REPORT DATE:
FEBRUARY 18, 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 three and nine month periods ended December 31, 2021.

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, 2021 and dated July 9, 2021.

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 is 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 Companies 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

- **$2.4m** in working capital and **83.7 m shares** issued and outstanding to end the quarter and enter January, 2022.

- Executed the second reconnaissance drill program on the IOCG hydrothermal breccia target at the Hecla-Kilmer carbonatite complex in northern Ontario. Five holes were completed for a total of 2,604 m. Hole 5 produced a **299 m intersection of REE + Nb** (rare earth elements + niobium) to confirm the critical metal signature of the hydrothermal system intersected at surface in Hole 4 in the maiden drill program in 2020. Follow-up drilling on this mineralization is planned for April, 2022, and will include first-pass drilling of the as yet untested magnetic anomalies along the southern margin of the complex.

- Closed a private placement of **$1m** in December, via the issuance of 2,631,579 flow-through shares. Funding is secure for the drill program planned at Hecla-Kilmer in April, 2022.

- Received the Plan of Operation permit for first-pass drilling of the epithermal gold-silver target at the Amsel

property in Nevada, part of the Company's district scale Big Ten Project. Drill program announced in NR-01-22 on February 15, 2022.

The Company continued its normal course of business in mineral exploration in Q3 Fiscal 2022 (October – December, 2021), 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 Company remains committed to its early-stage mineral exploration strategy in copper, precious metals (gold and silver) and rare earth elements, 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 or direct acquisition of a property from a third party, or by a corporate transaction such as a merger.

As of the date of this report the Company has **83,651,942** shares issued, with **7,485,000** Stock Options and **3,522,049** warrants outstanding for a fully diluted share capital of **94,658,991.**

Working capital of approximately **$2.3m** at the time of writing of this report is sufficient for execution of the Company's mineral exploration plans through calendar year 2022, namely the drill programs planned for the Amsel and Hecla-Kilmer properties, and for its general corporate and administrative costs ("G&A") through 2022.

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.

Development of the Company's capital markets program is ongoing, including but not limited to:

- The Company continues to work with Peak Marketing Corporation for communication outreach. A one-year agreement executed in 2018 was amended and extended on an ongoing basis on a reduced monthly retainer in order to continue the work on dissemination of market-related information to interested shareholders, and to ensure that links to social media hubs are current.

- A one-year Agreement signed in 2018 with Proactive Investors has been renewed through December 31st, 2022, in order to continue the production of timely video interviews to provide updates on the Companies various exploration and corporate activities, and to promote VR within Proactive's own website platform.

- The Company completed its engagement with O&M Partners, LLC, based in New York, USA. The six-month strategy used video interviews and live, Q&A webinars to both introduce the Company to potential new investors in the network familiar to O&M, and to provide in-depth information and corporate access to our existing shareholders.

- The Company is actively covered by four investor Newsletter writers in the mineral resources sector, and by Intrynsyc Capital Corp. and Agentis Capital Corp.

The Company continues to work with Renmark Communications on an ongoing basis to maintain its website. The Company's website at http://www.vrr.ca is fully functioning and continuously updated.

There was active exploration in Q2 at the Company's Hecla-Kilmer IOCG breccia target and property in northern Ontario, as summarized in the next section. In brief, five holes were completed in November 2021, for a total of 2,604 m. Hole 5 produced a **299 m intersection of REE + Nb** (rare earth elements + niobium) to confirm the critical metal signature and potential of the hydrothermal system intersected at surface in Hole 4 during the maiden drill program in 2020. Follow-up drilling on this mineralization is planned for April 2022, and will include first-pass drilling of the as yet untested magnetic anomalies along the southern margin of the complex

The Company received its drill permit for its Amsel gold-silver property in Nevada in Q3. The property is on land administered by the United States Forest Service (USFS). A Decision Letter dated November 4th, 2021, was followed by the final, approved and signed **Plan of Operations** dated November 18th. In follow-up to the Decision, the

Company posted an environmental bond in the amount of USD $44,400, a standard procedure for such a permit in the United States. At the time of writing of this report, the Company has begun field preparations for the first of a planned, two-phase first-pass drill program at Amsel, as announced in NR-01-22 on February 15, 2022. A short winter drill program is planned for the second half of February, with the second phase of drilling planned for July.

The global pandemic of the COVID-19 virus presents a real and ongoing health threat across Canada and around the world. North American governments have imposed numerous and various restrictions at the provincial, state and national level to protect citizens. The Company responded, in order to protect the health and safety of its employees. All corporate travel and active field work stopped in early March 2020. Since that time, 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 did not adversely impact the Company's day to day functioning, nor its overall strategy for calendar year 2021, with measures in place to minimize the risks of the ongoing pandemic for our surface exploration programs.

EXPLORATION PROJECTS

Summary

The Company has five mineral properties in Nevada, USA, as shown in **Figure 1** below, and two properties in northern Ontario, shown in **Figure 3**.

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 Amsel silver-copper project in Nevada, and the Hecla-Kilmer copper-gold-REE property in Ontario.

Amsel gold-silver property, Nevada

The Amsel property is located within the Walker Lane gold-silver epithermal mineral belt located in western and central Nevada (**Figure 2**). The belt has a 140-year history of active mine production that continues to this day.

The reader is referred to the Company's website at www.vrr.ca for an up-to-date description of the geology and mineral potential of the Amsel property on the **Big Ten project page**, including a summary of exploration surveys completed by VR since 2016, and illustrated with up-to-date maps, figures, cross-sections and rock photos. **Importantly**, a Six Minute CEO video interview regarding Amsel is available on the website Home Page, and a more fulsome, Live Q&A webinar video is posted on the landing page for the Big Ten project.

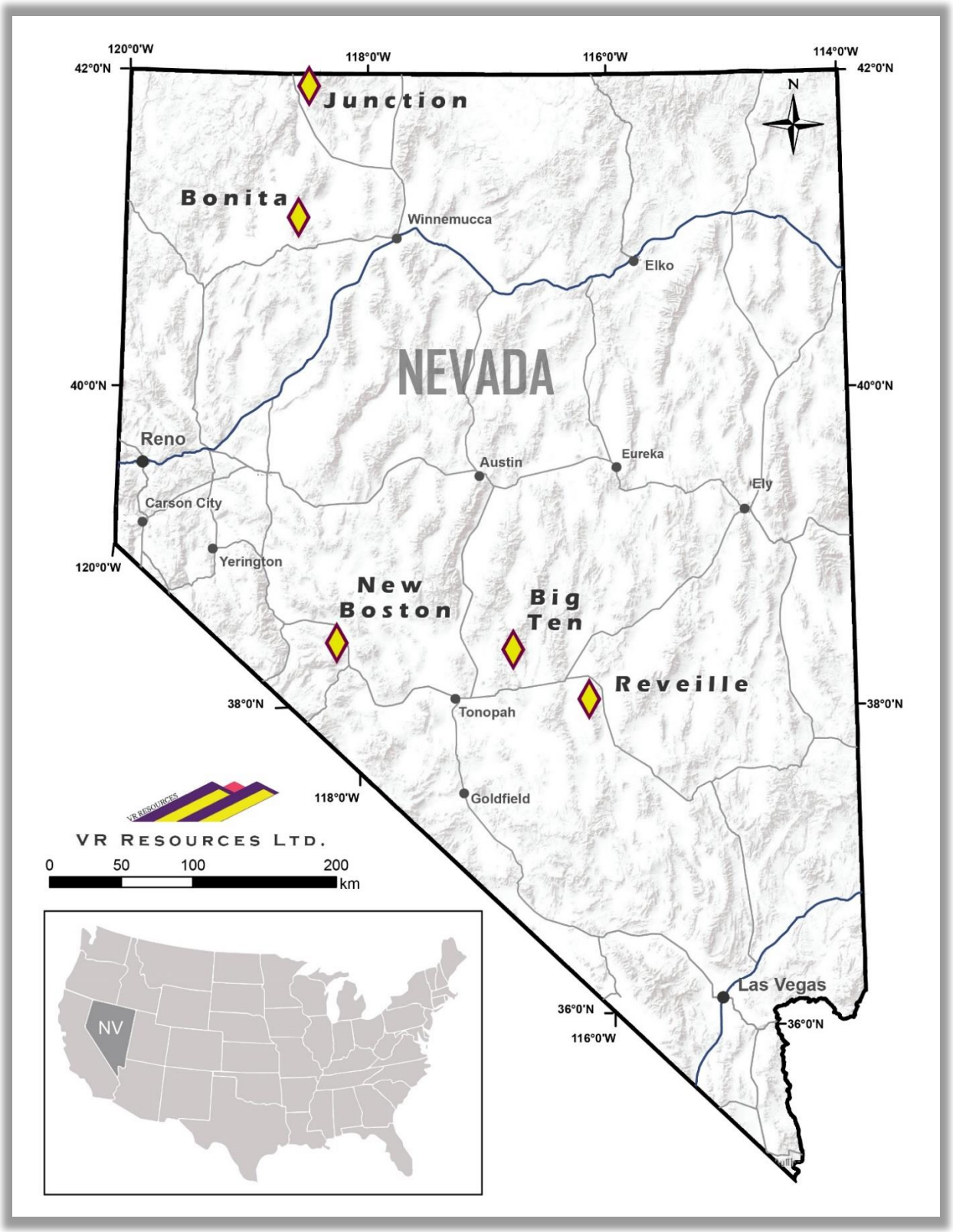


Figure 1. Location of the Company's mineral exploration properties in Nevada, USA.

