly younging, Upper Triassic sedimentary and volcaniclastic rocks of the Nicola Group. These are intruded and enclosed to the north, east and south by plutonic rocks of the Early Jurassic Pennask batholith and Middle Jurassic Osprey Lake batholith. Both the Nicola rocks and the Pennask batholith are unconformably overlain by Tertiary sediments and volcanics of the Princeton Group.

The Brenda copper-molybdenum deposit is within the "Brenda stock", a composite quartz diorite/granodiorite body which forms part of the Pennask batholith. Several ages and compositions of pre and post-ore dikes cut the stock. The deposit is approximately 390 metres from the contact with Nicola Group rocks to the west.

Geology: Toni 965969 Claim Group Area *(cont'd)*

Figure 4. **Geology, Claim, Index & Minfile**
(Base Map: from MapPlace)



GEOLOGY MAP LEGEND

Pleistocene to Recent
PlRal
Unnamed alluvial till
PlRvk
Unnamed alkalic volcanic rocks
Upper Triassic
Eastern Volcanic Facie
uTrNE
lower amphibolite/kyanite grade metamorphic rocks
uTtNsf
mudstone, siltstone, shale, fine clastic sedimentary rocks
uTrNMl
basaltic volcanic rocks
uTrJum
unnamed ultramafic rocks
Central Volcanic Facies
uTrNc
andesitic volcanic rocks
Late Triassic to Early Jurassic
LTrJgd
unnamed granodiorite intrusive rocks
LTrJdr
dioritic to gabbroic intrusive rocks
Middle Jurassic
MJgr
Unnamed granitic, alkalitic feldspar, intrusive rocks

Geology: Toni 965969 Claim Group Area (cont'd)

***BRENDA** past producer (cont'd)*

Nicola Group tuffs, volcanic breccias and flows adjacent to the Brenda stock have been altered to "schistose hornfels". This hornfels, which is as wide as 450 metres, is characterized by the development of bands and aligned lenses of felted brown to black biotite. Schistosity generally strikes roughly parallel to the intrusive contact and dips west at 30 to 70 degrees. The schistose hornfels grades westerly into recognizable west-dipping volcanic rocks which in turn are overlain by greywacke, argillite and shales.

The Brenda stock is a composite, zoned quartz diorite to granodiorite body which can be divided into two units. Unit 1 is of quartz diorite composition and contains abundant mafic minerals (hornblende > biotite) and angular quartz grains, whereas unit 2 is porphyritic granodiorite and contains fewer mafic minerals (biotite > hornblende), well-defined biotite phenocrysts and subhedral quartz grains. The contact between units 1 and 2 is generally gradational, but locally sharp. At sharp contacts, unit 2 is chilled against unit 1.

Dikes of several ages and compositions cut the Brenda stock. At least four types, aplite-pegmatite, andesite, trachyte porphyry and basalt, have been identified in the Brenda orebody. Similar dikes, as well as felsite, dacite and quartz diorite have been mapped beyond the limits of economic mineralization. The aplite-pegmatite dikes are cut by all other dikes and by all mineralized fractures. The andesite dikes have been altered and mineralized during ore formation. Two types of quartz diorite dikes are found and both are cut by quartz-sulphide veins. Dacite porphyry and felsite dikes are also cut by quartz-sulphide veins.

A trachyte porphyry dike up to 4.5 metres wide and 300 metres in strike length is exposed in the Brenda pit. A weakly mineralized vein was observed in the dike which suggested an intermineral age for the dike. Further evidence has clearly shown that the dikes cut all stages of mineralization, except some of the latest quartz veins (Canadian Institute of Mining and Metallurgy Special Volume 15). Several post-mineral hornblende lamprophyre dikes also occur within the Brenda orebody and are probably genetically related to the trachyte porphyry dikes.

Irregular, branching basalt dikes, probably related to Tertiary volcanism, have been intruded along pre-existing fault zones. They cut all phases of mineralization and alteration. Initial potassium-argon dating of two samples from the Brenda mine area resulted in different ages for hornblende (176 Ma) and biotite (148 Ma).

Interpretation of these results suggests that the Brenda stock crystallized about 176 million years ago. Biotite samples from the pit area have been dated at about 146 Ma, which probably represents the age of mineralization (Canadian Institute of Mining and Metallurgy Special Volume 15).

Faults in the Brenda pit are expressed as fracture zones in which the rock is intensely altered to clay minerals, sericite, epidote and chlorite. These fracture zones range in width from a few centimetres to 9 metres. Most strike 070 degrees and dip steeply south. Northwest-striking faults exhibit left-lateral movement. The faults transect all mineralization, except some calcite veins. Sulphides, especially molybdenite, have been smeared along fault planes. Shear zones are wider and more numerous in the north half of the pit, where they control bench limits.

HN-WEN prospect (Volcanic redbed Cu)
MINFILE 092HNE058
Twelve kilometres west

The HN-WEN occurrence is hosted in the Upper Triassic Nicola Group, which regionally consists of alkalic and calcalkalic volcanics and intrusions of island arc origin, and which is the principal component of the Quesnel Terrane in southern British Columbia (Geological Survey of Canada Maps 41-1989, 1713A). This belt has been of major economic interest because of its potential for porphyry copper-gold mineralization.

Geology: Toni 965969 Claim Group Area *(cont'd)*

HN-WEN prospect *(cont'd)*

The occurrence lies in the northern assemblage of the Eastern belt of the Nicola Group (after Preto, Bulletin 69). This assemblage mainly consists of well-bedded submarine volcaniclastic rocks and volcanic flows. The main Aspen Grove copper camp lies several kilometres to the west in the Central belt, separated by the north-striking Kentucky-Alleyne fault system (Bulletin 69).

The area of the occurrence is underlain by augite porphyritic volcanic flows of andesitic to basaltic composition, fragmental rocks including tuff and breccia, and argillites (Assessment Reports 1586, 4230). The argillites are dark grey to black, well bedded, and locally limy. They are somewhat carbonaceous and pyritic. Minor rock types present include feldspar porphyry and locally lenses of diorite. About 2.5 kilometres to the northeast is the contact with the Early Jurassic Pennask batholith, a large intrusion of medium-grained granodiorite to quartz diorite.

The contact between the volcanic rocks and the argillites passes through the centre of the mineralised area. The contact is parallel to bedding, striking 130 degrees and dipping 40 degrees southwest, with the volcanic rocks on the northeast side (Assessment Report 4230).

ECHO showing (Volcanic redbed Cu)
MINFILE 092HNE059
Thirteen kilometres west-northwest

The Echo occurrence is hosted in the Upper Triassic Nicola Group, which regionally consists of alkalic and calcalkalic volcanics and intrusions of island arc origin, and which is the principal component of the Quesnel Terrane in southern British Columbia (Geological Survey of Canada Maps 41-1989, 1713A)

This belt has been of major economic interest because of its potential for porphyry copper-gold mineralization.

The occurrence lies in the northern assemblage of the Eastern belt of the Nicola Group (after Preto, Bulletin 69). This assemblage mainly consists of well-bedded submarine volcaniclastic rocks and volcanic flows.

The main Aspen Grove copper camp lies several kilometres to the west in the Central belt, separated by the north-striking Kentucky-Alleyne fault system (Bulletin 69).

The area of the occurrence is underlain by augite porphyritic volcanic flows of andesitic to basaltic composition, and volcanic tuff and breccia (Assessment Report 1586; Geological Survey of Canada Map 41-1989). The volcanics may be affected by low grade propylitic and chloritic alteration. Less than 1 kilometre to the north of the occurrence is the east-striking contact of the Early Jurassic Pennask batholith, a large intrusion of medium-grained granodiorite to quartz diorite.

