

**VR RESOURCES LTD.**  
**MANAGEMENT DISCUSSION AND ANALYSIS**  
**FOR THE PERIOD ENDED JUNE 30, 2022**

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**REPORT DATE:**  
**AUGUST 24, 2022**

This Management Discussion and Analysis (the “MDA”) provides relevant information on the operations of VR Resources Ltd. (the “Company”) to the Report Date and the financial condition of the Company for the period ended June 30, 2022.

**This document contains forward looking statements. Please see section “*Forward-Looking Statements*”.**

This MDA should be read in conjunction with the Company’s previous MDA and consolidated financial statements and notes thereto for the year ended March 31, 2022.

The Company is in the business of mineral exploration. Activities include the evaluation, acquisition and exploration of mineral exploration properties, for the purpose of discovering an economic mineral deposit. The current focus is greenfield exploration on large footprint copper and/or gold systems in North America, and more specifically in Nevada, USA, and Ontario, Canada. The realization of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves and future profitable production or proceeds from the disposition of these assets. The carrying values of exploration and evaluation assets do not necessarily reflect their present or future values.

All monetary amounts in this MDA and in the interim consolidated financial statements are expressed in Canadian dollars, unless otherwise stated. Financial results are being reported in accordance with International Financial Reporting Standards (“IFRS”).

The Company’s certifying officers, based on their knowledge, having exercised reasonable diligence, are also responsible to ensure that these filings do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, with respect to the period covered by these filings, and these consolidated financial statements together with other financial information included in these filings. The Board of Directors approves the consolidated financial statements and MDA and ensures that management has discharged its financial responsibilities.

The Company is registered in the province of British Columbia. The Company’s principal head office in downtown Vancouver is Suite 1500 – 409 Granville Street Vancouver, BC, V6C 1T2. The Company’s Corporate registered address and records office is located at Suite 2300 – 550 Burrard Street, Vancouver, BC, V6C 2B5.

**OVERALL PERFORMANCE**

**SUMMARY**

- **83.7 m shares** issued and outstanding as of June 30, 2022.
- Completed the third reconnaissance drill program at the Hecla-Kilmer project in northern Ontario in June, 2022. Eight holes were completed for a total of 2,751 m. To build upon the **299 m intersection of Critical Metals** (REE + Nb: rare earth elements + niobium) in Hole 5 from 2021, the Company announced five material intersections in the new drilling which confirm the critical metal signature of the polymetallic breccia system at H-K, first intersected at surface in Hole 4 in the maiden drill program in 2020:
  - **Hole HK22-013**      **243 m @ 1.01 % TREO**, of which **19% are PMREO\***;
  - **Hole HK22-010**      **80 m @ 0.67% TREO within 131 m @ 0.41% TREO**;
  - **Hole HK22-011**      **13 m @ 0.94% TREO within 88 m @ 0.50% TREO**;
  - **Hole HK22-15**      **25.5 m @ 1.10% TREO, within 55 m @ 0.70% TREO**;
  - **Hole HK22-017**      **287 m @ 0.38% TREO & 0.11 % Nb2O5, including 45 m at 0.65% TREO.**

\* **% Magnet REO:** is PMREO divided by TREO (total rare earth oxide) and expressed as a percent. PMREO is the sum of the high-value rare earth oxides Pr2O3 + Nd2O3 + Tb2O3 + Dy2O3 used in permanent magnets for wind turbines and electric vehicles.

Pending the integration and interpretation of all geochemical data into the Company's project data base, follow-up drilling is anticipated for the upcoming fall season to evaluate the volume of critical metal mineralization discovered to date at H-K. Details are provided in the next section.

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The Company has five mineral properties in Nevada, USA, as shown in **Figure 1** below, and four properties in northern Ontario, as shown in **Figure 2**. The reader is referred to the Company's website at [www.vrr.ca](http://www.vrr.ca) for an up-to-date description of the geology and mineral potential of all of its mineral properties, including bulleted summaries of exploration work completed by VR and illustrated with up-to-date maps, figures, cross-sections and rock photos.

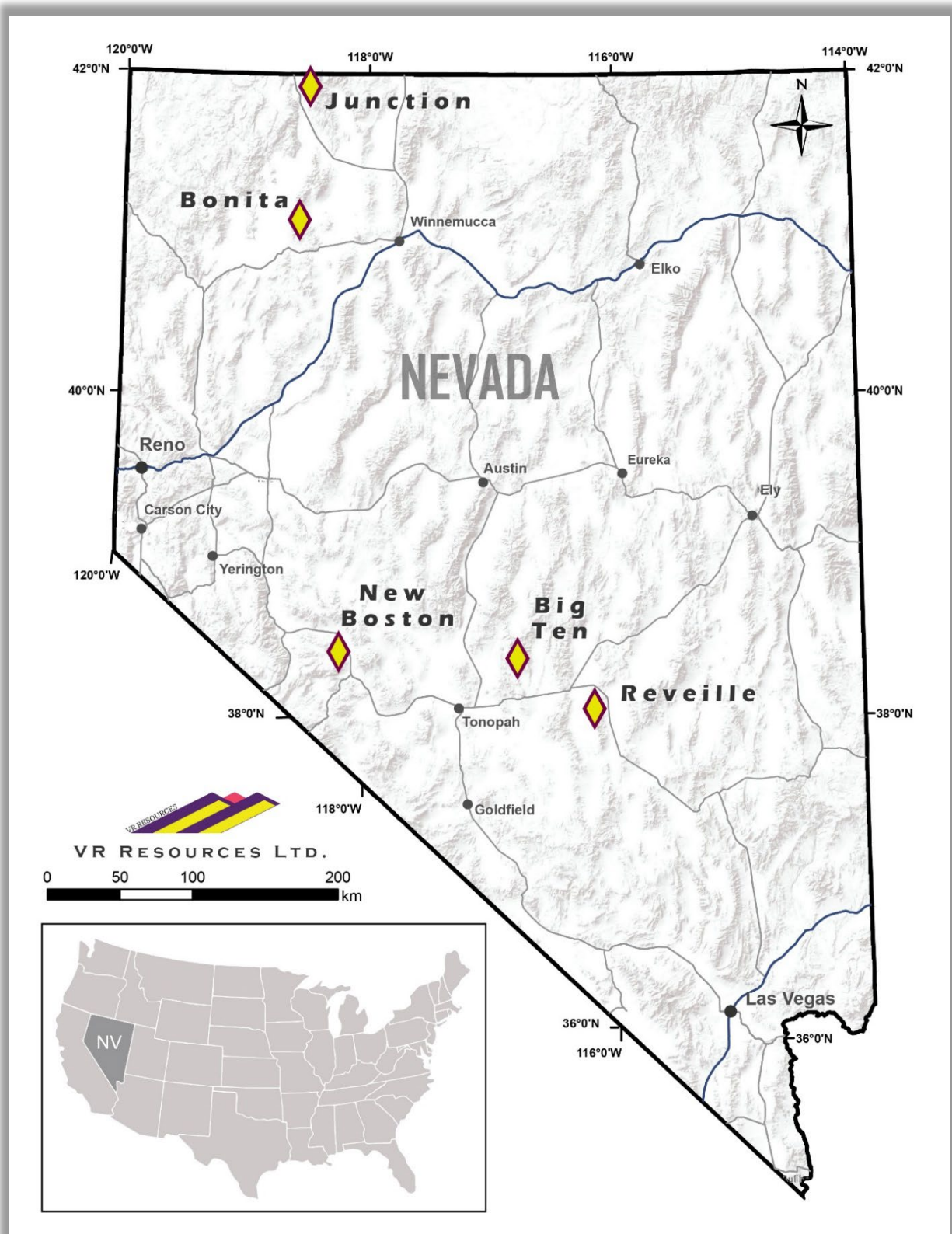
Mineral properties located in Nevada are held by the Company's wholly owned subsidiary, Renntiger Resources USA Ltd., registered in Nevada. The Company does not operate a US-based mineral exploration office. Mineral exploration in Nevada is overseen by the Company's Exploration Manager, with mineral exploration service companies and consultants based in Nevada and elsewhere utilized to conduct the Company's exploration activities.

For the purposes of this quarterly report, a brief summary is provided on the following pages for the Hecla-Kilmer copper-gold-REE property in Ontario. The reader is referred to previous reporting quarter, and NR-22-05 on June 1, 2022, for a summary of exploration drilling completed at the Company's Amsel epithermal gold-silver property in Nevada in March, 2022.