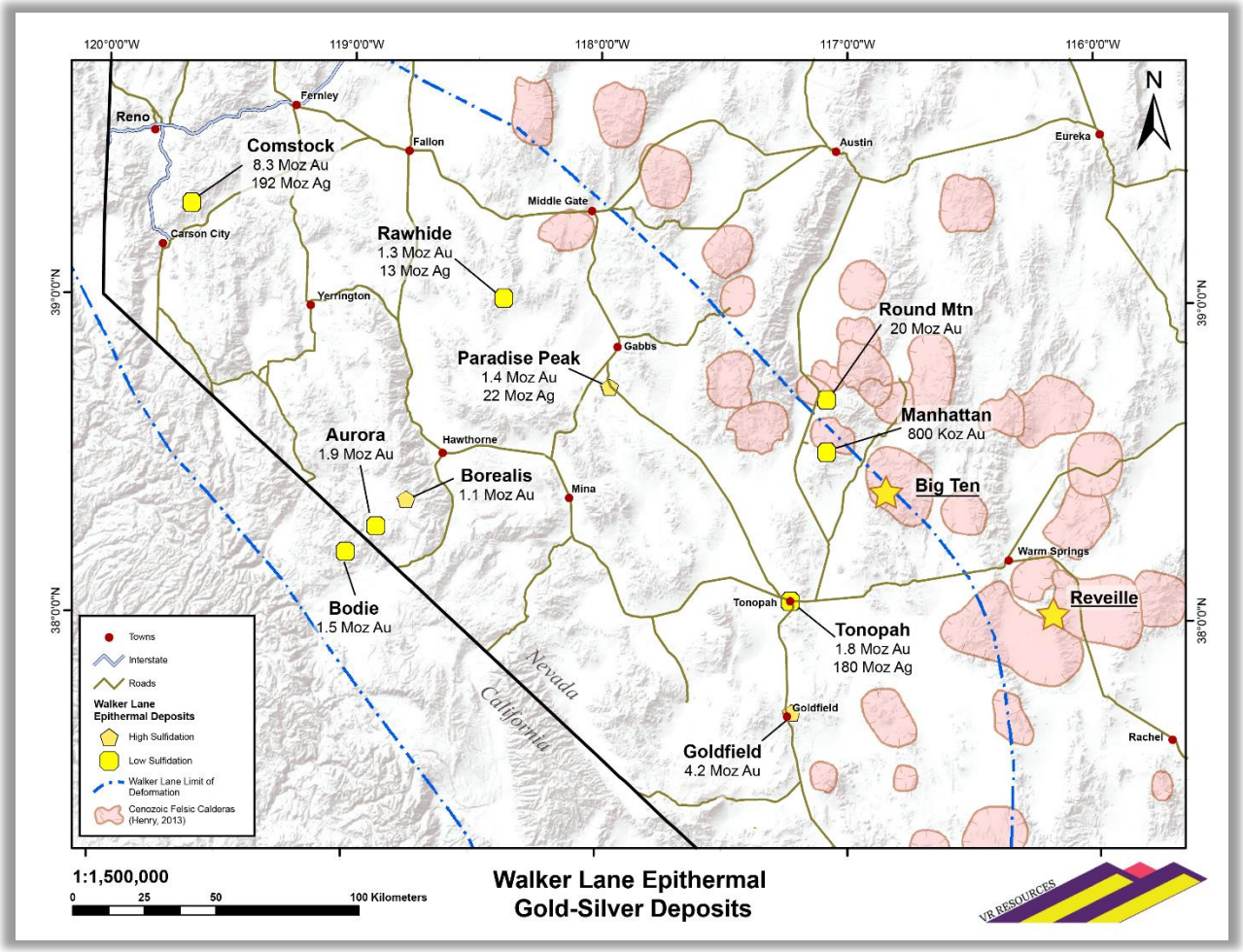


Figure 2. Location of VR's Big Ten and Reveille gold and silver projects in the Walker Lane mineral belt in west-central, Nevada. Shown are select gold and silver epithermal deposits and Tertiary felsic volcanic centers (calderas).

Property Description

The Big Ten project is located in Nye County in west-central Nevada. It is in the southern part of the Monitor Range, approximately 50 kilometres northeast of Tonopah. Cost effective exploration is afforded by road access to the property on Nevada State Highway 82 leading north and east from Tonopah, with historic but still actively used roads and trails to and within the project area.

There are currently seven properties within the project along the 20 km length of the Big Ten Caldera mineral trend. Amsel is the current focus of exploration. The properties are owned 100% by VR. There are no underlying annual lease payments on the Amsel (or other ?) properties, nor are there any joint venture interests, carried interests or back-in rights on the various properties. There is a 2% net smelter returns royalty on the Amsel property, which currently consists of 66 claims covering 1,363 acres.

New Data

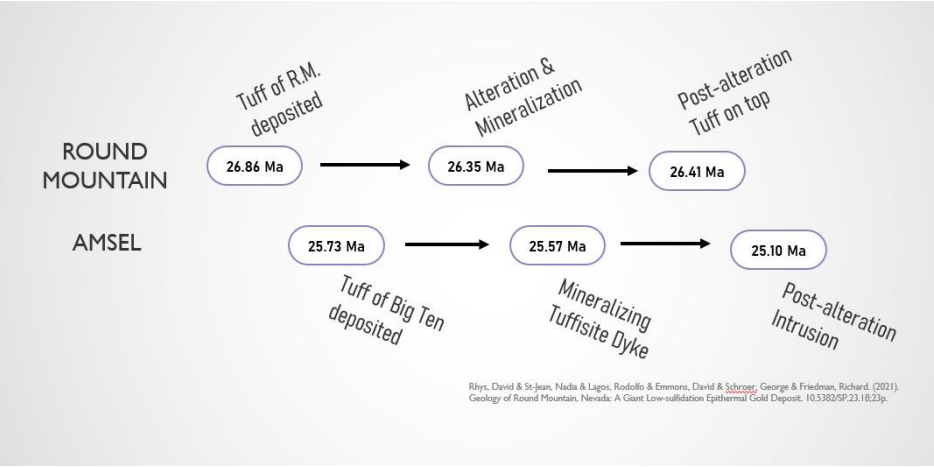
The Big Ten Tertiary volcanic caldera is located along the eastern margin of the Walker Lane mineral belt, host to numerous Cenozoic-aged gold and silver deposits in western Nevada (**Figure 2**). Big Ten is located immediately to the southeast of the 20 Moz Round Mountain deposit which also occurs within a rhyolite volcanic center (caldera).

The reader is referred to the NR-21-21 dated November 9, 2021, for a summary of new geochronologic data obtained by VR which demonstrates that Amsel, and the Big Ten Caldera are broadly the same age as Round Mountain.

VR collected two samples from Amsel for age-dating during field work in the summer of 2019; one a tuff with pervasive quartz-adularia-sericite alteration overprint, and the other an unaltered quartz-biotite-feldspar porphyry dyke that crosscuts the altered and mineralized tuff sample.

Age determinations obtained from the University of Oregon using total fusion argon-argon systematics on orthoclase and adularia mineral separates are **25.57** and **25.10 Ma**, respectively. The data support an evolving magmatic-hydrothermal system at Amsel where-by late-stage dykes intrude and crosscut earlier pyroclastic tuff units, marking the cessation of mineralization. An age of **25.73 Ma** was obtained by Henry and John (GSA, 2013) west of the Amsel property, from unaltered tuff very near the eastern margin of the Big Ten caldera.