ELK past Producer (Intrusion-related Au pyrrhotite veins; Polymetallic veins Ag-Pb-Zn +/-Au; Au-quartz veins)
MINFILE 092HNE096
Six kilometres south

The Elk property is underlain by Upper Triassic volcanics and sediments of the Nicola Group and by Middle Jurassic granites and granodiorites of the Osprey Lake batholith. The contact between these units trends northeasterly across the property. Early Tertiary feldspar porphyry stocks and dikes of the Osprey Lake intrusions occur throughout the property. The western property area is underlain by steeply west-dipping andesitic to basaltic flows, agglomerates, tuffs and minor siltstone and limestone units of the Nicola Group. The eastern half of the property is underlain by granitic rocks of the Osprey Lake batholith.

Geology: Toni 965969 Claim Group Area *(cont'd)*

BREW showing (Alkalic porphyry Cu-Au; Subvolcanic Cu-Ag-Au; As-Sb)
MINFILE 092HNE275
Three kilometres south

This occurrence is hosted in volcanics and minor sediments of the Upper Triassic Nicola Group, 2.6 kilometres northwest of the Middle Jurassic Osprey Lake batholith. The volcanics consist primarily of andesite and fine-grained diorite.

The contact between the two units is gradational, suggesting the diorite may be a subvolcanic equivalent of the andesite. Minor tuffs, lapilli tuffs, agglomerates, and feldspar porphyritic andesite are also present. The sediments consist of mudstone, siltstone, shale, and rare carbonate, intercalated with the pyroclastic units.

A major fault zone, the Brew fault, striking 140 degrees and dipping steeply southwest, is exposed along the Coquihalla Highway for 600 metres.

The zone is approximately 40 metres wide. It is somewhat gossanous and exhibits carbonate and clay alteration and sporadic silicification. Some quartz +/- calcite stringers and blebs are present but not common. Pyrite is ubiquitous along the entire fault. Sections of the zone are strongly mineralized with massive veins, narrow stringers and occasional disseminations of marcasite, pyrite and pyrrhotite. Samples of pyritic clay-altered sections have yielded up to 0.280 gram per tonne gold and 0.445 per cent arsenic (Assessment Report, 18041, page 8, samples 128665, 44719)

This fault is traversed by several significant fault/shear zones striking 100 to 120 degrees. One major crossfault, the Mugwump fault, is exposed west of the Brew fault, striking 100 degrees and dipping 60 degrees south.

SNOW showing (Porphyry Cu+/-Mo+/-; Polymetallic veins Ag-Pb-Zn+/-Au
MINFILE 092HNE292
Seven kilometres north

The Pine showing is 500 metres south of Quilchena Creek and 4.8 kilometres north-northeast of the north end of Boot Lake. A drillhole intersected minor copper mineralization in weakly to moderately chloritized granite of the Early Jurassic Pennask batholith. A sample of drill core from 28.0 metres depth contained fine-grained magnetite accompanied by fine-grained chalcocite or bornite along the margins of a zeolite vein.

WAVE 1 anomaly (Polymetallic veins Ag-Pb-Zn+/-Au)
MINFILE 092HNE311
Six kilometres north

The area is underlain by granitic rocks of the Jurassic Pennask batholith and basaltic volcanics of the Triassic Nicola Group.

WAVE 2 anomaly (Polymetallic veins Ag-Pb-Zn+/-Au)

MINFILE 092HNE312
One kilometre north

The area is underlain by granitic rocks of the Jurassic Pennask batholith and basaltic volcanics of the Triassic Nicola Group.

GEOLOGY: TONI 965969 CLAIM GROUP

As indicated by the BC government supported MapPlace geological maps, the Toni 965969 Claim Group covers a northerly trending to northeasterly contact between the upper Triassic Nicola Group of basaltic volcanic rocks (uTrNE) in the west and a batholith of late Triassic to early Jurassic granodiorite (uTrJgd) of the Pennask Batholith in the east. Tenure 965945 of the structural analysis is entirely underlain by rocks of the Pennask Batholith.

MINERALIZATION: TONI 965969 CLAIM GROUP AREA

The mineralization on some of the more significant mineral MINFILE reported occurrences, prospects, and past producers on the Toni 965969 Claim Group and peripheral to the Toni 965969 Claim Group (Figure 4) is reported as follows. The distance from the Toni 965969 Claim Group is relative to Toni 965969 Claim Group..

MAL prospect (Cu skarn; Fe skarn; Au skarn)
MINFILE 092HNE002
Fifteen kilometres west-northwest

Copper mineralization is concentrated in the skarn zones. Pyrite and subordinate magnetite and chalcopyrite are associated with quartz-calcite veins, or are disseminated in variable amounts (Assessment Report 1586). Chalcocite and malachite are also present at the main showing (Assessment Report 8453). Finely disseminated pyrite is common in most rocks, particularly the argillaceous rocks (Assessment Reports 1718, 9590). A zone of massive, medium-grained pyrite between 1 and 13 metres thick, in altered volcanic rocks, has been found below the surface by diamond drilling; the paragenesis is epidote, magnetite, pyrite (Assessment Report 9590).

Copper values appear to be erratic. In early diamond drilling, the best result reported is 1.62 per cent copper over 6 metres; this section contained at least 50 per cent magnetite (Assessment Report 449, page 6). More recent diamond drilling has resulted in generally low metal values, although one split core sample assayed 0.37 per cent copper and 6.8 grams per tonne silver (Assessment Report 9590). A grab sample from the main trenched and drilled area assayed 0.34 gram per tonne gold, 3.4 grams per tonne silver, and 0.2 per cent copper (Assessment Report 8453). The high magnetite and pyrite content of the rocks at this occurrence is reflected in significant magnetic and induced polarization anomalies, respectively, over the mineralized zones (Assessment Reports 1586, 8453).

BRENDA past producer (Porphyry Cu +/- Mo +/- Au)
MINFILE 092HNE047
Fifteen kilometres east-southeast

The Brenda orebody is part of a belt of copper-molybdenum mineralization that extends north-northeast from the Nicola Group-Brenda stock contact. Mineralization of economic grade (0.3 per cent copper equivalent) is confined to a somewhat irregular zone approximately 720 metres long and 360 metres wide. Ore-grade mineralization extends more than 300 metres below the original surface. Lateral boundaries of ore-grade mineralization are gradational and appear to be nearly vertical.

Primary mineralization is confined almost entirely to veins, except in altered dike rocks and in local areas of intense hydrothermal alteration which may contain minor disseminations. The grade of the orebody is a function of fracture (vein) density and of the thickness and mineralogy of the filling material. The average total sulphide content within the orebody is 1 per cent or less. Chalcopyrite and molybdenite, the principal sulphides, generally are accompanied by minor, but variable, quantities of pyrite and magnetite. Bornite, specular hematite, sphalerite and galena are rare constituents of the ore. Johnson (1973), in a study of 17 samples from the deposit, reported minor pyrrhotite, mackinawite, carrollite, cubanite, ilmenite, rutile and native gold(?), as well as several secondary sulphides (Canadian Institute of Mining and Metallurgy Special Volume 15). Pyrite is most abundant in altered andesite dikes and in quartz-molybdenite veins. The ratio of pyrite to chalcopyrite in the orebody is about 1:10, with the chalcopyrite content diminishing beyond the ore boundaries.