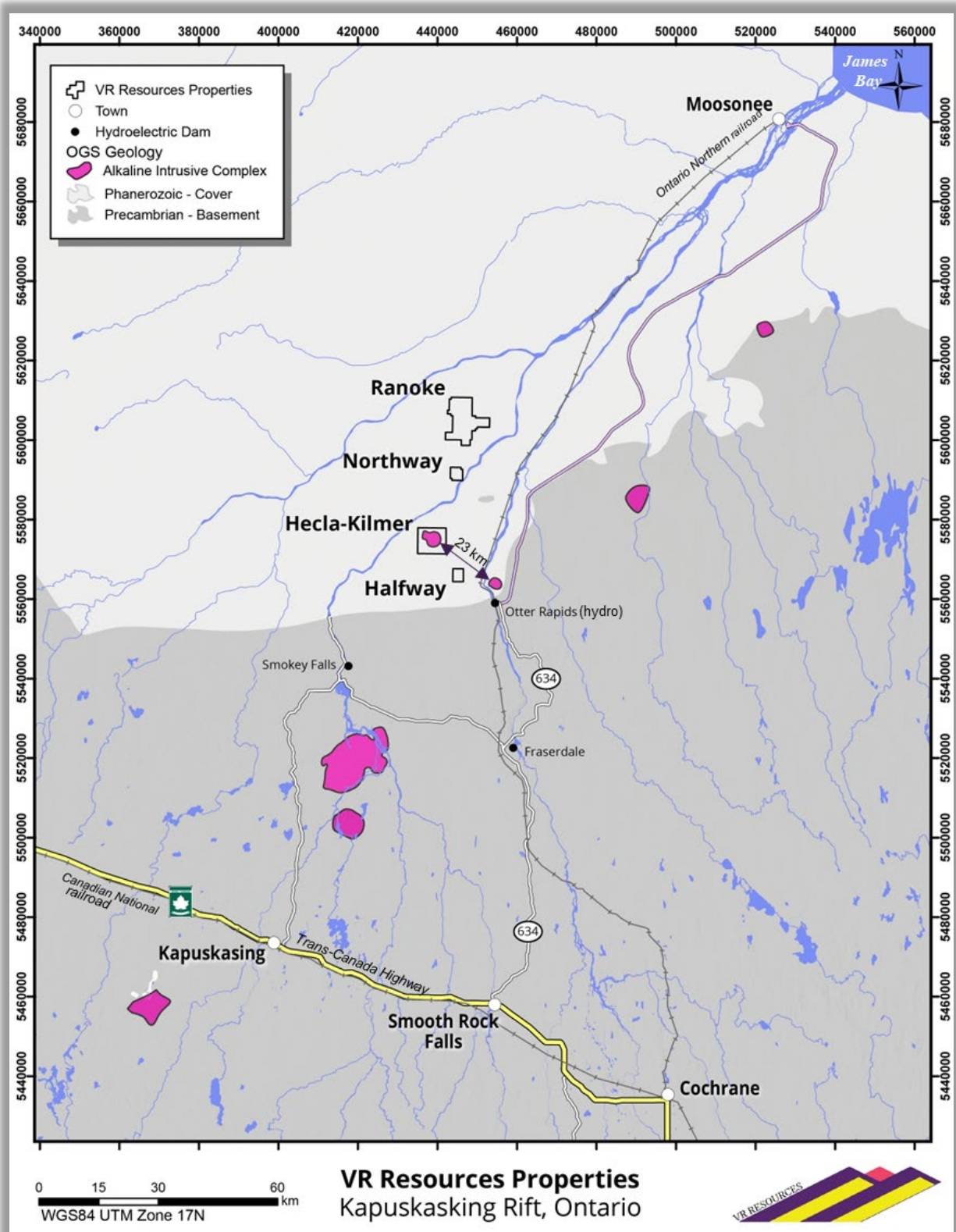
The Company continued its normal course of business in mineral exploration in Q1 Fiscal 2023 (April – June, 2022) within the framework of modified field programs and office staffing in response to the COVID-19 pandemic and the directive towards ensuring the health and safety of staff and project personnel. The global pandemic of the COVID-19 virus presents a real and ongoing health threat across Canada and around the world. Since the onset of the pandemic in March 2020, most office work for both corporate administration and geological work has been conducted from home, augmented by part-time in-person work at the Head Office in Vancouver by the CEO and Corporate Compliance Officer. Overall, the pandemic has not adversely impacted the Company's ability to execute the day-to-day running of its exploration programs.

The Company remains committed to its early-stage mineral exploration strategy in Critical Metals in northern Ontario, and copper and precious metals (gold and silver) in Nevada, and its business model for value creation via blue sky discovery at the drill bit. The Company continues to actively explore its wholly owned mineral properties, and to evaluate new mineral exploration opportunities on an ongoing basis, whether by internal generative work and direct staking, joint venture, direct acquisition of a property from a third party, or by a corporate transaction such as a merger.

The basic functioning of the Company's legal, audit and corporate compliance work is unchanged from the previous reporting period. The Company employs a tight administrative cost structure, with a focus on translating funds raised directly to mineral exploration work. The Company maintains its day-to-day work out of an exploration office located in Vancouver, British Columbia.



**Figure 1.** Location of the Company’s mineral exploration properties in Nevada, USA.



**Figure 2.** Location of VR's critical breccia projects in northern Ontario, Canada.



## EXPLORATION PROJECTS

### Hecla-Kilmer Property, Ontario

A full description of the Hecla-Kilmer property (“H-K”) and its potential, including a bulleted summary of work done to date, field video’s, drill core photos, and geological and geophysical maps and cross-sections are available at the Company’s website at [www.vrr.ca](http://www.vrr.ca).

### **Background**

The Hecla-Kilmer property is a direct extension of the Company’s exploration strategy towards blue-sky discoveries in copper, gold and critical metals within large-footprint, hydrothermal breccia systems in northern Ontario using new exploration technologies and modern mineral deposit models on previously untested targets.

As shown in **Figure 2** above, Hecla-Kilmer and related properties are completely covered by overburden, and previously unexplored for hydrothermal breccia deposits, yet they are proximal to regional infrastructure including rail, power and highway which enable cost-effective exploration and efficient development.

### **Context for Recent Drill Program**

There has been no modern, systematic exploration or drilling of the large and multiphase alkaline intrusive complex with carbonatite at H-K. The opportunity for VR is to be the first to utilize new exploration technologies and apply modern IOCG and IOA carbonatite mineral deposit models in the search for critical metals, copper and gold.

VR completed a high-resolution airborne EM survey over the H-K complex in 2020 using the state-of-the-art VTEM+ system of Geotech Ltd. The Company had an independent, arm’s length party complete a LEI inversion of the EM data in order to refine targets for conductivity within the large and complexly zoned magnetic anomaly at H-K. The Company also completed a 3D MVI inversion of a pre-existing, high resolution, fixed wing airborne magnetic survey completed in 1993 by High Sense Ltd. as part of a regional diamond exploration program.

The Company completed four drill holes in November 2020, on the northern MVI magnetic inversion anomaly for a total of 1,971m. As announced on **December 17<sup>th</sup>, 2020**, VR intersected a fluorite-carbonate hydrothermal breccia and high temperature, potassic alteration system with sulfide at Hecla-Kilmer which **comes to the bedrock surface** and has more than **600 m** of continuous vertical extent in two drill holes, HK20-002 and 004. New data from the re-assay of sample pulps from drill hole HK20-002 using a sodium peroxide fusion designed to optimize the analytical detection for all rare earth elements was announced in the news release dated **July 22, 2021**, and similarly, new data were released for drill hole HK20-004 in **NR-21-20** dated October 26, 2021.

The Company completed a follow-up drill program in November, 2021, targeting the 3.5mGal gravity anomaly located on the western flank of the MVI magnetic anomaly targeted in 2020. Zones in the hydrothermal breccia with critical metals have high density profiles in XRF scans, and thus provide a direct link between the gravity anomaly and prospective mineralization.

Five holes were completed for a total of 2,604m. A 299 m intersection of rare earth elements and niobium (REE + Nb) in Hole 5 was reported in **NR-21-22** dated November 17<sup>th</sup>. Mineralization in the nine holes completed in the first two drill programs spans more than 1,000 m of strike along the controlling north-south structure, as illustrated in **NR-21-25** dated December 8<sup>th</sup>, 2021.

The ultra- high-resolution drone magnetic survey completed over the northwestern part of the H-K complex in the fall of 2021 was expanded in the winter season of 2022. The grid now covers an area of approximately 3.4 x 4.5 km and comprises 121 survey lines at both 25 and 50 m line-spacing for a total of 410 line-km. The survey produces a very high resolution of data because of the tight line spacing, a low “tree-top” flight altitude of just 30 metres above ground, and a computerized flight control paired with a new, very high sensitivity potassium-vapour magnetometer. A third drill program was completed at Hecla-Kilmer in April and May of 2022. By using the results of the expanded drone magnetic survey, the objective was to follow up on the broad, polymetallic intersections of critical metals in 2020 and 2021 by using the analytic signal (“AS”) magnetic anomalies derived from the new drone airborne survey as an indication of higher concentrations of hydrothermal magnetite.