As shown below, the mineralization and host rocks at Round Mtn. span the same geologic age as at Amsel:



Summary schematic of comparative geochronology at the Round Mtn. and Amsel epithermal gold systems and their respective Tertiary volcanic caldera hosts. RM ages are from SEG Special Publication 23, Chapter 18.

The Round Mountain gold deposit surpassed 20 million ounces of gold production in 2020 (Kinross Mining Corporation). Artisanal mining began in 1906. Large-scale mining by modern pit and heap leach methods commenced in 1977 and continues to this day.

The target at Amsel is a quartz vein stockwork system comparable to Round Mountain. The basis for the correlation and potential analogue is multi-faceted:

1. Age. Occurrence in adjacent Tertiary volcanic calderas between 25-27 million years old;
2. Setting. Location of the epithermal quartz vein stockwork system at or near the **margin of the caldera**, in proximity to contact with basement;
3. System. Gold and silver mineralization in a **low-sulfidation, epithermal quartz vein system**;
4. Trap. Mineralization hosted in unwelded tuff below a **cap unit** of welded tuff;
5. Adularia. Large-scale potassium alteration footprint of **quartz-adularia**, with a specific correlation of gold-silver mineralization to increasing adularia in the core of the system;
6. Pyrite. Correlation of gold-silver mineralization to **pyrite**.

Drill Plans Going Forward at Amsel

Targeting at Amsel is based on the integration of mapping, stratigraphy, structure, rock and soil geochemistry, mineral chemistry and IP geophysics completed by VR during the past 4 years. The goal is to discover a large-scale, pyrite-bearing quartz vein stockwork body forming the central root to the large surface alteration footprint of silica-adularia with low grade gold that is throughout a cap unit of welded tuff covering the hilltop at Amsel. The 2 x 3 km potassium airborne radiometric anomaly shown in **Figure 3** correlates with this alteration.

VR completed a DIAS32 3D-array DCIP survey at Amsel in 2019. It delineated a large IP anomaly roughly 700 x 900 m in size, and located in the southwest quadrant of the surface quartz-adularia, potassium alteration zone, as shown in **Figure 3**. The DCIP survey was robust; it included 19 line-km covering a 3.2 x 1.2 km grid area utilizing a 100 m station spacing for 150 receiver stations generating more than 95,000 dipole data points for the 3D inversion model. As shown on the cross-section in **Figure 4**, the IP anomaly comes to surface, and spans the entire 500 m vertical extent of the 3D inversion model.

VR is targeting the IP anomaly as the pyritic root and driver to the surface alteration at Amsel because IP chargeability maps pyrite, and VR has established a correlation between pyrite and gold in mineralized quartz veins along the entire 20 km length of the Big Ten mineral trend, similar to the pyrite-gold correlation that is recognized at Round Mountain, as described in the previous section.

This IP anomaly and drill target are new. Gold was confirmed in three short RC drill holes completed during cursory exploration in the early 1980's which was restricted to the hilltop at Amsel where topography is subdued and tree-cover is sparse. However, the new IP anomaly is on the western and southwestern flank of the hill which were not covered by the historic exploration grids and drilling. Indeed, it is the cursory nature of the historic exploration at Amsel, and the lack of any modern exploration since, which provide VR with the opportunity to be the first group to use new exploration technologies on Amsel that were not available in the 1980's, and similarly, to apply the insights from current mineral deposit models developed for epithermal gold and silver deposits in the Walker Lane belt during the past 40 years, including Round Mountain.

The objective of the first-pass drilling at Amsel is to test the three main areas of the main IP anomaly shown in **Figure 3**: North, South, and Grove. Having received the Plan of Operations permit in November of 2021, first-pass drilling was announced in NR-01-22 on February 15, 2022. The drilling is planned for two phases:

- **Phase I: North IP anomaly**. A shorter program of 4 – 6 holes is planned for February-March. Schematic drill traces are shown in **Figure 4**. Topography and road access are amenable for safe and effective drilling under winter conditions in this area of the property.

The north IP anomaly occurs directly below surface outcrops of tuffisite breccia with epithermal boiling texture bladed quartz-carbonate, open-space, crustiform, polyphase banded quartz-adularia veins, sericite overprint and pyrite casts. These outcrops coincide with the strongest potassium alteration in the entire 2.2 km alteration footprint at Amsel, and surrounding soil contains up to 0.25 g/t gold and 2.2 g/t silver (**Figure Figure 3**). As such, the north IP anomaly is targeted as the precious metal bonanza zone below boiling in the well-established Buchanan epithermal model (1981).

- **Phase II**: **South IP anomaly, and Grove anomaly**. A longer program of 6 – 10 holes is planned for earliest summer, July and August, when conditions are more favorable for safe and efficient drilling on the eastern and southwestern flanks of the hilltop at Amsel where the Grove and the South IP anomalies occur, respectively.

The south IP anomaly is the largest, the most deeply rooted, and has the highest chargeability amplitude (**Figure 4**). It is also coincident with the strongest soil geochemistry which in addition to gold and silver includes the moly-lead-tungsten-thallium signature which is indicative of high temperature proximal to the source, root and driver of the overall epithermal fluid system.

Comment

The Company has 4 years of exploration under its belt at Amsel, and along the 20 km long trend of mineral showings within the Big Ten caldera and mineral project. High grade veins at the Danbo property were our initial focus, but it is the Amsel property which has produced by far the most compelling and integrated target for a large-footprint epithermal gold-silver system. The new geochronology data reported in this quarter only re-affirm the correlation of the Amsel system to the 20 Moz Round Mtn. gold deposit hosted in a similar-aged caldera located just 45 km to the northwest, and thereby the upside potential that Amsel presents this company and its shareholders.

With regard to the planned drilling, VR has experience with the logistics of this region, we have worked with the drill company that is now contracted for this drilling for several years, and we will build upon our relationships with key geochemical service companies in Reno in order to optimize the quality of the data produced from this maiden drill program.

The Company looks forward to providing future updates on the first phase of drilling planned for Q4 this winter, and the first drill holes ever into the heart of the large, low sulfidation gold-silver epithermal system exposed at surface at Amsel.