Because mineralization is confined almost entirely to veins in relatively fresh homogeneous rock, the veins are divided into separate stages, based on crosscutting relations and their mineralogy and alteration effects on the hostrock. The vein density within the orebody is not uniform. Ranges are recorded from less than 9 per metre near the periphery of the orebody to 63 per metre and occasionally 90 per metre near the centre of the orebody. Some veins have very sharp contacts with wallrocks, but most contacts are irregular in detail where gangue and sulphide minerals replace the wallrock.

Mineralization: Toni 965969 Claim Group Area (cont'd)

***BRENDA** past producer (cont'd)*

A vein may show features characteristic of fracture- filling in one part and of replacement in another. Mineralized solutions were introduced into fractures and, during development of the resultant veins, minor replacement of the wallrock ensued.

The chronological stages of mineralization are as follows: (1) biotite-chalcopyrite (oldest); (2) quartz-potassium feldspar- sulphide; (3) quartz-molybdenite-pyrite; (4) epidote-sulphide- magnetite; and (5) biotite, calcite and quartz. Stages 1 through 4 are all genetically related to a single mineralizing episode, which was responsible for the orebody. Stage 5 represents a later, probably unrelated, event(s) (Canadian Institute of Mining and Metallurgy Special Volume 15).

Stage 2 veins form the bulk of the mineralization in the deposit, and are the most important source of ore.

Hydrothermal alteration at the Brenda deposit generally is confined to narrow envelopes bordering veins. These alteration envelopes commonly grade outward into unaltered or weakly propylitic-altered rock. Where veins are closely spaced, alteration envelopes on adjacent veins may coalesce to produce local areas of pervasive alteration. For the most part, hydrothermal alteration at the Brenda deposit is exceptionally weak for a porphyry copper system.

Four types of alteration are recognized in the Brenda deposit, three of which are related to the mineralizing process. Two of these are potassic (potassium feldspar) and biotite, and the other is propylitic. Later argillic alteration has been superimposed on the system along post-mineral faults.

Potassium feldspar and biotite alteration generally are separated in space, but locally occur together. Both types of alteration accompanied sulphide deposition.

Potassium feldspar replaces plagioclase adjacent to most stage 2 and, to a lesser extent, stage 3 veins. These irregular envelopes range in width from a centimetre or less up to a metre, with an average of about 2 centimetres. Potassium feldspar also occurs as a minor constituent of stage 1 veins.

Hydrothermal biotite replaces magmatic mafic minerals (hornblende, biotite) and, more rarely, plagioclase in hostrock adjacent to stage 2 and especially stage 3 veins. These envelopes of hydrothermal biotite range in width from less than 1 millimetre to several centimetres.

Weak to intense propylitic alteration, which is characterized by the development of chlorite and epidote, as well as less obvious microscopic sericite and carbonate, is sporadically distributed throughout the Brenda stock. Large areas within the orebody have not been propylitized and in these areas, veins with potassic alteration envelopes clearly cut across propylitized quartz diorite, indicating an early hydrothermal or even a pre-ore origin for the propylitization (Canadian Institute of Mining and Metallurgy Special Volume 15). A second period of propylitization accompanied the development of stage 4 veins and is reflected as envelopes of epidote and chlorite.

Locally intense argillic alteration is confined to post-mineral fault zones where the hostrock has been highly shattered. Kaolinite, sericite and epidote have almost completely replaced the host rocks.

Surface weathering, which is expressed predominantly by the development of limonite, extends as a highly irregular blanket over the mineralized zone for depths ranging from a few metres to greater than 30 metres. In this weathered area, limonite stains all fractures. Fault zones have been especially susceptible to surface weathering, and the argillic alteration of these zones may be primarily the result of groundwater action. Secondary minerals developed during weathering, all highly subordinate in quantity to limonite, include malachite, azurite, hematite, ferrimolybdite, powellite and cupriferous manganese oxides. Cuprite, covellite, chalcopyrite, native copper, tenorite and ilsemannite are rare constituents.

Copper-molybdenum mineralization in the Brenda deposit was developed during several sequential stages, all of which constitute one mineralizing episode. Each stage occupies unique sets of fractures, which are filled with specific combinations of metallic and gangue minerals.

Mineralization: Toni 965969 Claim Group Area *(cont'd)*

BRENDA *past producer (cont'd)*

Although the attitudes of veins in each stage are unique in detail, most stages include conjugate steeply dipping sets of northeast and northwest striking veins. If these veins occupy shear fractures, it is probable that they were formed by generally east-west compressive forces. Examination of the structure in the Nicola Group rocks to the west reveals that north-northwest and north trending fold axes also indicate an east-west compression.

It is suggested that intermittent east-west compressional forces intensely fractured the rocks of the Brenda stock during several stages of time and tapped a hydrothermal source, either a later phase of the Brenda stock or a separate intrusive system.

As each stage of fractures developed, hydrothermal fluids introduced vein material which healed the fractures. Renewed build-up of compressional forces again fractured the rocks, which were again healed. Repetition of this sequence can explain all stages of mineralization within the Brenda deposit. East-west compression continued after ore deposition ceased and produced prominent east-northeast and northwest striking shear zones (Canadian Institute of Mining and Metallurgy Special Volume 15).

HN-WEN prospect (Volcanic redbed Cu)
MINFILE 092HNE058
Twelve kilometres west

The mineralization is restricted to the volcanics. It is exposed in 3 adits and at least 8 trenches, and is marked by alteration, mainly epidotization, silicification, carbonatization, moderate chloritization and local pyritization. Chalcopyrite is the only copper mineral: it is disseminated, or concentrated in quartz and calcite veins and veinlets between 0.3 and 30 centimetres thick, usually about 8 centimetres thick. Pyrite, pyrrhotite and rare specular hematite are also present in the veins. Locally oxidation has produced abundant malachite, azurite and limonite.

The mineralized zone measures 760 by 90 metres and has a depth of about 75 metres. Diamond drilling indicates that it strikes 160 degrees and dips vertically or steeply east, so it is not parallel to the volcanic-sedimentary contact, indicating that the contact is not the controlling factor. Rather, the veins hosting the mineralization are structurally controlled by numerous faults and fractures which consistently strike 160 degrees and dip 85 degrees east (Assessment Report 4230). Incidentally, the Echo occurrence (092HNE059) lies on this trend, 2 kilometres to the north-northwest, and the mineralization may also extend south-southeast of the HN-WEN occurrence (Assessment Report 4230).

Some significant copper and silver values have been obtained from the workings and diamond drill core. A 1.5-metre chip sample from Adit Number 1 was assayed at 4.39 per cent copper, 92.6 grams per tonne silver, and 0.7 gram per tonne gold (Assessment Report 4230).

A grab sample from here was assayed at 4.84 per cent copper, 46.6 grams per tonne silver and 0.7 gram per tonne gold (Assessment Report 4230). Both samples were from oxidized material and may not be representative of grade throughout the deposit (Assessment Report 4230). A drill core sample (hole HNS 72-1) assayed 1.12 per cent copper and 3.4 grams per tonne silver (Assessment Report 4230). The average grade of the whole deposit has been estimated at 0.08 per cent copper, with a generally low gold and silver content (Assessment Report 4230).

ECHO showing (Volcanic redbed Cu)
MINFILE 092HNE059
Thirteen kilometres west-northwest

Chalcopyrite and malachite are present in trenches and open-cuts in volcanics over an area 1000 by 800 metres. Chalcopyrite is disseminated, or concentrated in quartz-calcite veins (Assessment Report 1586). The Echo occurrence lies directly along the strike of prominent fractures which host significant copper-silver mineralization at the HN-WEN occurrence (092HNE058), 2 kilometres to the south-southeast (Assessment Report 4230).