A total of 2,751 m was completed in 8 drill holes ranging from 249 – 378 m each, as reported on June 7<sup>th</sup> in NR-22-06. Assays were reported for the first two holes of the recently completed program, Holes 10 and 11, on June 28<sup>th</sup> in NR-22-07, for Hole 13 on July 21<sup>st</sup>, and for all remaining holes on August 18<sup>th</sup>, respectively. Five of the eight holes completed in the recent Q1 drill program returned material intersections, including:

- **Hole HK22-013**      **243 m @ 1.01 % TREO**, of which **19% are PMREO**;
- **Hole HK22-010**      **80 m @ 0.67% TREO within 131 m @ 0.41% TREO**;
- **Hole HK22-011**      **13 m @ 0.94% TREO within 88 m @ 0.50% TREO**;
- **Hole HK22-015**      **25.5 m @ 1.10% TREO, within 55 m @ 0.70% TREO**;
- **Hole HK22-017**      **287 m @ 0.38% TREO & 0.11 % Nb2O5, including 45 m at 0.65% TREO.**

Overall, high grade mineralization containing greater than 1% TREO (total rare earth oxide) has now been intersected in 11 of the 17 holes completed to date in the three drill programs. The REE mineralization is commonly within the context of broad intersections from 55 to 299 metres long which include niobium, phosphate and iron. Summary data are provided in Table 1 below.

#### Summary of New Data

VR has discovered two new areas of critical metal mineralization in the central core and south rim of the multiphase alkaline complex with carbonatite at Hecla-Kilmer, in addition to the mineralization previously announced in the northwestern part of the complex. Key intersections in the three areas are shown in **Figure 3** below. Mineralization starts **at the bedrock surface**, or within a few tens of metres beneath the base of till in all three areas. In addition, Hole 13 provided the broadest and strongest intersection of rare earth elements (REE's) made to date in the northwestern part of the complex, as summarized in the more detailed map in **Figure 4**.

The intersection for Hole 13 announced on July 21<sup>st</sup> contained:

- **243 metres @ 1.01% TREO**, of which **19% are PMREO\***, within **290 metres @ 0.91% TREO starting at surface** and continuous from top to bottom in **Hole HK22-013**, and including:
  - **65 metres at 1.66% TREO**, starting at 155 metres, and including:
    - **39 metres @ 2.01% TREO** starting at 155 metres, and;
    - **15 metres @ 2.14% TREO** starting at 311 metres.
- The 65 metre interval of 1.66% TREO is made up of **24% PMREO**;
- The 15 metre interval with 2.14% TREO contains **15.71% P<sub>2</sub>O<sub>5</sub>**.

*\*PMREO: sum of the high value rare earth oxides Pr<sub>2</sub>O<sub>3</sub> + Nd<sub>2</sub>O<sub>3</sub> + Tb<sub>2</sub>O<sub>3</sub> + Dy<sub>2</sub>O<sub>3</sub> used in permanent magnets for wind turbines and electric vehicles. PMREO % is the PMREO sum divided by TREO (total rare earth oxide), and expressed as a percent.*

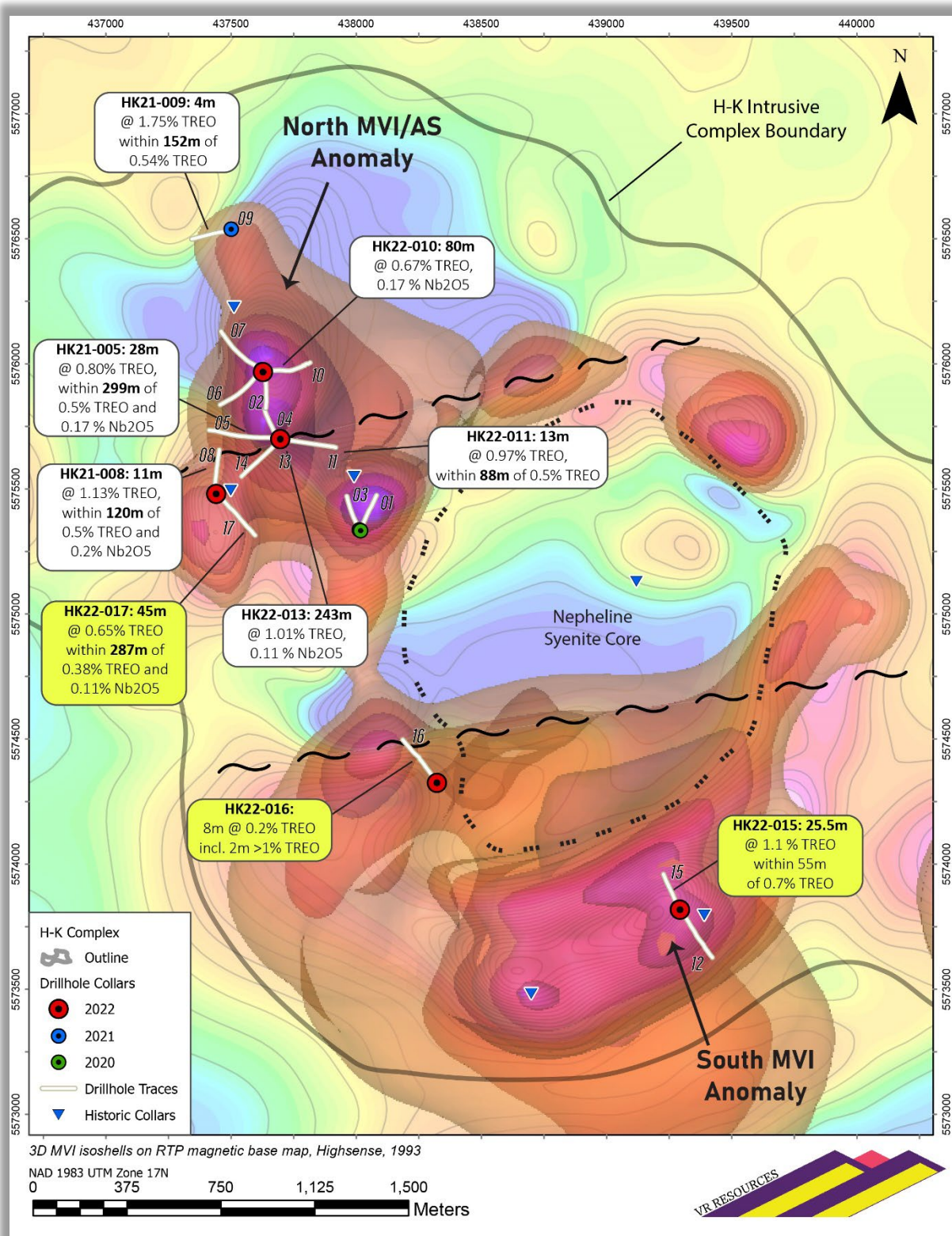
Key new intersections nearby to Hole 13 include:

- Hole HK22-010      80 metres at 0.67% TREO within 131 metres at 0.41% TREO;
- Hole HK22-011:      13 metres at 0.94% TREO within 88 metres at 0.50% TREO.

Individual one metre samples from the 13 metre intersection in Hole 11 contain up to 2.3% TREO (Total Rare Earth Oxide), up to **39.1% Fe<sub>2</sub>O<sub>3</sub>**, and up to **11.2% P<sub>2</sub>O<sub>5</sub>**.