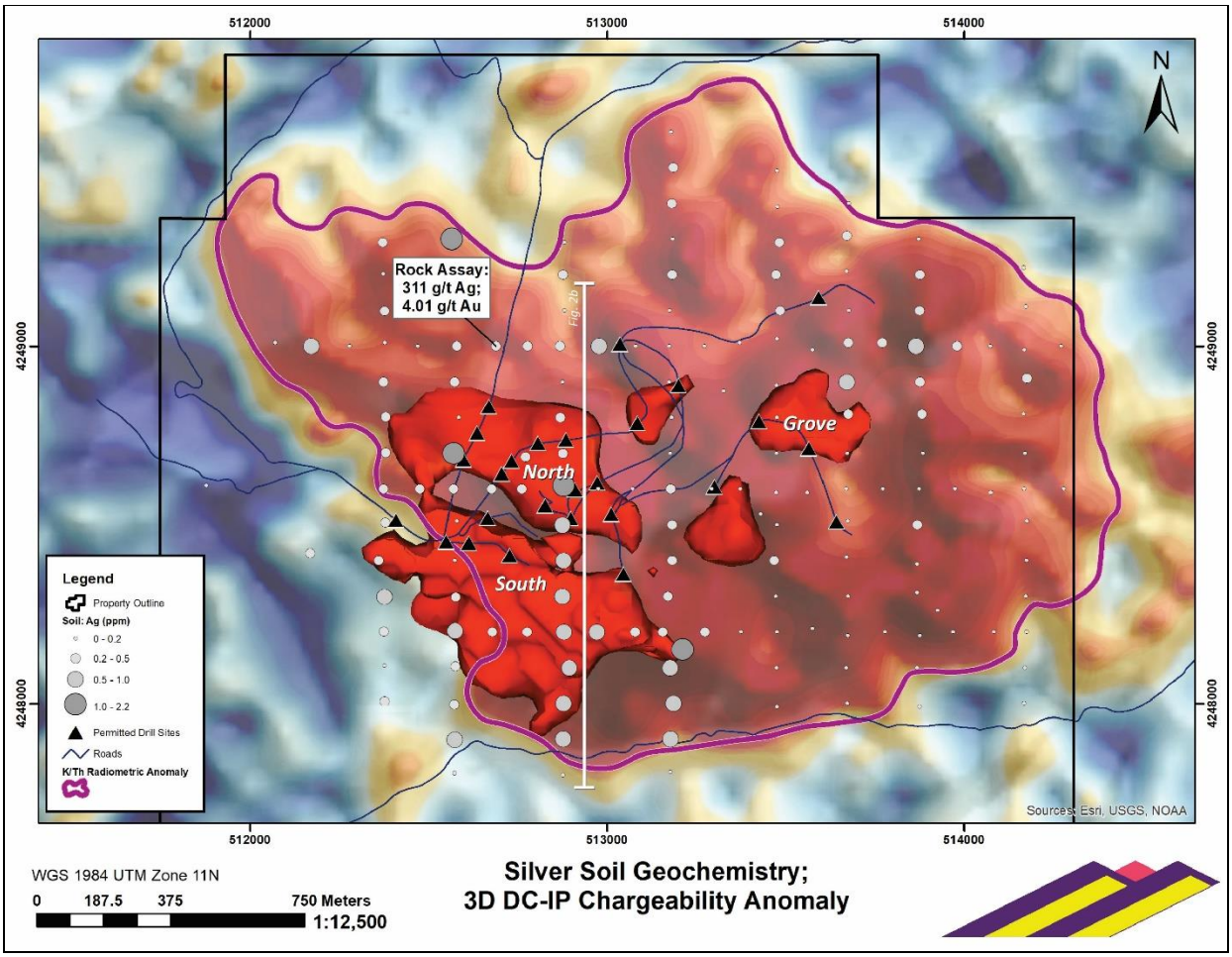


Figure 3. Plan map of the Amsel property with permitted drill pads, silver geochemistry in soil, and the chargeability anomalies in red from the 3D-array, DCIP survey completed in 2019, all plotted on a potassium/thorium radiometric base map from the 2018 airborne survey. The white line is the IP profile in **Figure 4**. Also shown is the assay from the 2019 grab sample of tuff with low temperature clay alteration in the halo of the targeted IP anomaly.

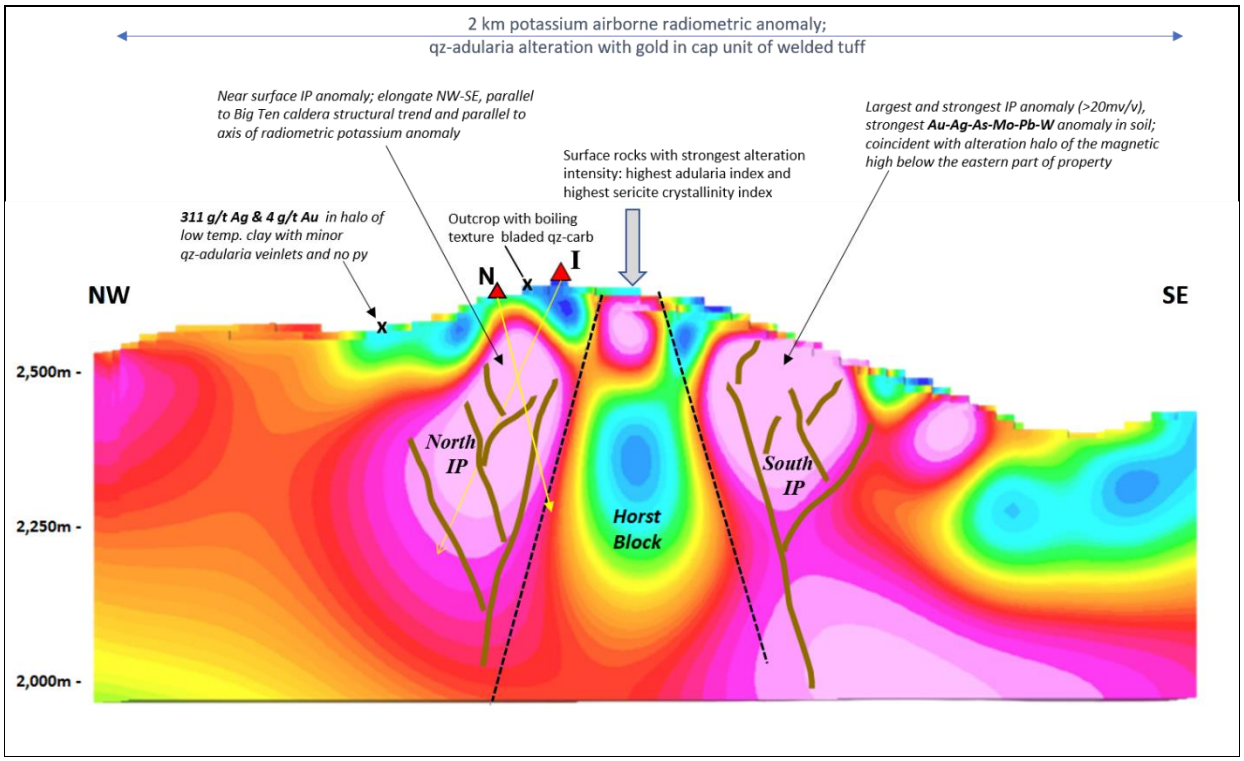


Figure 4. A north-south section through the 3D inversion block model derived from the DIAS32 3D-array DCIP survey completed in 2019; for reference, the chargeability anomalies in pink are shown in red on the plan map in Figure 3, which also shows the location of the profile line. Grid-based soil and rock geochemistry by VR define integrated anomalies in gold, silver, molybdenum, arsenic and tungsten where the northern and southern IP anomalies come to surface. The IP anomalies occur in the southwestern quadrant of the quartz-adularia surface alteration footprint and corresponding potassium airborne radiometric anomaly covering the hilltop at Amsel, also shown on the plan map in Figure 3. The yellow arrows represent schematic drill traces for Phase I of the first-pass drilling at Amsel and planned for February-March, 2022; the second phase of the program is planned for the summer drill season to test the South IP anomaly.

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. The Acquisition agreement dated **June 15th, 2020**, is described in the news release of the same date.

Background

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

As shown in **Figure 5** below, the Ranoke and Hecla-Kilmer properties are remote, completely covered by overburden, and previously unexplored for copper-gold hydrothermal systems, yet they are proximal to regional infrastructure including rail, power and highway which enable cost-effective exploration and efficient development should a discovery be made.