***Mineralization: Toni 965969 Claim Group Area** (cont'd)*

ELK past producer (Intrusion-related Au pyrrhotite veins; Polymetallic veins Ag-Pb-Zn +/-Au; Au-quartz veins)
MINFILE 092HNE096
Six kilometres south

Gold-silver mineralization on the Elk property is hosted primarily by pyritic quartz veins and stringers in altered pyritic granitic and, less frequently, volcanic rocks. Crosscutting relationships indicate that the veins are Tertiary in age; they may be related to Tertiary Osprey Lake intrusive events.

To date, mineralization has been located in four areas on the Elk property: Siwash North, South Showing (092HNE261), North Showing (092HNE281) and Siwash Lake (092HNE041, 295).

The Siwash Lake zone is 800 metres south of the Siwash North deposit; the North Showing and South Showing areas are 2 and 3 kilometres south of Siwash North respectively.

In the Siwash North area, gold occurs in veins measuring 5-70 centimetres wide, hosted by a zone of strongly sericitic altered granite and, in the west, volcanic rocks. In general, the mineralized zone trends east-northeast with southerly dips from 20-80 degrees (from east to west), and appears to be related to minor shearing. Quartz veining occurs in a number of parallel to subparallel zones. Each zone consists of one or more veins within an elevation range of 5 to 10 metres that can be correlated as a group to adjacent drillholes. In the eastern parts of the area, up to six subparallel zones occur. Five of these zones are consistent enough to be labelled the A, B, C, D and E zones.

Mineralization in the west has been identified in one or locally two zones (the B and C zones). The main mineralized zone (B) is consistent, with only minor exceptions, across the entire drill grid.

The Siwash North structure has been tested to 335 metres downdip and along a strike length of 925 metres. The zone remains open to depth and along strike.

At surface, supergene alteration has leached out most of the sulphides with some pyrite and chalcopyrite remaining. Mineralization occurs primarily as native gold, occasionally as spectacular aggregates of coarse flakes in frothy quartz (strong pyrite boxwork) or in fractures in the vein. Electrum was noted in one area as very coarse-grained flakes associated with strong manganese staining. Gold is rarely seen in boxworks in sericitic (phyllic) alteration.

In drill core, mineralization has not been affected by supergene processes. Metallic minerals in drill core include pyrite, chalcopyrite, sphalerite, galena, tetrahedrite, maldonite ? pyrrhotite and native gold in order of decreasing abundance). Gold is strongly associated with pyrite and with a blue-grey mineral. Photomicrographs show the gold commonly in contact with this mineral, which may be a gold-bismuth alloy (maldonite?) or a copper-bismuth- antimony sulphosalt.

Gangue mineralogy consists primarily of quartz and altered wallrock fragments. Ankerite is commonly present, with lesser amounts of calcite. Minor barite is also present. Fluorite was noted in one vein as very small (less than 1 millimetre) zoned purple cubes scattered in the quartz.

Stronger alteration generally accompanies higher grade gold mineralization. Seven main types of alteration were recognized in the granitic rocks throughout the property: propylitic, argillic, sericitic, potassium feldspar stable phyllic, phyllic, advanced argillic and silicic. Locally, potassic alteration, skarnification and silicification are evident, but are relatively minor and do not appear to be related to mineralization.

Propylitic alteration is generally light green with biotite and hornblende altered to chlorite, and plagioclase is saussuritized. In volcanics, the colour is generally olive green, and the rock is soft. Argillic alteration is exemplified by bleached rock, with plagioclase white and clay-altered; potassium feldspar is slightly altered.

Volcanics are bleached to light green or grey. Sericitic alteration is typically pale green with a micaceous sheen, with plagioclase altered to sericite; trace disseminated pyrite may be present. This type of alteration is often associated with quartz veins and appears to be the lowest grade alteration associated with gold mineralization. It is not recognized in volcanics.

***Mineralization: Toni 965969 Claim Group Area** (cont'd)*

***ELK** past producer (cont'd)*

Potassium feldspar stable phyllic alteration is light pink, green or yellowish with potassium feldspar fresh and pink and blocky. Plagioclase and mafic minerals are altered to fine-grained quartz-sericite-pyrite. It often occurs with veins and is associated with gold mineralization; it is not recognized in volcanics.

Phyllic alteration is generally grey, fine-grained quartz-sericite-pyrite alteration usually associated with veins and often gradational to quartz and often auriferous. Advanced argillic alteration is exemplified by most or all of feldspar being destroyed, quartz is "free-floating". The alteration is often sheared and white in colour and is often associated with quartz veins. Volcanics are white or blue coloured. Silicic alteration is quartz veining or replacement that is hard with moderate conchoidal fracture. There is a strong symmetrical zoning of alteration around the quartz veins: vein-advanced argillic-phyllic-potassium feldspar stable phyllic-argillic-propylitic.

Measured geological reserves of the Siwash North deposit are 308,414 tonnes grading 22.17 grams per tonne gold and 24.68 grams per tonne silver using a cutoff grade of 10 grams per tonne gold. Reserves are based on results from 107 drillholes at 50-metre grid spacings along 804 metres of strike length to 304 metres downdip. All veining intercepts have been adjusted for true width and assays diluted to 2-metre mining widths (George Cross News Letter No. 223 (November), 1991).

The revised drill indicated reserve, based on more realistic open pit and underground mining widths of 0.39 to 0.79 metre with a 20.5 grams per tonne gold cutoff grade, is 122,458 tonnes averaging 54.5 grams per tonne gold (George Cross News Letter No. 65 (April 2), 1993).

Surface drilling was done on fences 10-50 metres apart, underground drilling on fences 10 metres apart. Reserve calculations by the company and consultant Roscoe Postle gave the following results (Explore B.C. Program 95/96 - A38):

Possible (undiluted) 50,260 tonnes at 66,400 tonnes at 42.0 g/t gold 31.4 g/t gold

Probable (undiluted) 16,991 tonnes at 28,200 tonnes at 50.2 g/t gold 26.6 g/t gold

The 1996 exploration program consisted of 6873 metres of drilling in 91 holes. The Siwash zone has been traced along a 914 metre strike length and down dip to 245 metres.

Reserves estimated by the company at January 1, 1996 were 121,350 tonnes grading 25.4 grams per tonne gold and 35.3 grams per tonne silver.

These include a diluted, probable open-pit resource of 11,340 tonnes grading 58.97 grams per tonne gold, an underground probable resource below the open pit of 20,225 tonnes grading 26.74 grams per tonne gold, and a further possible underground resource of 89,790 tonnes grading 23.66 grams per tonne gold (Information Circular 1997-1, page 21).

Surface diamond drilling totaling 1413.96 metres in 12 holes was completed on the Siwash Mining lease during 2000 testing the B, WD and Gold Creek West (GCW) zones.

A trenching program was carried out in 2001 in the Siwash East Area consisting of six trenches totaling 202 meters. Almaden Resources and Fairfield Minerals Ltd. merged into Almaden Minerals Ltd. in February, 2002.

In 2002, Almaden undertook a 26 hole surface diamond drill program for a total of 4995.67 metres testing the B, WD, GCW and Bullion Creek zones. During the 2003 field season a 6570 metre, 30 hole, diamond drill program was carried out by Almaden in the Siwash North area testing the WD zone. The WD vein system is located approximately 100 metres north of the Siwash B zone vein and has been tested over a strike length of 610m and down dip for 380m.

By the end of May 2004, a total of eight mineralized veins had been discovered on the property. Four vein systems had been drilled in the Siwash area: the B system with a strike length of 900 m has been tested down dip to 320 m; the WD zone with a strike length of 650 m has been tested to 370 m down dip; the GCW zone with a strike length of 300 m has been tested to 130 m down dip and the Bullion Creek (BC) zone which has been tested with two holes to a depth of 75 m.