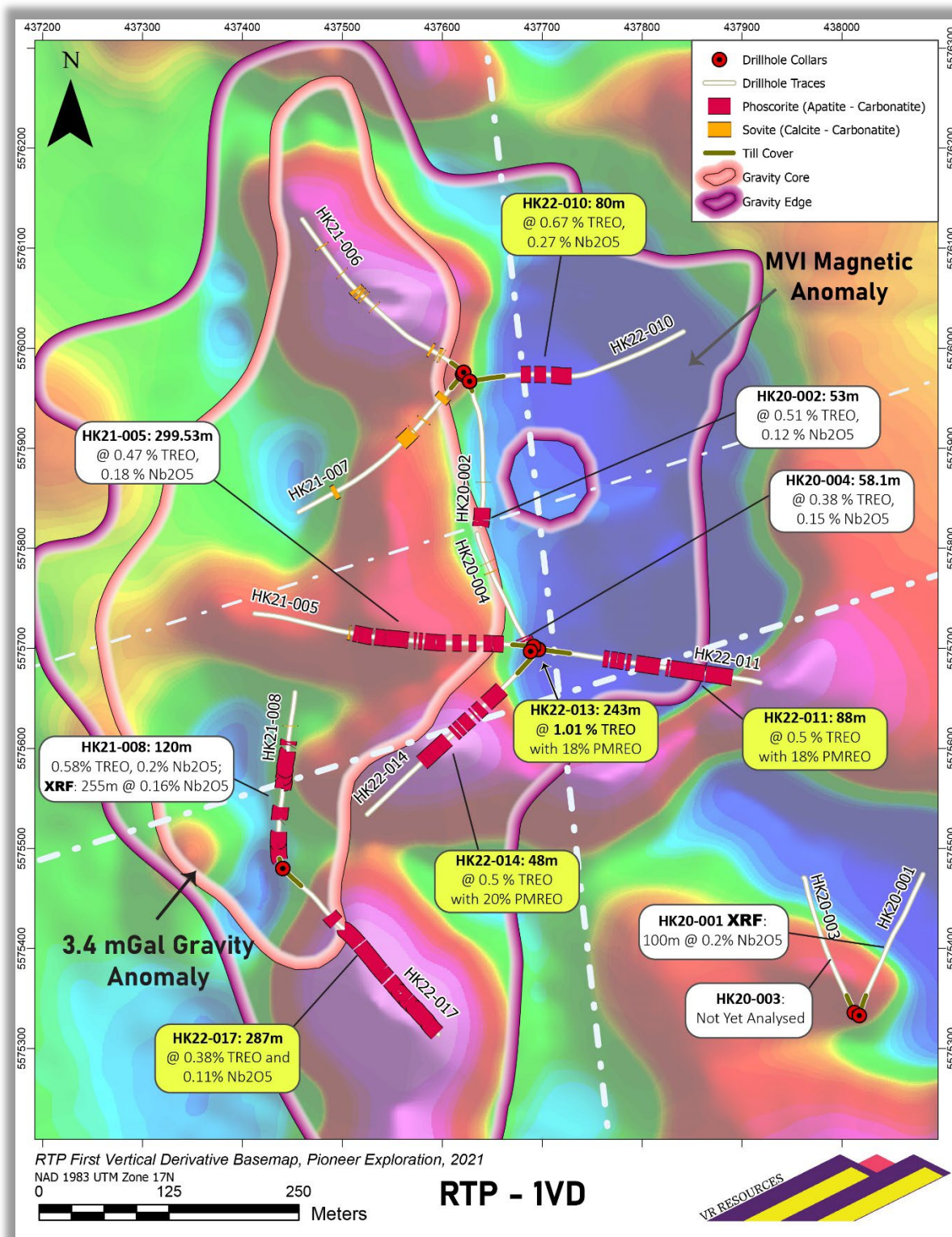
New intersections are also provided in Table 1 for Holes 14 and 17. They extend the known, high grade mineralization in Hole 13 farther to the west along the main east-west fault in the area:

- There are no less than 30 individual metre-scale veins from 0.5 – 0.98 % TREO in **Hole 14**, which collectively extend the mineralization in Hole 13 some 250 m to the west along strike;
- In **Hole 17** which targeted an RTP magnetic anomaly 200 x 700 m in size and located 400 m to the west farther still, there are no less than 62 individual, metre-scale veins from hosting **0.5 – 3.3 % TREO** within an intersection of **continuous mineralization over 287 metres** grading 0.38% TREO, including **32 m @ 0.70% TREO**, and individual samples up to **3.3% TREO** at the bottom of the hole (see drill core photograph in **Figure 5**); that mineralization is open to depth with no evidence to constrain continuation based on styles of mineralization and alteration in the drill hole.



**Figure 3.** Drill hole locations and key Critical Metal intersections in three different areas of the multiphase complex at H-K, plotted on a contoured RTP magnetic base map with superimposed 3D isoshells from the MVI inversion.





**Figure 4.** Drill hole locations and key REE intersections in the northwestern portion of the H-K complex, plotted on the 1VD magnetic map derived from the ultra- high resolution drone magnetic survey completed in 2022. Note the strong correlation between vertical derivative magnetic boundaries and phoscorite veins and the development of potassic, fenite alteration.



**Table 1: REE and Critical Metal Intersections**

Drill hole	From (m)	To (m)	Length (m)	TREO <sup>(1)</sup> (%)	MHREO <sup>(2)</sup> (%)	PMREO <sup>(3)</sup> (%)	% Magnet REOs	Nb <sub>2</sub> O <sub>5</sub> (%)	Ta <sub>2</sub> O <sub>5</sub> (ppm)	ThO <sub>2</sub> (ppm)
HK22-017	75	362	287	0.38	0.04	0.08	20%	0.11	20.9	246
including	86	131	45	0.65	0.07	0.13	19%	0.13	18.0	82
including	330.42	362	31.58	0.70	0.06	0.12	18%	0.12	20.7	130
HK22-015	68.8	124	55.2	0.70	0.08	0.13	18%	0.17	23.1	322
including	97	122.48	25.48	1.13	0.13	0.21	18%	0.17	27.6	540
and	147.7	162	14.3	0.48	0.06	0.08	17%	0.16	38.5	144
HK22-014	205	253	48	0.49	0.05	0.10	20%	0.13	22.2	398
HK22-013	43	330	287	0.88	0.09	0.17	18%	0.11	22.0	257
including	83	326	243	1.01	0.11	0.20	19%	0.11	21.8	292
including	155	221.61	65	1.57	0.18	0.32	20%	0.12	26.5	532
including	155	194	39	2.01	0.22	0.40	19%	0.07	14.2	550
including	255.38	272.08	16.7	1.91	0.22	0.41	20%	0.08	13.8	370
including	311	326	15	2.14	0.25	0.41	19%	0.09	26.2	548
HK22-011	227	315	88	0.52	0.05	0.09	18%	0.12	23.7	165
including	276	289	13	0.97	0.08	0.17	17%	0.11	23.9	190
HK22-010	86	217	131	0.40	0.04	0.07	17%	0.16	36.6	253
including	86	166.07	80.07	0.56	0.06	0.10	18%	0.16	19.7	359
HK21-009	88	95	7	0.85	0.08	0.13	15%	0.11	16.9	123
and	120	272.15	152.15	0.54	0.05	0.08	16%	0.09	14.2	109
including	242	262	20	0.80	0.07	0.13	17%	0.15	27.5	148
including	243	247	4	1.75	0.15	0.30	17%	0.34	58.0	386
HK21-008	144	179	35	0.40	0.03	0.07	16%	0.17	13.7	108
and	237	357	120	0.57	0.04	0.10	18%	0.20	21.3	143
including	305	342	37	0.72	0.05	0.13	18%	0.32	36.2	223
including	324	335	11	1.13	0.09	0.20	28%	0.38	39.2	289
HK21-005	52	351.53	299.53	0.47	0.04	0.08	17%	0.18	24.0	137
including	80.75	318.21	237.46	0.49	0.04	0.08	17%	0.20	27.3	149
including	152	180	28	0.80	0.08	0.14	18%	0.17	26.5	252
including	156	159	3	1.70	0.18	0.32	19%	0.08	16.1	562
including	183	238	55	0.44	0.03	0.07	17%	0.23	25.4	123
including	275	306	31	0.61	0.04	0.10	17%	0.31	33.4	215
HK20-004	40.3	98.4	58.1	0.38	0.04	0.08	21%	0.15	25.4	155
including	56	83	27	0.48	0.05	0.11	22%	0.17	31.1	231
including	57	60.21	3.21	1.44	0.15	0.34	15%	0.17	25.2	439
including	67.23	78	10.77	0.35	0.04	0.08	23%	0.27	50.1	260
HK20-002	159.6	183	23.4	0.63	0.06	0.10	19%	0.05	8.3	152
and	553	606	53	0.51	0.05	0.09	17%	0.12	17.1	390
including	566.65	585	18.35	0.67	0.07	0.09	17%	0.14	18.8	548

(1) TREO is the summation of Ce<sub>2</sub>O<sub>3</sub> + La<sub>2</sub>O<sub>3</sub> + Pr<sub>2</sub>O<sub>3</sub> + Nd<sub>2</sub>O<sub>3</sub> + Sm<sub>2</sub>O<sub>3</sub> + Eu<sub>2</sub>O<sub>3</sub> + Gd<sub>2</sub>O<sub>3</sub> + Tb<sub>2</sub>O<sub>3</sub> + Dy<sub>2</sub>O<sub>3</sub> + Ho<sub>2</sub>O<sub>3</sub> + Er<sub>2</sub>O<sub>3</sub> + Tm<sub>2</sub>O<sub>3</sub> + Yb<sub>2</sub>O<sub>3</sub> + Lu<sub>2</sub>O<sub>3</sub> + Y<sub>2</sub>O<sub>3</sub>.