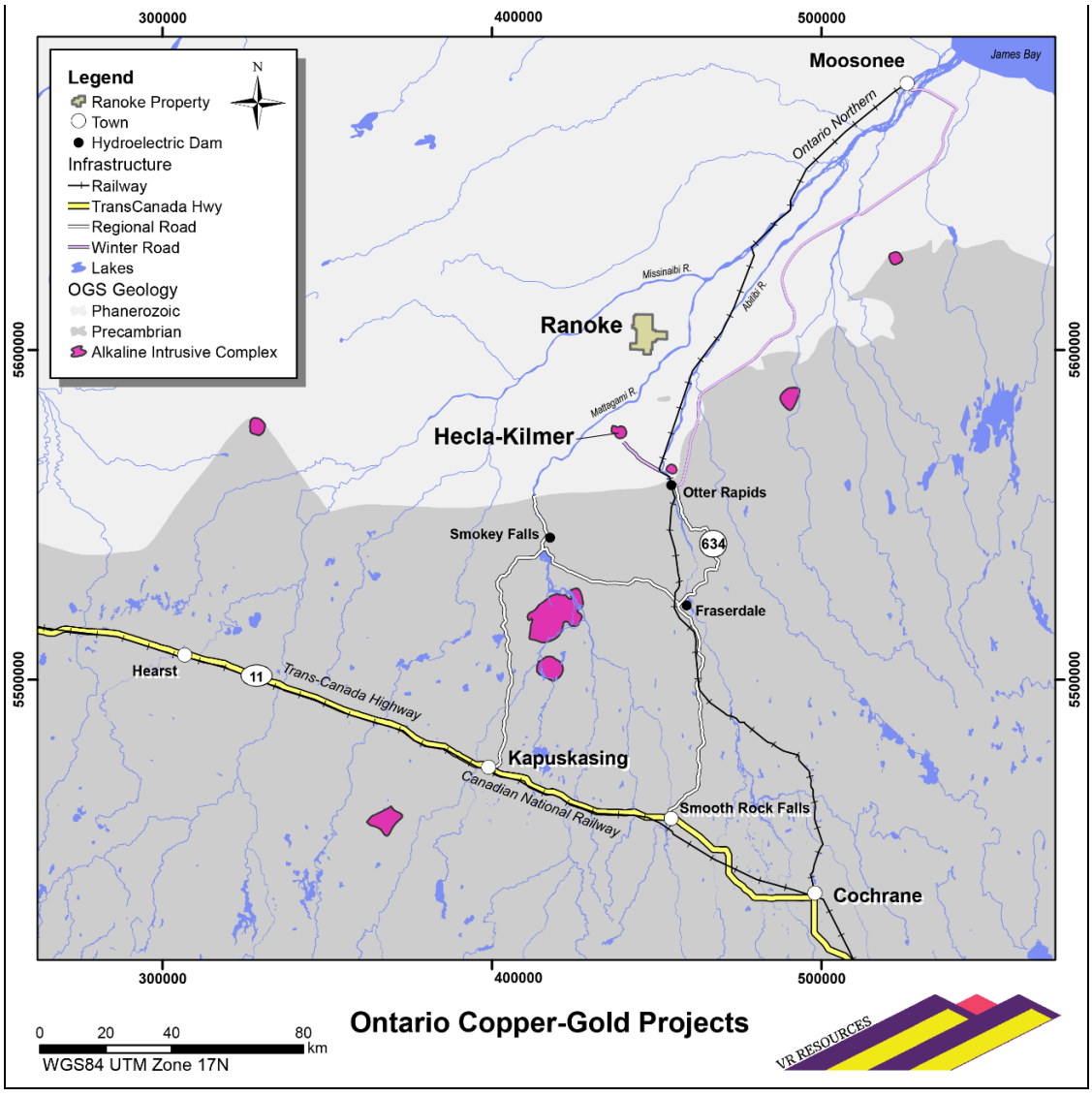


Figure 5. Location of Hecla-Kilmer and Ranoke copper-gold properties in northern Ontario, Canada.

Context for Current Drill Program

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

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 17th, 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. Rare earth element ("REE") and critical metal mineralization was announced in the news release dated **March 11th, 2021**. 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 copper and/or rare earth element mineralization have high density profiles in XRF scans and thus provide a direct link between the gravity anomaly and prospective Cu-Au-REE 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 17th, and mineralization spanning 1,000 m within the gravity anomaly amongst the nine holes completed to date was reported in **NR-21-25** dated December 8th, 2021.

Three broad intersections are bulleted below; complete data from five drill holes are in Table 1 on the following page.

- Hole HK21-005: **299m** @ **0.47 %** Total rare earth oxides (TREO[(1)]), starting **near surface** at 52 metres hole depth, just 8 metres below the base of till, and include:
    - TREO up to 1.70 % over 3 m from 156 m, within **28 m of 0.80 % TREO starting at 152 m**;
    - Middle and Heavy rare earth oxides (MHREO[(2)]) of up to 0.18% over 3 m at 152 m.
    - Concentrations of the critical metal **niobium** of **0.20% Nb_2O_5 over 237.46 m**, including:
        - 55 m at 0.23% Nb_2O_5 and 25.4 ppm Ta_2O_5 from 183 m;
        - 31 m at 0.31% Nb_2O_5 and 33.4 ppm Ta_2O_5 from 275 m.

- Hole HK21-008: **120 m @ 0.52%** Total rare earth oxides (TREO[(1)]) starting at 237 m, within a broader interval of **255 m @ 0.16% Nb205** from 125 m based on calibrated XRF data, including:
    - 35m @ 0.42% TREO and 0.18% Nb_2O_5 from 144 m;
    - 11m @ 0.71% TREO and 0.41% Nb_2O_5 from 324 m;

- Hole HK21-009: **152 m @ 0.54%** Total rare earth oxides (TREO[(1)]) starting at 120 m, and including:
    - 9 m @ 0.97% TREO and 0.18% Nb_2O_5 from 120 m;

      4 m @ 1.75% TREO and 0.34% Nb_2O_5 from 243 m;

Table 1: REE and Critical Metal Intersections

Drill hole	Released	From (m)	To (m)	Length (m)	TREO[(1)] (%)	MHREO[(2)] (%)	MH-T[(3)]	Li_2O (ppm)	Nb_2O_5 (%)	Ta_2O_5 (ppm)	ThO_2 (ppm)
HK21-008	New	144	179	35	0.42	0.03	9.1%	176	0.18	14.6	111
	New	237	357	**120**	0.58	0.04	8.2%	101	0.20	21.6	147
including	New	305	342	37	0.74	0.05	7.6%	89	0.32	36.9	229
including	New	324	335	11	0.79	0.05	6.6%	108	**0.41**	49.7	269
HK21-009	New	88	95	7	1.02	0.09	10.7%	**507**	0.13	22.0	152
	New	120	272.15	**152.15**	0.54	0.05	**10.1%**	340	0.09	14.2	110
including	New	120	129	9	**0.97**	0.09	9.2%	407	0.18	15.1	181
including	New	196	202	6	**0.91**	0.08	8.5%	420	0.07	11.0	380
including	New	242	262	20	0.80	0.07	**10.0%**	345	0.15	27.5	148
including	New	243	247	4	**1.75**	0.15	8.9%	318	**0.34**	**58.0**	386
HK21-005	NR-21-22	52	351.53	**299.53**	0.47	0.04	8.6%	94	0.18	23.8	135
including	NR-21-22	80.75	318.21	**237.46**	0.49	0.04	8.2%	91	**0.20**	27.3	149
including	NR-21-22	152	180	28	**0.80**	0.08	9.7%	72	0.17	26.5	252
including	NR-21-22	156	159	3	**1.70**	**0.18**	10.3%	52	0.08	16.1	562
including	NR-21-22	183	238	55	0.44	0.03	7.5%	106	**0.23**	25.4	123
including	NR-21-22	186	190	4	0.61	0.04	6.9%	114	**0.42**	28.2	159
including	NR-21-22	275	306	31	0.61	0.04	6.0%	102	0.31	33.4	215
including	NR-21-22	299	306	7	0.86	0.06	6.6%	90	**0.42**	**45.5**	**330**
HK20-002	NR-21-17	159.60	183	23.4	0.63	0.06	9.9%	**427**	0.05	8.3	152
	NR-21-17	553	606	**53.00**	0.51	0.05	9.1%	130	0.12	17.1	390
including	NR-21-17	566.65	585	18.35	0.67	0.07	9.4%	114	0.14	18.8	548
HK20-004	NR-21-20	40.30	98.40	**58.10**	0.38	0.04	11%	107	0.15	25.37	155
including	NR-21-20	57	60.21	3.21	**1.44**	0.15	10%	119	0.17	25.20	438
including	NR-21-20	67.23	78	10.77	0.35	0.04	11%	82	**0.27**	50.12	259

(1) TREO is the summation of Ce_2O_3 + La_2O_3 + Pr_2O_3 + Nd_2O_3 + Sm_2O_3 + Eu_2O_3 + Gd_2O_3 + Tb_2O_3 + Dy_2O_3 + Ho_2O_3 + Er_2O_3 + Tm_2O_3 + Yb_2O_3 + Lu_2O_3 + Y_2O_3

(2) MHREO is the sum of the middle and heavy rare earth oxides (Sm_2O_3 + Eu_2O_3 + Gd_2O_3 + Tb_2O_3 + Dy_2O_3 + Ho_2O_3 + Er_2O_3 + Tm_2O_3 + Yb_2O_3 + Lu_2O_3 + Y_2O_3)

(3) MH-T is MHREO divided by TREO, expressed as a percent.

Gold

The analytical detection limit for gold in geochemical data for Hecla-Kilmer drill samples is 5 ppb. There is now evidence for hydrothermal gold elevated above background in six of nine drill holes assayed to date at Hecla Kilmer. Gold occurs over appreciable intervals in two holes:

- Hole HK21-006: **56 m @ 22 ppb gold**, including **0.52 g/t gold over 1.02 m;**
- Hole HK20-002: **53 m @ 16 ppb gold**, with up to 184 ppb gold.

The map in Figure 6 provides a summary of the key intersections and drill collar locations for the nine drill holes completed by VR at H-K in 2020 and 2021, plotted on an RTP magnetic base map. Drilling in 2021 tested the center of the large, 3.5 mGal gravity anomaly, to follow-up on the drilling in 2020 which targeted centers of the co-spatial but slightly offset MVI magnetic anomalies.