Mineralization: Toni 965969 Claim Group Area *(cont'd)*

ELK *past producer (cont'd)*

A new 43-101 compliant resource was calculated using drill data for the Siwash B and WD veins, just two of eight known mesothermal vein structures on the property.

Global (bulk-tonnage and underground mineable) measured and indicated resources were reported to total 668,300 tonnes grading 9.66 grams per tonne gold (207,600 ounces) plus an additional 1,317,200 tonnes grading 4.91 grams per tonne gold (207,800 ounces) in the inferred category (News Release, Almaden Minerals Limited, May 28, 2004).

Included in the global figures is a higher grade, underground-mineable resource totaling 164,000 tonnes grading 33.69 g/t gold in the measured and indicated category, plus another 195 200 tonnes grading 16.38 g/t gold in the inferred category.

In 2004 a diamond drill program consisting of 10,265 meters of NQ drilling in 44 holes was completed. As reported by Almaden in 2001, a possible extension to the B and WD vein systems was found roughly two kilometres along strike to the east, on the other side of an area of overburden cover and no outcrop, as part of a trenching program. Grab samples of the vein material taken at surface returned averaged analyses of 31.6 grams per tonne gold and 104.4 grams per tonne silver (News Release, Almaden Minerals Limited, March 4, 2005. This discovery added about two kilometres of prospective, unexplored strike length to the high-grade vein system.

BREW showing (Alkalic porphyry Cu-Au; Subvolcanic Cu-Ag-Au; As-Sb)
MINFILE 092HNE275
Three kilometres south

The zone has been traced on surface for 400 metres and is 30 to 40 centimetres wide. It is comprised of strongly gossanous clay and fault gouge containing 1 to 2 per cent pyrite. Quartz and quartz-calcite stringers and quartz blebs occur sporadically throughout the zone. A sample of quartz vein material yielded 0.14 gram per tonne gold and 14.4 grams per tonne silver (Assessment Report, 18041, page 8, sample 239774).

SNOW showing (Polymetallic veins Ag-Pb-Zn+/-Au; Au Skarn)
MINFILE 092HNE292
Seven kilometres north

The Pine showing is 500 metres south of Quilchena Creek and 4.8 kilometres north-northeast of the north end of Boot Lake. A drillhole intersected minor copper mineralization in weakly to moderately chloritized granite of the Early Jurassic Pennask batholith. A sample of drill core from 28.0 metres depth contained fine-grained magnetite accompanied by fine-grained chalcocite or bornite along the margins of a zeolite vein.

WAVE 1 anomaly (Polymetallic veins Ag-Pb-Zn+/-Au)
MINFILE 092HNE311
Six kilometres north

Locally, mineralized quartz vein float was found and contain disseminated pyrite and limonite with occasional specks of chalcopyrite, galena or sphalerite. In 1991, samples of mineralized vein float, up to 0.20 metre in diameter, returned up to 8230 parts per billion gold, 249.3 parts per million silver, 844 parts per million copper and 4091 parts per million lead (Assessment Report 22864).

WAVE 2 anomaly (Polymetallic veins Ag-Pb-Zn+/-Au)

MINFILE 092HNE312
One kilometre north

Locally, mineralized quartz vein float was found and contain disseminated pyrite and limonite with occasional specks of chalcopyrite, galena or sphalerite. In 1991, samples of mineralized vein float, up to 0.20 metres in diameter, returned up to 25.7 parts per million silver, 1732 parts per million lead and 2107 parts per million zinc (Assessment Report 22864).

STRUCTURAL ANALYSIS

The structural analysis was performed on a DEM hillside shade map of Tenure 965969, by viewing of the map and marking the lineaments, or indicated structures thereon A total of 48 lineaments were marked (Figure 5), compiled into a 10 degree class interval, and plotted as a rose diagram as indicated on Figure 6.

The centre of the work area is at 5,534,394N, 689,909E 10 (NAD 83).

Figure 5. ***Lineaments as Indicated Structures on Tenure 965969***

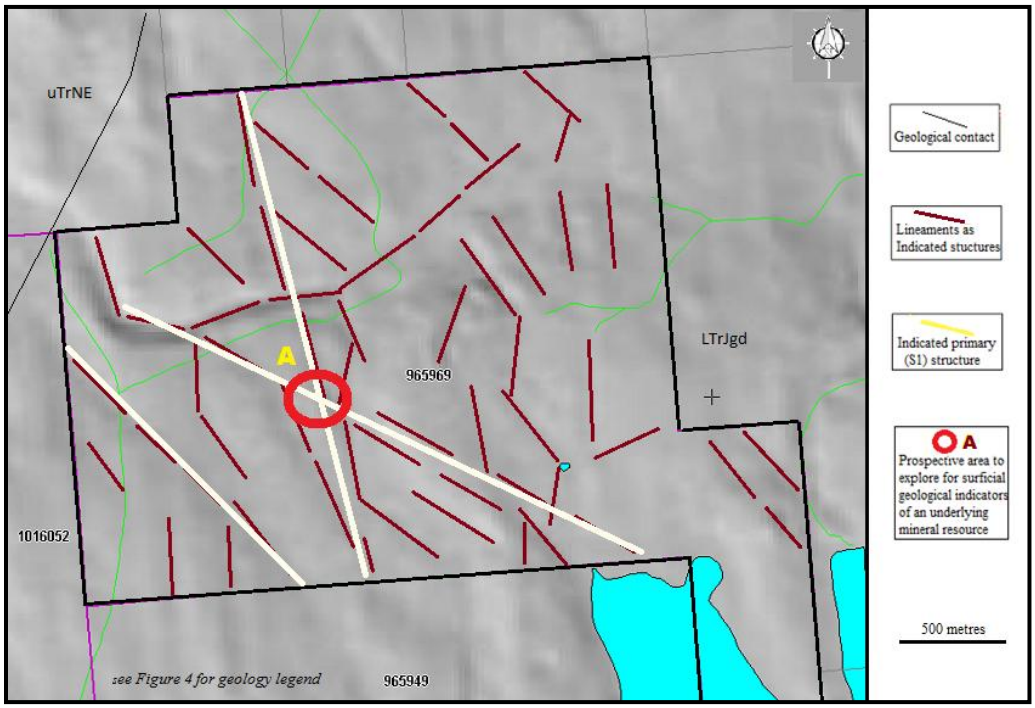
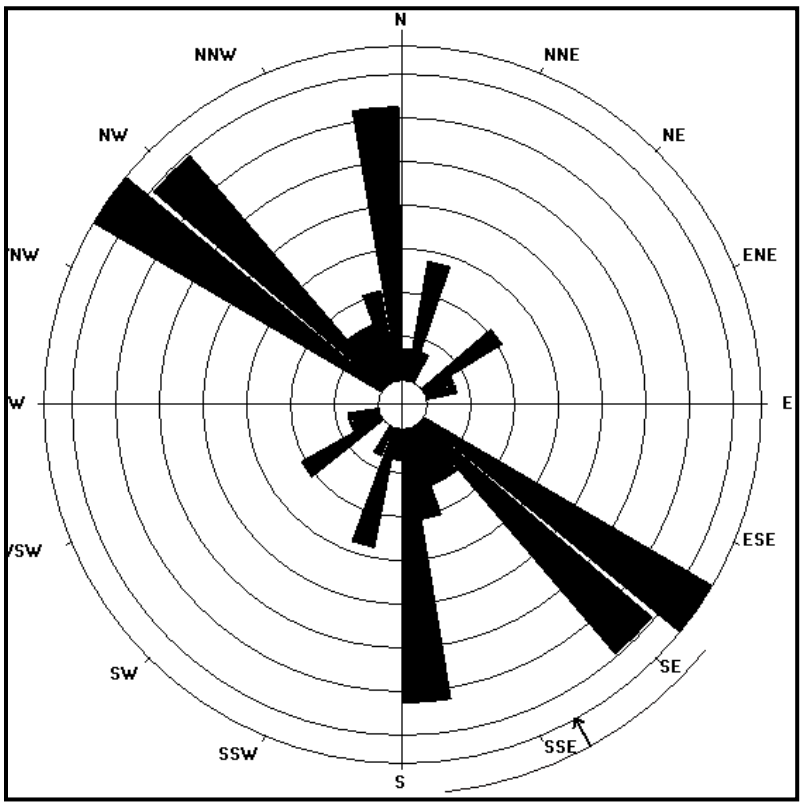