(2) MHREO is the sum of the middle and heavy rare earth oxides (Sm<sub>2</sub>O<sub>3</sub> + Eu<sub>2</sub>O<sub>3</sub> + Gd<sub>2</sub>O<sub>3</sub> + Tb<sub>2</sub>O<sub>3</sub> + Dy<sub>2</sub>O<sub>3</sub> + Ho<sub>2</sub>O<sub>3</sub> + Er<sub>2</sub>O<sub>3</sub> + Tm<sub>2</sub>O<sub>3</sub> + Yb<sub>2</sub>O<sub>3</sub> + Lu<sub>2</sub>O<sub>3</sub> + Y<sub>2</sub>O<sub>3</sub>).

(3) PMREO is the sum of high value rare earth oxides used in permanent magnet motors and turbines used in electric vehicles and wind turbines (Pr<sub>2</sub>O<sub>3</sub> + Nd<sub>2</sub>O<sub>3</sub> + Tb<sub>2</sub>O<sub>3</sub> + Dy<sub>2</sub>O<sub>3</sub>). The % Magnet REO column is this PMREO sum divided by TREO, and expressed as a percent.

Protolith alkaline igneous rocks including nepheline syenite porphyry dykes are invaded/ingested by hydrothermal breccia, and are completely overprinted by potassic alteration dominated by hydrothermal biotite, magnetite and apatite. Critical metal mineralization is most commonly associated with sulfide-bearing fluorite-carbonate-apatite veins and carbonatite veins and dykes (phoscorite and sovite) hosted in magnetite-biotite-amphibole rich fenite. Based on the QEMSCAN analysis of the mineralization at surface in Drill Hole 004, the REE's are contained mainly in the minerals monazite, bastnaesite, and apatite.

Overall, the important attributes of the mineralization discovered so far in the northwest part of the complex include:

1. **Depth:** Mineralization comes to **bedrock surface** at the base of till (44 metres; overburden);
2. **Continuous mineralization** in potassic alteration over the entire 287 metre vertical hole;
3. **Open to depth**, with no geological limits such as vertical zonation in alteration or mineralization; similar mineralization spans more than **500 vertical metres** between the top of Drill Hole 004 and the bottom of Drill Hole 002 (see Figure 1);
4. **Strike length potential exceeds 1,000 metres** along the east-west structure which controls mineralization (see magnetic map and 3D inversion isoshells in Figure 1);
5. **Infrastructure:** this drill hole is located 23 km northwest of the active Ontario Northern Railroad, Provincial Highway 634, and provincial grid power at the Otter Rapids hydro-electricity facility.

#### *South Rim*

The 55 metre intersection announced for **Hole 15** on August 18<sup>th</sup> is located some 2.5 km to the south from Hole 13, in the south rim of the complex, and in a different structural block and hydrothermal cell all-together.

- **25.5 metres @ 1.131% TREO with 18% as Magnet REO\***, within **55.2 metres @ 0.70% TREO** starting less than 30 metres from bedrock surface in Hole HK22-015.

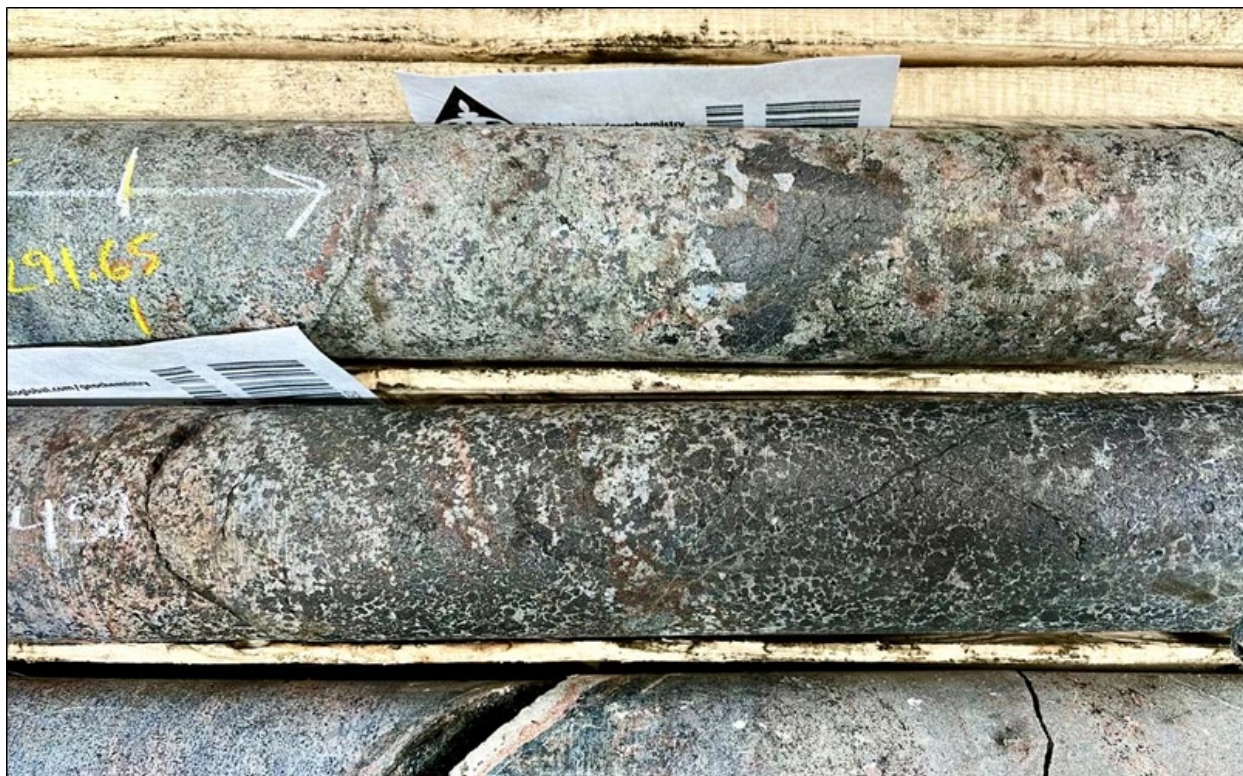
*PMREO: sum of the high value rare earth oxides  $Pr_2O_3 + Nd_2O_3 + Tb_2O_3 + Dy_2O_3$  used in permanent magnets for wind turbines and electric vehicles. PMREO % is the PMREO sum divided by TREO (total rare earth oxide), and expressed as a percent.*

There is a strong correlation of the near-surface, 55 metre intersection in Hole 15 with the magnetic gradients in the 2VD magnetic map derived from the recent, high-resolution drone survey.

#### *Summary of Drill Core Photos*

**Drill core photographs** of REE+ Nb mineralization at H-K are provided in:

- Hole 2 in NR-21-17, July 22<sup>nd</sup>, 2021
- Hole 4 in NR-21-17, July 22<sup>nd</sup>, 2021
- Hole 5 in NR-21-22, Nov. 16<sup>th</sup>, 2021
- Hole 8 in NR-21-25, Dec. 8<sup>th</sup>, 2021
- Hole 14 in NR-22-06, June 7<sup>th</sup>, 2022
- Hole 11 in NR-22-07, June 28<sup>th</sup>, 2022
- Hole 13 in NR-22-08, July 21<sup>st</sup>, 2022
- Hole 17 in NR-22-10, August 18<sup>th</sup>; see drill core photo with **3.3% TREO** in **Figure 5** below.



**Figure 5.** Photograph of drill core with **3.3% TREO** at 291.65 metres in drill hole **HK22-017**, within an overall intersection of **287 m @ 0.38 % TREO**. The drill hole is located on a RTP magnetic anomaly 200 x 700 m in size approximately 400 m west of Hole 13 which intersected 243 m @ 1.01 % TREO. The core shows aggregates of magnetite in a near total calc-potassic fenite replacement of the host rock by calcite, apatite, REE minerals (monazite & bastnaesite), and amphibole.