Examples of REE+ Nb mineralization at H-K are shown in the drill core photographs of textures and mineralogy through the 255 metre intersection in drill hole 008. The mineralization is hosted in sulfide-bearing carbonatite dykes (phoscorite), fluorite-carbonate vein breccia and hydrothermal breccia containing apatite which hosts some of the REE, and pyrochlore which hosts the niobium. Host rocks to the REE + Nb mineral intersections in Holes 2, 4, 5, 8 and 9 are completely overprinted/replaced by a high temperature, **calc-potassic alteration assemblage** which starts at surface and includes magnetite, biotite, amphibole and pyrite.

Going Forward

Drilling at H-K is early stage, yet the new data from holes six to nine only reconfirm what we learned from the first five holes, namely the poly-metallic nature of the hydrothermal breccia and alteration system at H-K. Four different styles of mineralization are already evident: 1. **REE + Nb** in veined and brecciated carbonatite dykes (Holes 2, 4, 5, 8 and 9); 2. **lithium** mineralization in hydrothermal breccia (Holes 2 and 9); 3. **copper sulfide** in veinlets with iron and silica (Hole 2), and; 4. elevated **hydrothermal gold** related to syenite porphyry dykes (Holes 2, 6, 8 and 9).

We continue to integrate geochemical data with mineral and density data from XRF, and magnetic, structural, lithologic and alteration data from logging to continually enhance and refine targets for follow-up drilling based on structure, and vectors in geochemical and mineral alteration patterns.

The drone (UAV) magnetic survey flown by Pioneer Exploration, Saskatoon, concurrent with the drilling last fall in Q3 produced a very high resolution of data because of a much tighter flight-line spacing of 25 m, a lower "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. That part of the survey which covers the area of the first two drill programs completed so far at H-K is shown in **Figure 8**. The current survey extends well beyond the area shown in Figure 4, and it is being expanded this winter to cover the entire multi-phase complex at H-K because its utility is already apparent for mapping the primary intrusive phases, alteration, and the structures related to gold-bearing fluids.

The significance of the elevated gold at H-K is not the grade, but the lateral and vertical extent to which it is present within the large-footprint hydrothermal breccia system at H-K. The reader is referred to **NR-20-08** dated June 18th, 2020, for photographs of magnetite-copper-fluorite veins and replacement breccia in core from the historic 1970 drill holes located around the periphery of the complex, and gold grains retrieved from drill core rubble. The nine drill holes completed by VR some 50 years later provide new data to confirm the potential for copper and gold at H-K, and importantly, modern IOCG models to better understand this style of mineralization across the entire complex.

The objectives for the follow-up drilling planned for this spring, Q4, include: 1. test the structures which control the broad zones of REE + Nb mineralization with gold intersected in the northern part of the complex for higher grades, and; 2. complete additional reconnaissance drilling on the larger but as yet untested magnetic anomaly located 2 – 3 kilometres to the southeast, on the southern margin of the complex.

One aspect of the follow-up drilling planned for this spring, for example, is shown schematically in **Figure 8**; to test the high amplitude, pipe-like AS magnetic highs derived from the recent and ultra- high resolution drone UAV magnetic survey and located east of the drilling to date, across the major north-south fault which controls late hydrothermal fluids with gold. Like the large MVI magnetic anomaly on the south rim of the complex, these new targets derived from the drone magnetic data have never been previously drilled, by VR, or historically.

Overall, the upside potential of this reconnaissance drilling continues to be underscored by the sheer scale of both the hydrothermal breccia system discovered to-date, and of the overall multiphase alkaline complex itself.

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 5**). A hydraulic drill rig suitable for transport and drill moves by a helicopter based at the Otter Rapids camp is used. This keeps the environmental footprint at the property small, limited to drill pads only by avoiding the need for construction of an access road and remote camp site.

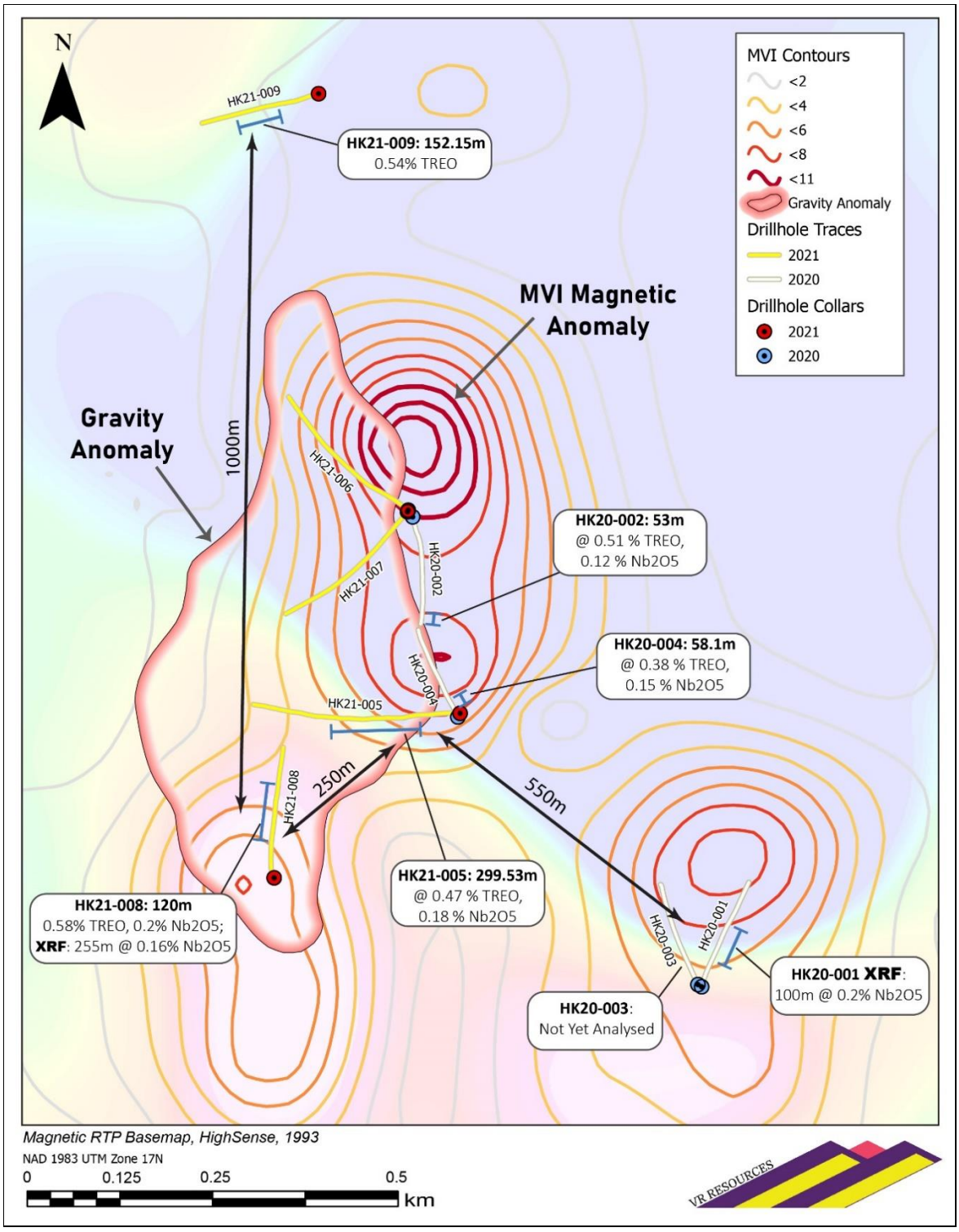


Figure 6. Key intersections and drill collar locations for the nine drill holes completed to date by VR at H-K in 2020 and 2021, plotted on an RTP magnetic base map. Shown in contours are the main magnetic anomalies from the 3D MVI inversion model of the magnetic data. Shown in shaded outline is the 3.5 mGal residual gravity anomaly derived from the ground-based gravity survey completed in March, 2021. Drilling in 2020 targeted centers of the MVI magnetic anomalies, followed up by drilling in 2021 which tested the center of the co-spatial gravity anomaly.