Table 2. ***Approximate location of Figure 5 cross-structure***
UTM-10 (NAD 83)

Area	UTM East	UTM North	Elevation (metres)
A	698,550	5,534,220	1,514

Figure 6. ***Rose Diagram from lineaments of Tenure 965969*** *(Figure 5).*



Rose Diagram Statistics

Axial (non-polar) data
No. of Data = 48
Sector angle = 10°
Scale: tick interval = 3% [1.4 data]
Maximum = 22.9% [11 data]
Mean Resultant dir'n = 151-331
[Approx. 95% Confidence interval = ±22.3°]
(valid only for unimodal data)

Mean Resultant dir'n = 151.2 - 331.2
Circ.Median = 145.5 - 325.5
Circ.Mean Dev.about median = 29.4°
Circ. Variance = 0.17
Circular Std.Dev. = 34.97°
Circ. Dispersion = 1.80
Circ.Std Error = 0.1939
Circ.Skewness = -2.41
Circ.Kurtosis = -13.67

kappa = 1.08
(von Mises concentration param. estimate)

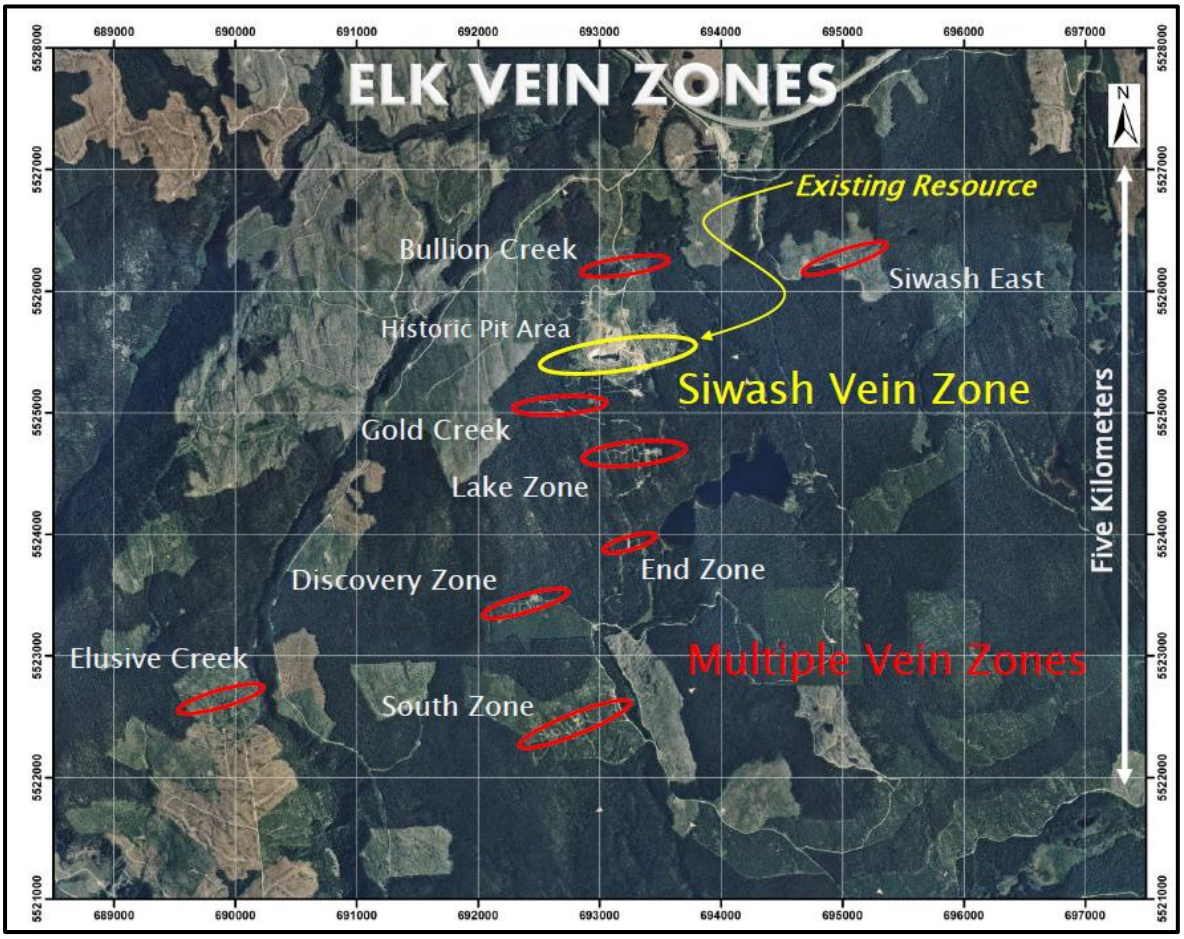
Resultant length = 22.78
Mean Resultant length = 0.4747

'Mean' Moments: Cbar = 0.2541; Sbar = -0.4009
'Full' trig. sums: SumCos = 12.1986; Sbar = -19.2435
Mean resultant of doubled angles = 0.1871
Mean direction of doubled angles = 090

(Usage references: Mardia & Jupp, 'Directional Statistics', 1999, Wiley; Fisher, 'Statistical Analysis of Circular Data', 1993, Cambridge University Press)
Note: The 95% confidence calculation uses Fisher's (1993) 'large-sample method'

Figure 7. Elk Property of Gold Mountain Mining Corporation showing the north trending vein zones as an indicated mineral control by the north trending Elk Fault

(Map from Gold Mountain Mining Corporation 2012)



Magnetometer Survey

a) Instrumentation

A Scintrex MF 2 Model magnetometer used for the magnetometer survey. Diurnal variation was corrected by taking repeated readings at a base point throughout the day. Magnetometer values are total intensity and relative.