## Summary Comments on Critical Metal system at H-K

Drilling is still at a very early stage at H-K, yet the new data from the recently completed drilling confirm the potential for a large volume of critical metals in the polymetallic, hydrothermal breccia system discovered at the Hecla-Kilmer carbonatite complex in 2020 by VR. For example:

- Mineralization spans an area of approximately 700 x 1,000 metres in the northwestern part of the complex;
- Two new areas of mineralization occur 1.5 and 2.5 km to the south and east in the complex, respectively
- Intersections range from 50 to 299 metres in length;
- Mineralization extends from bedrock surface, at the base of till at 42 m depth in Hole 4, to more than 500 vertical metres depth in Hole 2; mineralization at the bottom of Hole 2, and several other holes is open to depth, with no geological constraints based on styles of mineralization style or alteration patterns;
- Mineralization in drill Holes 4 and 9 span nearly 1,000 metres of strike along the north-south fault that controls hydrothermal fluids and alteration facies;
- Mineralization in drill holes 5 and 11 span a width of more than 500 m on either side of the north-south fault that controls mineralizing fluids and alteration facies;
- Mineralization in Holes 11, 14 and 17 spans more than 500 m of strike along an offsetting, east-west structure, with mineral potential continuing more than 1,000 metres farther to the east along strike based on MVI magnetic inversion anomalies.

The composition of the REE mineralization at H-K is important. The ratio of up to 24% PMREO at Hecla-Kilmer is high. The light and heavy REE's Neodymium, Dysprosium, Terbium and Praseodymium are the most valuable because they are essential in the manufacturing of permanent magnets necessary for the electric vehicle and wind energy turbine industries. That demand-based value is amplified by scarcity; that is, PMREO's are absent in most REE deposits globally. As such, and based solely on the presence of these four heavy rare earth elements, the 290 metre REE intersection in Hole 13 at Hecla-Kilmer has an in-situ value of \$172/kg using exchange and index prices of today, which on face value is comparable to 4.3% copper, also at the current index price of today. The intersection in Hole 15 on the south rim of the complex has the same proportion of roughly 18-21% PMREO in the TREO.

The polymetallic nature of the mineralization at Hecla-Kilmer is also important. Drill holes 5 and 8 located in the core of the gravity anomaly produced broad intersections of 0.17 - 0.2 % Nb<sub>2</sub>O<sub>5</sub> over 299 and 120 metre intersections, respectively, while the final hole and farthest to the southwest, Hole 17, produced another broad REE + Nb intersection of 287 metres (see Figure 3). The niobium price has risen four-fold in the past decade, to the \$45/kg level, reflecting in part a demand related to its role as a super-conductor to improve the performance of the afore-mentioned permanent magnets essential to the EV and wind turbine sectors.

Finally, Hecla-Kilmer is in the right geological ball park for large REE systems. All ten of the top ten REE deposits in the world are IOCG breccia systems and/or evolved hydrothermal breccia systems in carbonatite, akin to the IOA-affinity hydrothermal breccia system and host multiphase carbonatite complex at Hecla-Kilmer. Further, the 0.91 – 2.14% range in TREO content in the various intervals within the 290 metre intersection in Hole 13, for example, is comparable to the range of 0.4 – 1.73% TREO reported for the average resource grades of eight of the top ten REE deposits globally.

## Comments Going Forward

Our existing permit at Hecla-Kilmer will facilitate follow-up drilling in all three areas of mineralization intersected at Hecla-Kilmer. Our application for a permit for first-pass drilling of the Northway target located approximately 15 km to the north is in process.

The detailed drone magnetic survey completed this spring ahead of the drill program provides a clear picture for follow-up drilling in both of the new areas of mineralization discovered in the south rim and central core of the overall complex in the recent drill program:

1. The high-grade REE mineralization in **Hole 15** will be tested for extensions in both directions along the northeast-southwest trending structure that controls the magnetic grain of the MVI anomaly (see Figure 2);

2. **Hole 16** was collared on the southeastern edge of the pipe-like MVI anomaly located on the east-west fault that cross-cuts the central core of the entire H-K complex (Figure 3). The sniffs of plus- one percent TREO mineralization will be followed up by testing the center of the MVI magnetic anomaly.

The Company will continue to take advantage of efficient logistics for drilling at H-K by using an exploration camp at the northern terminus of Ontario HWY 634 at the Otter Rapids hydroelectric facility located just 23 km to the west of the property (Figure 2). A hydraulic drill rig suitable for transport and drill moves by a helicopter is used, based at the Otter Rapids camp. This keeps the environmental footprint at the property small, limited only to drill pads by avoiding the need for construction of an access road and/or a remote campsite.

The relevance of H-K to the rapidly developing critical metal strategies of governments across North America underscores its potential value to VR, and we look forward to providing further updates as our exploration planning advances towards a follow-up drill program anticipated for the upcoming fall season.

## TECHNICAL INFORMATION

Summary technical and geological information on the Company's various properties is available at the Company's website at [www.vrr.ca](http://www.vrr.ca).

VR submits all surface grab samples and/or drill core samples from its Nevada properties to the preparation labs of ALS Global ("ALS") laboratories in Reno, Nevada, with analytical work including ICP-MS analyses for base metals and trace elements and gold determination by atomic absorption assay completed at the ALS laboratories located in Vancouver, BC. VR Resources executes internal QAQC procedure using blanks and duplicates when sampling drill core. Analytical results are subject to industry-standard and NI 43-101 compliant QAQC sample procedures at the laboratory, as described by ALS.

For drilling at the Hecla-Kilmer project, VR submits all drill core samples for geochemical assay to the ALS Global Ltd. ("ALS") laboratory facilities in Timmins, Ontario, with final geochemical analytical work done at the ALS laboratory located in North Vancouver, BC., including lithium borate fusion, ICP-MS and ICP-AES analyses for base metals, trace elements and full-suite REE analysis, and gold determination by atomic absorption on fire assay. Analytical results are subject to industry-standard and NI 43-101 compliant QAQC sample procedures externally by the Company and internally at the laboratory as described by ALS.

## QUALIFIED PERSONS

Technical information contained in this MDA document has been prepared in accordance with the Canadian regulatory requirements set out in National Instrument 43-101. Justin Daley, MSc, P.Geo., Exploration Manager and Chief Geologist at VR and a non-independent Qualified Person oversees all aspects of the Company's mineral exploration projects. The content of this document has been prepared and reviewed on behalf of the Company by the CEO, Dr. Michael Gunning, PhD, P.Geo., a non-independent Qualified Person.

## SUMMARY OF QUARTERLY RESULTS

The following selected financial data have been prepared in accordance with IFRS and should be read in conjunction with the Company's consolidated financial statements. The following is a summary of selected financial data for the Company for its eight completed financial quarters ended June 30, 2022.

Quarter Ended Amounts in 000's	June 30, 2022	Mar. 31, 2022	Dec. 31, 2021	Sept. 30, 2021	June 30, 2021	Mar. 31, 2021	Dec. 31, 2020	Sept. 30, 2020
Net gain (loss)	8	(1,725)	(119)	(617)	(152)	(94)	(131)	(187)
Earnings (loss) per share – basic and diluted	(0.00)	(0.02)	(0.0)	(0.01)	(0.00)	(0.00)	(0.00)	(0.00)
Total assets	11,163	11,246	13,080	12,594	12,183	11,397	9,807	10,187
Working capital	402	1,724	2,371	2,070	3,331	2,806	2,007	2,623

During the quarter ended June 30, 2022, the Company had general and administration expenditures of \$179,793 and exploration and evaluation expenditures of \$1,414,998. The Company also recognized the flow-through premium liability of \$208,758 as other income.

During the quarter ended March 31, 2022, the Company completed a flow-through financing for gross proceeds of \$1,000,000, had general and administration expenditures of \$148,215 and impairment on exploration and evaluation assets of \$1,701,735.

During the quarter ended December 31, 2021, the Company completed a flow-through financing for gross proceeds of \$1,000,000, had general and administration expenditures of \$119,985 and exploration and evaluation expenditures of \$712,898.

During the quarter ended September 30, 2021, the Company had general and administration expenditures of \$189,006 and exploration and evaluation expenditures of \$1,086,157.

During the quarter ended June 30, 2021, the Company completed a private placement and a flow-through financing for gross proceeds of \$1,000,000 had general and administration expenditures of \$154,874 and exploration and evaluation expenditures of \$429,860.

During the quarter ended March 31, 2021, the Company completed a private placement and a flow-through financing for gross proceeds of \$1,690,480 had general and administration expenditures of \$97,071 and exploration and evaluation expenditures of \$318,663.

During the quarter ended December 31, 2020, the Company had 386,250 warrants exercised for proceeds of \$96,562, had general and administration expenditures of \$135,050 and exploration and evaluation expenditures of \$673,060.

During the quarter ended September 30, 2020, the Company had general and administration expenditures of \$226,770 including \$34,575 in share-based compensation and exploration and evaluation expenditures of \$612,595.