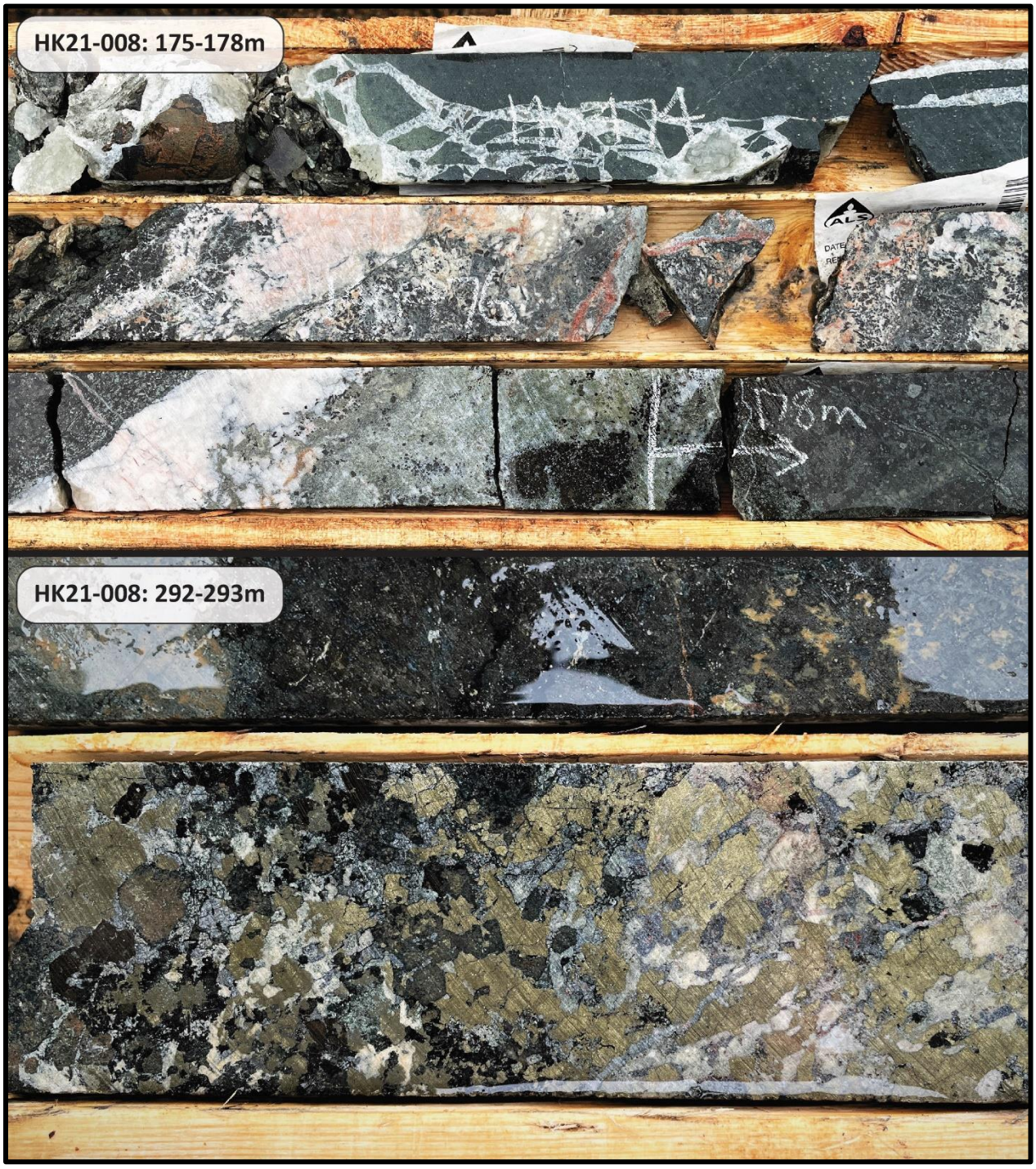


Figure 7. Atlas of textures and mineralogy for the 255 m intersection REE and critical element mineralization with gold in drill hole HK21-008. Core in the upper photo at 175-178m grades 0.56% TREO and 0.30% Nb_2O_5 and is hosted primarily in disseminated pyrochlore and calcite-apatite veins. The lower photo with 1cm hexagonal crystals of apatite, pyrite and magnetite grades 0.76% TREO and 0.30% Nb_2O_5.

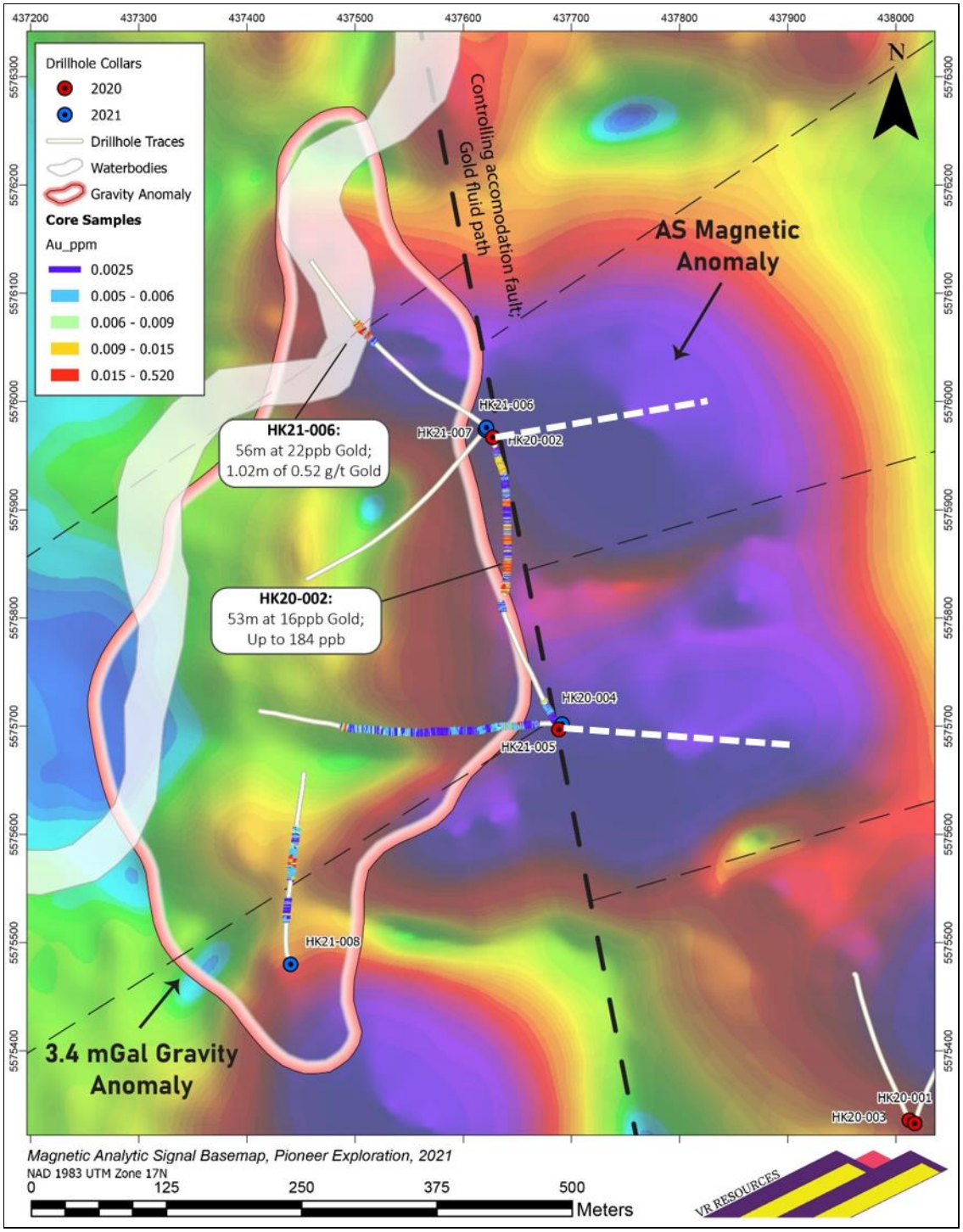


Figure 8. Drill holes and appreciable gold occurrences plotted on the AS magnetic map from the new, ultra- high-resolution Drone magnetic survey completed in Oct. 2021. The broad intervals of hydrothermal gold shown for Holes 2 and 6 contrast to a detection limit and background of 5ppb or less of gold at H-K. Follow-up drilling planned for Q4, in the spring of 2022, and shown schematically by the dashed white lines will focus on the role of the major northerly-trending normal fault for mineralizing fluids by testing the eastern, down-dropped fault block and corresponding AS magnetic high, which has never been previously drilled, by VR, or historically.