b) Theory

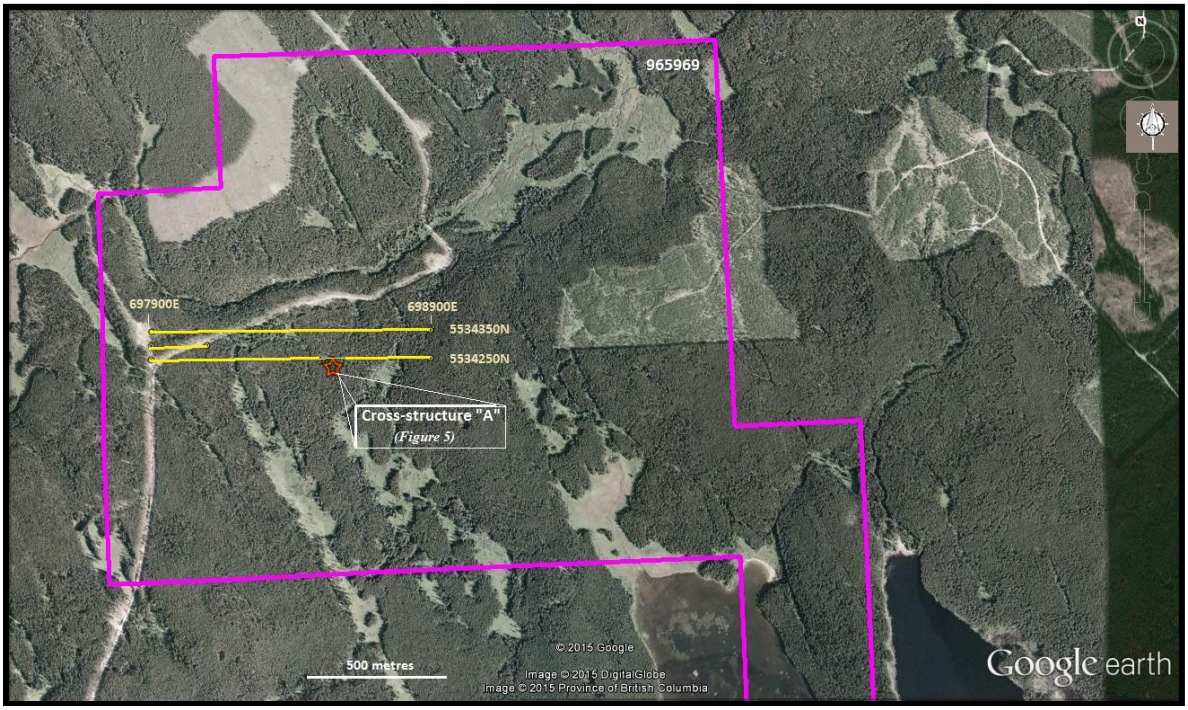
Only two commonly occurring minerals are strongly magnetic, magnetite and pyrrhotite; magnetic surveys are therefore used to detect the presence of these minerals in varying concentrations. Magnetics is also useful is a reconnaissance tool for mapping geologic lithology and structure since different rock types have different background amounts of magnetite and/or pyrrhotite.

c) Survey Procedure

From a northerly base line at 5,534,250N 697,900E, two stations were established at 5,534,300N and 5,534,350N. Magnetometer readings were taken at 25 metre intervals easterly along the grid lines along lines 5534250N and 5534350N to 698900E and to 689,100E along grid line 5534300N. The grid line stations were located by a GPS instrument. Line kilometres of magnetometer survey completed was 2.2. The field data is reported herein in Appendix I.

Magnetometer Survey (cont'd)

Figure 8. **Magnetometer Grid Index Map**
(Base from MapPlace)



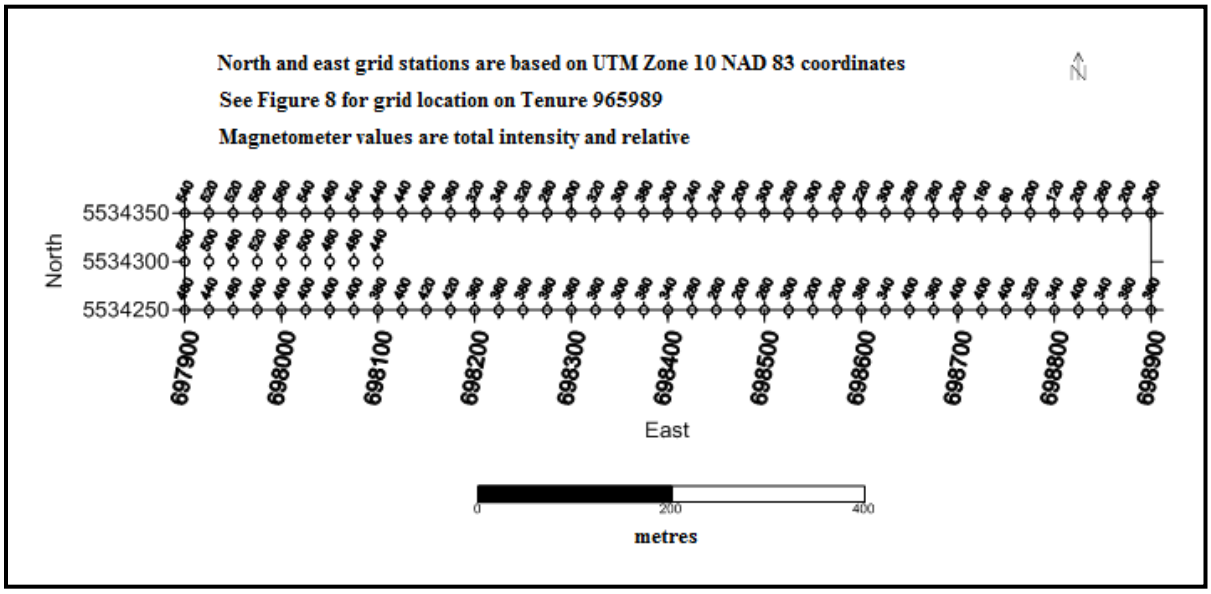
d) Data Reduction

The field results were initially input to an Exel spreadsheet whereupon a Surfer 31 program was utilized to create maps from the data results. The field results are included within as Appendix I.

e) Results

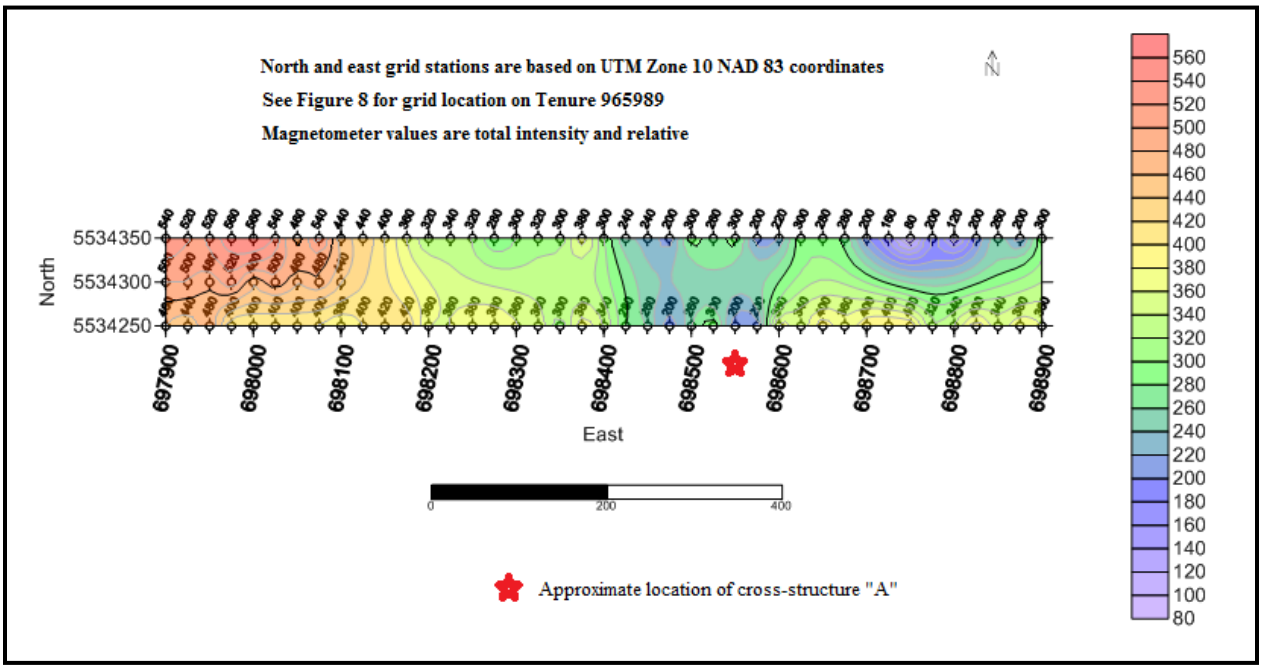
The results indicated a magnetometer high (HI) area for 250 metres in the western portion of the survey and a 750 metre magnetometer low (LO) area in the east.