### ***Three Months ended June 30, 2022 compared to three months ended June 30, 2021***

The Company's general and administrative costs were \$179,793 (2021 - \$154,874), and reviews of the major items are as follows:

- Consulting fees of \$11,350 (2021 - \$6,000) consisting of CFO fee of \$6,000 (2021 - \$ 6,000) and other of \$5,350 (2021 - \$Nil);
- Investor relations and promotion of \$37,077 (2021 - \$28,125) consisting of investor relations of \$27,419 (2021 - \$21,185) and trade shows, mail outs, news dissemination, and other of \$9,658 (2021 - \$6,940);
- Professional fees of \$11,382 (2021 - \$7,485) consisting of legal of \$3,547 (2021 - \$Nil) and accounting and audit of \$7,835 (2021 - \$7,485);
- Salaries of \$90,005 (2021 - \$80,133) which consisted of the salaries for the CEO, Corporate Compliance and Principal Geologist; and

Other items as follows;

- Flow-through premium income of \$208,758 (2021 - \$Nil).

## **LIQUIDITY AND CAPITAL RESOURCES**

As at June 30, 2022, the Company had working capital of \$402,798 (March 31, 2022 - \$1,724,253). Because of economic conditions, globally, there is uncertainty in capital markets and the Company anticipates that it and others in the mineral resource sector may have limited access to capital. Although the business and assets of the Company have not changed, investors continue to attach a high risk premium to venture capital. The Company continually



monitors its financing alternatives and expects to increase its treasury in fiscal 2023 through private placements in order to support and bolster its exploration activities.

The quantity of funds to be raised and the terms of any equity financing that may be undertaken will be negotiated by management as opportunities to raise funds arise. There can be no assurance that such funds will be available on favorable terms, or at all.

During fiscal 2022

The Company announced a non-brokered private placement of 25,000,000 units at a price of \$0.16 per unit for gross proceeds of up to \$4,000,000. Each unit consisting of one common share of the Company and one-half of a common share purchase warrant, with each whole warrant entitling the holder to acquire one additional common share at an exercise price of \$0.25 per common share for a period of 18 months from the closing date of the Financing. The Company may pay up to a 6% cash finder's fee in relation to the financing.

During fiscal 2022

The Company closed a non-brokered private placement consisting of 1,428,571 units at a price of \$0.35 per unit and 1,190,476 flow-through shares at a price of \$0.42 per share for gross proceeds of \$1,000,000. A flow-through premium liability of \$95,238 was allocated to the flow-through obligation of this private placement, and the remainder of proceed were allocated to share capital. Each unit consists of one common share of the Company and one-half of a common share purchase warrant. Each whole warrant will entitle the holder to acquire one additional common share at an exercise price of \$0.55 per common share to November 15, 2022. A value of \$14,286 was attributed to the warrants using the residual value method. The Company paid cash fees of \$30,000 and issued 71,429 agent warrants valued at \$8,099. Each agent warrant is exercisable at \$0.55 per share to November 15, 2022. Additional share issue costs of \$7,450 were incurred in connection with the financing and was recorded as an offset to share capital as share issue cost. As at March 31, 2022 \$500,000 of qualified expenditures have been spent.

The Company closed a non-brokered private placement consisting of 2,631,579 flow-through shares at a price of \$0.38 per share for gross proceeds of \$1,000,000. A flow-through premium liability of \$236,842 was allocated to the flow-through obligation of this private placement, and the remainder of proceed were allocated to share capital. The Company paid cash fees of \$60,000 and issued 157,894 agent warrants valued at \$12,873. Each agent warrant is exercisable at \$0.50 per share to June 1, 2023. Additional share issue costs of \$7,450 were incurred in connection with the financing and was recorded as an offset to share capital as share issue cost. As at March 31, 2022 \$118,578 of qualified expenditures have been spent resulting in \$28,084 of the flow-through premium allocated as other income and \$208,758 recorded as a flow-through premium liability. During the quarter ended June 30, 2022, the Company recognized the flow-through premium liability of \$208,758 as other income. The Company also spent the remaining flow-through proceeds of \$881,422.

The Company issued 1,023,375 common shares on the exercise of warrants for proceeds of \$358,181 and \$9,305 was reclassified from reserves to share capital.

The Company issued 50,000 common shares for the acquisition of exploration and evaluation assets at a fair value of \$18,000.

The Company has no long-term debt obligations.

#### SHARE CAPITAL

(a) As of the date of the MDA the Company has 83,701,942 issued and outstanding common shares. The authorized share capital is unlimited no-par value common shares.

(b) As at the date of the MDA the Company has 7,485,000 incentive stock options outstanding.

(c) As at the date of the MDA the Company has 954,583 share purchase warrants.

## RELATED PARTY TRANSACTIONS

Key management personnel compensation for the period ended June 30, were:

	2022	2021
<b>Short-term benefits paid or accrued:</b>		
Salary	\$ 48,000	\$ 48,000
Consulting fees	6,000	6,000
<b>Total remuneration</b>	<b>\$ 54,000</b>	<b>\$ 54,000</b>

These transactions were in the normal course of operations and were measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties. Directors of the Company are not currently compensated for their services.

## OFF BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements.

## INVESTOR RELATIONS and MARKETING

Development of the Company's capital markets program is ongoing.

The Company engaged Intrinsyc Capital Corp. for an expanded capital markets strategy. An agreement was executed on September 9<sup>th</sup> 2019 and is active on an ongoing basis.

The Company continues to work with Peak Marketing Corp. A one-year agreement executed in 2018 was amended and extended on a month-by-month basis, to enable an ongoing partnership going forward with regard to marketing strategies and dissemination of information. The Company works with Peak to ensure all its market-related information and links are consistent and up to date, including certain social media hubs.

The Company continues to work with Renmark Communications on an ongoing, retainer-basis to ensure that its website is current. The Company's website at <http://www.vrr.ca> is fully functioning and updated regularly to ensure information on exploration properties and programs, and capital structure are consistent with the Company's various other public disclosures.

The Company entered into a one-year Agreement with PI Financial Corp., Vancouver, effective February 14, 2022, for capital market support services for the purpose of maintaining an orderly market in the shares of the Company in accordance with TSX Venture Exchange policies and applicable laws. Total consideration is a monthly fee of \$5,000, and the Agreement includes the option for early termination at 4 months, and on a one month notice basis thereafter.

## PROPOSED TRANSACTIONS

Currently the Company is not a party to any material proceedings. The Company continually evaluates new opportunities, including new properties by staking, acquisition or joint venture, and corporate consolidation or merger opportunities.

## CRITICAL ACCOUNTING ESTIMATES

The preparation of the Company's consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of assets and liabilities at the date of the consolidated financial statements, and the reported amounts of expenses during the reporting year. Areas requiring the use of estimates in the preparation of the Company's consolidated financial statements the carrying value and the recoverability of the exploration and evaluation assets included in the Consolidated Statement of Financial Position, the assumptions used to determine the fair value of share-based payments in the Consolidated Statement of Comprehensive Loss, and the estimated amounts of reclamation and

environmental obligations. Management believes the estimates used are reasonable; however, actual results could differ materially from those estimates and, if so, would impact future results of operations and cash flows.

## CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

There were no changes in the Company's significant accounting policies during the period ended June 30, 2022, that had a material effect on its consolidated financial statements. The Company's significant accounting policies are disclosed in Note 2 to its audited annual consolidated financial statements for the year ended March 31, 2022, and 2021.

## NEW STANDARDS AND INTERPRETATIONS

Certain new standards, interpretations, amendments and improvements to existing standards were issued by IASB or IFRIC that are mandatory for future accounting periods which are not expected to have a material effect on the Company's consolidated financial statements. There were no new standards adopted by the Company during the period having a material effect on the Company's consolidated financial statements.

## RISKS AND UNCERTAINTIES

The Company's business is mineral exploration. Companies in this industry are subject to many and varied kinds of risks, including but not limited to, environmental, mineral prices, political, and economic.

The Company will take steps to verify the title to any properties in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties. These procedures do not guarantee the Company's title. Property titles may be subject to unregistered prior agreements or transfers and title may be affected by undetected defects or changes in government policy and regulations.

The Company has no significant sources of operating cash flow and no revenue from operations. Additional capital will be required to fund the Company's exploration program. The sources of funds available to the Company are the sale of equity capital or the offering of an interest in its project to another party. There is no assurance that it will be able to obtain adequate financing in the future or that such financing will be advantageous to the Company.

The property interests to be owned by the Company or in which it may acquire an option to earn an interest are in the exploration stages only, are without known bodies of commercial minerals and have no ongoing operations. Mineral exploration involves a high degree of risk and few properties, which are explored, are ultimately developed into production. If the Company's efforts do not result in any discovery of commercial minerals, the Company will be forced to look for other exploration projects or cease operations.