TECHNICAL INFORMATION

Summary technical and geological information on the Company's various properties is available at the Company's website at 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 in 2020 at the Hecla-Kilmer project, VR submitted whole drill core for XRF scanning and sawn drill core for samples for geochemical assay to the SGS Canada Inc. ("SGS") laboratory facilities in Sudbury, Ontario, with final geochemical analytical work done at the SGS laboratory located in Burnaby, BC., including ICP-MS and ICP-AES analyses for base metals and trace elements, and gold determination by atomic absorption 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 SGS.

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 December 31, 2021.

Quarter Ended Amounts in 000's	**Dec. 31, 2021**	**Sept. 30, 2021**	**June 30, 2021**	**Mar. 31, 2021**	**Dec. 31, 2020**	**Sept. 30, 2020**	**June 30, 2020**	**Mar. 31, 2020**
Net loss	(119)	(617)	(152)	(94)	(131)	(187)	(395)	(780)
Earnings (loss) per share – basic and diluted	(0.0)	(0.01)	(0.00)	(0.00)	(0.00)	(0.00)	(0.01)	(0.01)
Total assets	13,080	12,594	12,183	11,397	9,807	10,187	10,206	8,304
Working capital	2,371	2,070	3,331	2,806	2,007	2,623	3,374	1,530

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.

During the quarter ended June 30, 2020, the Company the Company completed a private placement and a flow-through private placement for gross proceeds of $2,293,223, had general and administrative expenditures of $398,890, including $219,867 in share-based compensation and exploration and evaluation expenditures of $212,861.

During the quarter ended March 31, 2020, the Company the Company had general and administrative expenditures of $126,325, impairment of exploration and evaluation assets of $885,907 and evaluation expenditures of $650,682.

Nine Months ended December 31, 2021 compared to nine months ended December 31, 2020

The Company's general and administrative costs were $893,621 (2020 - $728,395) and a review of the major items are as follows:

- Consulting fees of $18,000 (2020 - $42,000) consisting of CFO fee of $18,000 (2020 - $18,000), Corporate Compliance of $Nil (20 - $7,806), OTCQB advisory fee of $Nil (2020 - $13,550) and other of $2,644 (2020 - $2,644);

- Investor relations and promotion of $97,709 (2020 - $38,021) consisting of investor relations contract of $82,245 (2020 - $18,803) and news dissemination and other of $15,464 (20 - $19,218);

- Professional fees of $32,014 (2020 - $53,030) consisting of legal of $1,426 (2020 - $22,985) and accounting and audit of $30,588 (2020 - $30,045);

- Regulatory and transfer agent of $31,370 (2020 - $35,146) consisting of transfer agent of $25,851 (2020 - $27,722) and regulatory fees of $5,519 (2020 - $7,424);

- Salaries of $212,630 (2020 - $192,188) which consisted of the salaries for the CEO, geologist and corporate compliance; and

- Share-based compensation of $426,574 (2020 - $254,442) for options issued during the period.

Three Months ended December 31, 2021 compared to three months ended December 31, 2020

The Company's general and administrative costs were $119,985 (2020 - $135,041), and reviews of the major items are as follows:

- Consulting fees of $6,000 (2020 - $6,000) consisting of CFO fee of $6,000 (2020 - $ 6,000);

- Investor relations and promotion of $28,934 (2020 - $11,259) consisting of investor relations contract of $25,660 (2020 - $6,403) and mail outs, news dissemination, and other of $3,274 (2020 - $4,856);

- Professional fees of $11,576 (2020 - $9,415) consisting of legal of $1,046 (2020 - $2,316) and accounting and audit of $10,530 (2020 - $7,099);

- Regulatory and transfer agent of $6,268 (2020 - $8,150) consisting of transfer agent of $5,843 (2020 - $7,357) and regulatory fees of $425 (2020 - $793); and

- Salaries of $49,932 (2020 - $72,350) which consisted of the salaries for the CEO, geologist and corporate compliance.

LIQUIDITY AND CAPITAL RESOURCES

As at December 31, 2021, the Company had working capital of $2,371,308 (March 31, 2021 - $2,806,161). 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 2022 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

On May 14, 2021, 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. 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. The Company paid cash fees of $30,000 and issued 71,429 agent warrants 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.

On December 1, 2021 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. 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.

The Company issued 1,023,375 common shares on the exercise of warrants for proceeds of $358,181.

During fiscal 2021

On June 10, 2020, the Company completed a non-brokered private placement of 9,014,654 units at a price of $0.22 per unit and a flow-through private placement of 1,291,667 common shares at a price of $0.24 per share for gross proceeds of $2,293,223. There was no flow-through premium liability allocated to the flow-through obligation of this private placement. Each unit consists of one common share and one-half of one common share purchase warrant (each whole common share purchase warrant, a "Warrant"). Each warrant will entitle the holder thereof to purchase one common share of the Company at an exercise price of $0.35 to December 8, 2021(3,207,322) and December 10, 2021 (1,300,000). The Company paid a cash finder's fee of $42,582 and issued 177,193 agent warrants valued at $21,086. Each agent warrant is exercisable at $0.35 to December 8, 2021. Additional share issue costs of $19,252 were incurred in connection with he is financing and was recorded as an offset to share capital as share issue cost. As at March 31, 2021 all qualified expenditures have been spent.

On January 29, 2021, the Company completed a non-brokered private placement of 5,134,933 units at a price of $0.30 per share for gross proceeds of $1,540,480 and paid a finder's fee of $68,579. Each unit consists of one common share and one-half of one common share purchase warrant (each whole common share purchase warrant, a "Warrant"). Each warrant will entitle the holder thereof to purchase one common share of the Company at an exercise price of $0.45 to July 29, 2022. Additional share issue costs of $11,067 were incurred in connection with he is financing and was recorded as an offset to share capital as share issue cost.

On February 26, 2021, the Company completed a non-brokered private placement of 365,854 flow-through shares ("FT Share") at a price of $0.41 per FT Share for gross proceeds of $150,000. T There was no flow-through premium liability allocated to the flow-through obligation of this private placement. The Company paid a cash finder's fee of $9,000 and issued 10,975 agent warrants valued at $1,994. Each agent warrant is exercisable at $0.55 to August 22, 2022. Additional share issue costs of $3,200 were incurred in connection with he is financing and was recorded as an offset to share capital as share issue cost. As at March 31, 2021 $144,202 of qualified expenditures have been spent.

The company issued 478,032 common shares on the exercise of warrants for proceeds of $122,875.

The Company has no long-term debt obligations.

SHARE CAPITAL

(a) As of the date of the MDA the Company has 83,651,942 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 3,522,049 share purchase warrants.

RELATED PARTY TRANSACTIONS

Key management personnel compensation for the period ended December 31, were:

	2021	2020
Short-term benefits paid or accrued:		
Salary	$ 144,000	$ 144,000
Consulting fees	18,000	18,000
	162,000	162,000
Share-based payments:		
Share-based payments	426,574	183,223
Total remuneration	**$ 588,574**	**$ 345,223**

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.

The Company had an arrangement, to May 31, 2020, with Balmoral Resources Ltd. ("Balmoral"), a Company with a common director, to provide office space and corporate compliance support. During the period ended December 31, 2021, the Company paid to Balmoral $Nil (2020 - $16,010) for office rent and other general and administrative expenses.

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 Intrynsyc Capital Corp. for an expanded capital markets strategy. An agreement was executed on September 9th 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 early termination of 4 months.

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 ad 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 December 31, 2021, that had a material effect on its condensed consolidated interim 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, 2021, and 2020.

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. The following have been adopted by the Company:

Amendments to IAS1 and IAS 8: Definition of Material

In October 2018, the IASB issued amendments to IAS 1, Presentation of Financial Statements, and IAS 8, Accounting Policies, Changes in Accounting Estimates and Errors, to align the definition of "material" across the standards and to clarify certain aspects of the definition. The new definition states that, "Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity." These amendments are effective for annual periods beginning on or after January 1, 2020. The amendments to the definition of material did not have a significant impact on the Annual 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.

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 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 December 31, 2021, the Company had a cash balance of $2,329,749 (March 31, 2021 - $2,931,748) to settle current liabilities of $28,054 (March 31, 2021 - $189,167. 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 December 31, 2021 the amounts exposed to foreign currency risk include cash and cash equivalents of US$5,315 (March 31, 2021 - US$124,795).

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 we 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 December 31, 2021, 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 year ended December 31, 2021, officers of the Company were paid for their services as officers by the Company as noted above under "Related Party Transactions".

3. During the year ended December 31, 2021, 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 or on the Company's website at www.vrr.ca. Readers are urged to review these materials, including the technical reports filed with respect to the Company's mineral properties.