*Figure 9 .***Magnetometer Survey Grid & Raw Data**
(Base from MapPlace)



Magnetometer Survey (cont'd)

Figure 10. **Magnetometer Survey Coloured Contour Map**



INTERPRETATION & CONCLUSIONS

The Structural analysis on Tenure 965969 indicated one cross-structure resulting from dominant northerly and northwesterly structures. These structural trends are mineral controls to many Minfile reported showings, prospects, or past producers in the area.

The most significant is the northerly trending Elk fault system where the Elk fault is topographically obvious for a minimum of 25 kilometres from, and not necessarily restricted to the limits of, the formerly productive Elk property in the south, to and beyond the Snow mineral showing *(Minfile 092HNE292)* in the north. The Elk fault is offset at least twice for up to two kilometres in the Elk/Snow section by northwest trending structures; at the Brew mineral showing *(Minfile 092HNE275)* by the Magwump fault and by a northwesterly trending fault at the Snow mineral showing *(Minfile 092H295)*.

The Brew fault is exposed along the Coquihalla Highway for 600 metres with sections of the fault zone strongly mineralized with massive veins, narrow stringers and occasional disseminations of marcasite, pyrite and pyrrhotite. This fault is traversed by several significant fault/shear zones. This structural intersection between the Elk and Brew faults indicates the significance of structural intersections which could have been the most effective process for tapping a hydrothermal mineral source at depth and being the conduit for the transport of the pressured solutions to surface.

At the Elk property the structural intersections are prime examples of mineral controlling structures. It appears that the controls to mineralization are mainly the northerly trending Elk fault and the east-northeast trending structures. The prime mineralization is at the intersection with east-northeast trending structures as shown on Figure 7. The mineral zone at one of these cross-structures was developed to a productive stage with the recovery of a reported 48,830 ounces of gold between 1992 and 1995.

Other mineral showings in the area may be associated with cross-structures. At the Wave 1 and Wave 2 Minfile mineral showings, north of the Toni 965969 Claim, mineralised quartz vein float may be an indication mineral controlling structures and a concealed mineral resource.

Interpretation & Conclusions *(cont'd)*

At the Echo showing an extensive area of mineralization appears to be on the same structure as the HN-WEN mineral zone which was explored by three adits and is structurally controlled by numerous faults and fractures. Significant copper and silver values have been obtained from the workings with recent drill results reported as 3.17% copper over 3.1 metres.

The localized magnetometer survey on Tenure 965969 of the Toni 965969 Claim Group which covered an area of 1000 by 200 metres and within 30 metres of the approximate location of cross-structure "A" as indicated on Figures 8 and 10, indicated a 250 metre relative magnetometer HI trending easterly to a 750 metre magnetic LO. As the geology of the area is an intrusive, the magnetic Hi would indicate the granodiorite rocks of the intrusive. The magnetic LO may indicate an alteration zone within the granodiorites.

The developed cross-structure from indicated northerly and northwesterly structures is located adjacent to a 150 metre anomalous magnetic LO that is within the general or "background" magnetic LO. Thus, if the anomalous LO is an alteration zone, the alteration may have resulted from dynamic forces or from the introduction of hydrothermal fluids. The area would have to be explored to determine the cause of the anomaly and to locate any geological features that may encourage additional exploration for a potential concealed mineral resource,

Respectfully submitted
Sookochoff Consultants Inc.

Laurence Sookochoff, P.Eng

SELECTED REFERENCES

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Sookochoff, L. 2015: Geological Assessment Report on the 10 Claim Toni 909389 Claim Group for Victory Resources Corporation. AR 35,445.

STATEMENT OF COSTS

Work on Tenure 965969 of the Toni 965969 Claim Group was done from May 1, 2015 to November 2, 2015 to the value as follows:

Structural Analysis	
Laurence Sookochoff, P Eng. 3 days @ $ 1,000.00/day -----	$ 3,000.00
Magnetometer Survey	
Christopher Delorme & Guy Delorme	
November 1-2, 2015	
Four man days @ $300.00 per day ----------	1,200.00
Truck rental, kilometre charge, fuel, room & board,	
mag rental ----------	1,286.50
	$ 5,486.50
Maps ----------	750.00
Report ----------	3,000.00
	$ 9,236.50
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CERTIFICATE

I, Laurence Sookochoff, of the City of Vancouver, in the Province of British Columbia, do hereby certify:

That I am a Consulting Geologist and principal of Sookochoff Consultants Inc. with an address at 120 125A-1030 Denman Street, Vancouver, BC V6G 2M6.

I, Laurence Sookochoff, further certify that:

1) I am a graduate of the University of British Columbia (1966) and hold a B.Sc. degree in Geology.

2) I have been practicing my profession for the past forty-nine years.

3) I am registered and in good standing with the Association of Professional Engineers and Geoscientists of British Columbia.

4) The information for this report is based on information as itemized in the Selected Reference section of this report and from work the author has performed on the Toni Property since 2006.

5) I have no interest in the Toni 965969 Claim Group as described herein.

6) I am a director of Victory Resources Corporation.

Laurence Sookochoff, P. Eng.

Appendix I

Magnetometer Data

5555164 T 965969

North	East	Mag	North	East	Mag	North	East	Mag
5534350	697900	540	5534300	697900	500	5534250	697900	460
5534350	697925	520	5534300	697925	500	5534250	697925	440
5534350	697950	520	5534300	697950	480	5534250	697950	480
5534350	697975	560	5534300	697975	520	5534250	697975	400
5534350	698000	560	5534300	698000	460	5534250	698000	400
5534350	698025	540	5534300	698025	500	5534250	698025	400
5534350	698050	460	5534300	698050	460	5534250	698050	400
5534350	698075	540	5534300	698075	480	5534250	698075	400
5534350	698100	440	5534300	698100	440	5534250	698100	380
5534350	698125	440				5534250	698125	400
5534350	698150	400				5534250	698150	420
5534350	698175	360				5534250	698175	420
5534350	698200	320				5534250	698200	360
5534350	698225	340				5534250	698225	360
5534350	698250	320				5534250	698250	380
5534350	698275	280				5534250	698275	380
5534350	698300	300				5534250	698300	360
5534350	698325	320				5534250	698325	360
5534350	698350	300				5534250	698350	300
5534350	698375	380				5534250	698375	380
5534350	698400	300				5534250	698400	340
5534350	698425	240				5534250	698425	280
5534350	698450	240				5534250	698450	260
5534350	698475	200				5534250	698475	200
5534350	698500	300				5534250	698500	260
5534350	698525	260				5534250	698525	300
5534350	698550	300				5534250	698550	200
5534350	698575	200				5534250	698575	200
5534350	698600	220				5534250	698600	380
5534350	698625	300				5534250	698625	340
5534350	698650	280				5534250	698650	400
5534350	698675	280				5534250	698675	360
5534350	698700	200				5534250	698700	400
5534350	698725	160				5534250	698725	400
5534350	698750	80				5534250	698750	400
5534350	698775	200				5534250	698775	320
5534350	698800	120				5534250	698800	340
5534350	698825	200				5534250	698825	400
5534350	698850	260				5534250	698850	340
5534350	698875	200				5534250	698875	380
5534350	698900	300				5534250	698900	360