The Company is subject to the laws and regulations relating to environmental matters in all jurisdictions in which it operates, including provisions relating to property reclamation, discharge of hazardous materials and other matters. The Company may also be held liable should environmental problems be discovered that were caused by former owners and operators of its properties in which it previously had no interest. The Company is not aware of any existing environmental problems related to any of its current or former properties that may result in material liabilities to the Company.

The COVID-19 pandemic has created a dramatic disruption to the global economy. The duration of the COVID-19 outbreak and the resultant travel restrictions, social distancing, Government response actions, business closures and business disruptions have not had a material impact on the Company's normal course of business conducting its mineral exploration. There can be no assurance that the Company will not be further impacted by adverse consequences that may be brought about by the COVID-19 pandemic on global financial markets which may reduce share prices and financial liquidity and thereby severely limit the financing capital available to the Company.

The Company's operating costs, and capital costs are affected by the cost of commodities and goods such as fuel and supplies, which have been assumed to be available for purchase. It has also been assumed that the Company will have access to the required amount of sufficiently skilled labour as required for operations. Certain factors are outside the Company's control and an increase in the costs of (due to inflation, impacts of the Russia and Ukraine conflict, or



otherwise), or a lack of availability of, commodities, goods and labour may have an adverse impact on the Company's financial condition and results of operation.

## FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

### **Financial risk factors**

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

The fair value of cash is measured at Level 1 of the fair value hierarchy. The carrying value of receivables, and accounts payable and accrued liabilities and reclamation bond approximate their fair value because of the short-term nature of these instruments.

### **Financial risk factors**

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

#### *Credit risk*

Credit risk is the risk of loss associated with a counter party's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and receivables. Management believes that the credit risk concentration with respect to receivables is remote as they are due from the Government of Canada and the Department of the Interior, Nevada USA. The Company's cash is deposited in accounts held at a large financial institution in Canada. As such, the Company believes the credit risk with cash is remote. Receivables comprise input tax receivables due from the Government of Canada and a reclamation bond from the Department of the Interior, Nevada USA. The Company has no debt and considers the credit risk of receivables to be low.

#### *Liquidity risk*

The Company's approach to managing liquidity risk is to ensure that it will have enough liquidity to meet liabilities when due. As of June 30, 2022, the Company had a cash balance of \$192,270 (March 31, 2022 - \$1,968,469) to settle current liabilities of \$38,098 (March 31, 2022 - \$318,310). All the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

The Company intends to raise additional equity financing in the coming fiscal year to meet its obligations.

#### *Interest rate risk*

The Company has cash balances and no interest-bearing debt. The Company's current policy is to invest excess cash in investment-grade demand investments issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. The Company has no debt and is not subject to significant exposure to interest rate risk.

#### *Foreign currency risk*

The Company is exposed to foreign currency risk on fluctuations related to assets and liabilities that are denominated in USD. As at June 30, 2022 the amounts exposed to foreign currency risk include cash and cash equivalents of US\$4,037 (March 31, 2021 - US\$8,119).

#### *Price risk*

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's profit or loss, the ability to obtain financing, or the ability to obtain a public listing due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on profit or loss and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices, individual equity movements and the stock market to determine the appropriate course of action to be taken by the Company. Fluctuations in value may be significant.

## CAPITAL MANAGEMENT

The Company defines capital that it manages as shareholders' equity, consisting of issued common shares, stock options and warrants included in reserve, and subscriptions receivable.

The Company manages its capital structure and adjusts it, based on the funds available to the Company, to support the acquisition, exploration and development of exploration and evaluation assets. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The properties in which the Company currently has an interest is in the exploration stage as such the Company has historically relied on the equity markets to fund its activities. The Company will also assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient economic potential and if it has, or as access to adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The Company is not subject to externally imposed capital restrictions. There were no changes to the Company's approach to capital management during the year.

## FORWARD-LOOKING STATEMENTS

This MD&A contains forward-looking statements and forward-looking information (collectively, "forward-looking statements") within the meaning of applicable Canadian and U.S. securities legislation. These statements relate to future events or the future activities or performance of the Company. All statements, other than statements of historical fact, are forward-looking statements. Information concerning mineral resource/reserve estimates and the economic analysis thereof contained in preliminary economic analyses or prefeasibility studies also may be deemed to be forward-looking statements in that they reflect a prediction of the mineralization that would be encountered, and the results of mining that mineralization, if a mineral deposit were developed and mined. Forward-looking statements are typically identified by words such as: believe, expect, anticipate, intend, estimate, postulate, plans and similar expressions, or which by their nature refer to future events. These forward-looking statements include, but are not limited to, statements concerning:

- the Company's strategies and objectives, both generally and in respect of its specific mineral properties or exploration and evaluation assets;
- the timing of decisions regarding the timing and costs of exploration programs with respect to, and the issuance of the necessary permits and authorizations required for, the Company's exploration programs;
- the Company's estimates of the quality and quantity of the resources and reserves at its mineral properties;
- the timing and cost of planned exploration programs of the Company and the timing of the receipt of result thereof;
- general business and economic conditions;
- the Company's ability to meet its financial obligations as they come due, and to be able to raise the necessary funds to continue operations; and
- the Company's expectation that it will be able to add additional mineral projects of merit to its existing property portfolio.

Although the Company believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Inherent in forward looking statements are risks and uncertainties beyond the Company's ability to predict or control, including, but not limited to, risks related to the Company's inability to raise the necessary capital to be able to continue in business and to implement its business strategies, to identify one or more economic deposits on its properties, variations in the nature, quality and quantity of any mineral deposits that may be located, variations in the market price of any mineral products the Company may produce or plan to produce, the Company's inability to obtain any necessary permits, consents or authorizations required for its activities, to produce minerals from its properties successfully or profitably, to continue its projected growth, and other risks identified herein under "Risk Factors".

The Company cautions investors that any forward-looking statements by the Company are not guarantees of future performance, and that actual results are likely to differ, and may differ materially, from those expressed or implied by forward looking statements contained in this MD&A. Such statements are based on several assumptions which may prove incorrect, including, but not limited to, assumptions about:

- the level and volatility of the price of commodities;
- general business and economic conditions;
- the timing of the receipt of regulatory and governmental approvals, permits and authorizations necessary to implement and carry on the Company's planned exploration;
- conditions in the financial markets generally;
- the Company's ability to attract and retain key staff;
- the nature and location of the Company's mineral exploration projects, and the timing of the ability to commence and complete the planned exploration programs; and
- the ongoing relations of the Company with its regulators.

These forward-looking statements are made as of the date hereof and the Company does not intend and does not assume any obligation, to update these forward-looking statements, except as required by applicable law. For the reasons set forth above, investors should not attribute undue certainty to or place undue reliance on forward-looking statements.

There are statements and/or information on the Company's website with respect to mineral properties and/or deposits which are adjacent to and/or potentially similar to the Company's mineral properties, but which the Company has no interest or rights to explore or mine. Readers are cautioned that mineral deposits on adjacent or similar properties are not necessarily indicative of mineral deposits on the Company's properties.

Historical results of operations and trends that may be inferred from the following discussion and analysis may not necessarily indicate future results from operations. The current state of the global securities markets may cause significant reductions in the price of the Company's securities and render it difficult or impossible for the Company to raise the funds necessary to sustain operations.

#### DISCLOSURE OF MANAGEMENT COMPENSATION

In accordance with the requirements of Section 19.5 of TSXV Policy 3.1, the Company provides the following disclosure with respect to the compensation of its directors and officers during the period:

1. During the period ended June 30, 2022, the Company did not enter any standard compensation arrangements made directly or indirectly with any directors or officers of the Company, for their services as directors or officers, or in any other capacity, with the Company or any of its subsidiaries except as disclosed under "Related Party Transactions".
2. During the period ended June 30, 2022, officers of the Company were paid for their services as officers by

the Company as noted above under “Related Party Transactions”.

3. During the period ended June 30, 2022, the Company did not enter any arrangement relating to severance payments to be paid to directors and officers of the Company and its subsidiaries.

#### APPROVAL

The Board of Directors of the Company has approved the disclosures in this MDA.

#### ADDITIONAL SOURCES OF INFORMATION

Additional disclosures pertaining to the Company, including its most recent, financial statements, management information circular, material change reports, press releases and other information, are available on the SEDAR website at [www.sedar.com](http://www.sedar.com) or on the Company’s website at [www.vrr.ca](http://www.vrr.ca). Readers are urged to review these materials, including the technical reports filed with respect to the Company's mineral properties.