



VELOCITY
MINERALS LTD.

Copper and Gold Exploration

TSX-V: VLC
OTCQB: VLCJF
Frankfurt: VMSP

APRIL 2024



Forward Looking & Cautionary Statements

Forward Looking and Cautionary Statements This presentation contains forward-looking statements and forward-looking information (collectively, “forward-looking statements”) within the meaning of applicable Canadian and U.S. securities legislation, including the United States *Private Securities Litigation Reform Act of 1995* concerning the business, operations and financial performance and condition of Velocity Minerals Ltd. (the “Company”). All statements, other than statements of historical fact, included herein including, without limitation, statements regarding future capital expenditures and financings (including the amount and nature thereof), anticipated content, commencement, and cost of exploration programs in respect of the Company's projects and mineral properties, anticipated exploration program results from exploration activities, the discovery and delineation of mineral deposits, resources and/or reserves on the Company's projects and mineral properties, and the anticipated business plans and timing of future activities of the Company, are forward-looking statements. Although the Company believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Often, but not always, forward looking information can be identified by words such as “pro forma”, “plans”, “expects”, “may”, “should”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates”, “believes”, “potential” or variations of such words including negative variations thereof, and phrases that refer to certain actions, events or results that may, could, would, might or will occur or be taken or achieved. Forward looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to differ materially from any future results, performance or achievements expressed or implied by the forward looking information. Such risks and other factors include, among others, the ability of the Company to obtain sufficient financing to fund its business activities and plans, operating and technical difficulties in connection with mineral exploration and development and mine development activities for Company's projects generally, including the geological mapping, prospecting and sampling programs for the Company's projects, actual results of exploration activities, including the estimation or realization of mineral reserves and mineral resources, the timing and amount of estimated future production, costs of production, capital expenditures, the costs and timing of the development of new deposits, the availability of a sufficient supply of water and other materials, requirements for additional capital, future prices of precious metals, tantalum and lithium, changes in general economic conditions, changes in the financial markets and in the demand and market price for commodities, possible variations in ore grade or recovery rates, possible failures of plants, equipment or processes to operate as anticipated, accidents, labour disputes and other risks of the mining industry, delays in obtaining governmental and regulatory approvals (including of the TSX Venture Exchange), permits or financing or in the completion of development or construction activities, changes in laws, regulations and policies affecting mining operations, hedging practices, currency fluctuations, title disputes or claims limitations on insurance coverage and the timing and possible outcome of pending litigation, environmental issues and liabilities, risks related to joint venture operations, and risks related to the integration of acquisitions, as well as those factors discussed under the heading “Risk Factors” in the Company's most recent annual management's discussion and analysis and other filings of the Company with the Canadian Securities Authorities, copies of which can be found under the Company's profile on the SEDAR website at www.sedar.com. Readers are cautioned not to place undue reliance on forward-looking statements. The Company undertakes no obligation to update any of the forward looking information in this presentation or incorporated by reference herein, except as otherwise required by law.

National Instrument 43-101 Daniel Marinov, MAIG RPEgo, a Qualified Person as defined by NI 43-101 and the Company's Vice President Operations, has approved the scientific and technical information concerning the Company discussed in this presentation. Mr. Marinov is not independent of the Company as he is a director, officer and shareholder of the Company.

Cautionary Note to United States Investors The Company prepares its disclosure in accordance with the requirements of securities laws in effect in Canada, which differ from the requirements of U.S. securities laws. All mineral resource and mineral reserve estimates contained in this presentation or in documents referenced in this presentation have been prepared in accordance with Canadian National Instrument 43-101 Standards of Disclosure for Mineral Projects (“NI 43-101”) and the Canadian Institute of Mining, Metallurgy and Petroleum (the “CIM”) CIM Definition Standards on Mineral Resources and Mineral Reserves, adopted by the CIM Council, as amended (the “CIM Standards”). NI 43-101 is a rule developed by the Canadian Securities Administrators, which established standards for all public disclosure an issuer makes of scientific and technical information concerning mineral projects. The terms “mineral reserve”, “proven mineral reserve” and “probable mineral reserve” are Canadian mining terms as defined in accordance with NI 43-101 and the CIM Standards. These definitions differ materially from the definitions in the Securities Exchange Commission (the “SEC”) Industry Guide 7 (“SEC Industry Guide 7”) under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”). Under SEC Industry Guide 7 standards, a “final” or “bankable” feasibility study is required to report mineral reserves, the three-year historical average price is used in any mineral reserve or cash flow analysis to designate mineral reserves and the primary environmental analysis or report must be filed with the appropriate governmental authority. The terms “mineral resource”, “measured mineral resource”, “indicated mineral resource” and “inferred mineral resource” are defined in and required to be disclosed by NI 43-101 and the CIM Standards; however, these terms are not defined terms under SEC Industry Guide 7 and are normally not permitted to be used in reports and registration statements filed with the SEC. U.S. investors are cautioned not to assume that any part of a “mineral resource”, “measured mineral resource”, “indicated mineral resource” or an “inferred mineral resource” will ever be converted into a “reserve”. In addition, “reserves” reported by the Company under Canadian standards may not qualify as reserves under SEC standards. Under SEC standards, mineralization may not be classified as a “reserve” unless the mineralization can be economically and legally extracted or produced at the time the “reserve” determination is made. Accordingly, information contained or referenced in this presentation containing descriptions of the Company's mineral deposits may not be compatible to similar information made public by U.S. companies subject to the reporting and disclosure requirements of U.S. federal securities laws, rules and regulations. Inferred mineral resources have a great amount of uncertainty as to their existence and great uncertainty as to their economic and legal feasibility. It cannot be assumed that all or any part of an inferred mineral resource will ever be upgraded to a higher category. Historical results or feasibility models presented herein are not guarantees or expectations of future performance.

The SEC has adopted final rules, effective February 25, 2019, to replace SEC Industry Guide 7 with new mining disclosure rules under subpart 1300 of Regulation S-K of the U.S. Securities Act (the “SEC Modernization Rules”). The SEC Modernization Rules replace the historical property disclosure requirements included in SEC Industry Guide 7. As a result of the adoption of the SEC Modernization Rules, the SEC now recognizes estimates of “measured mineral resources”, “indicated mineral resources” and “inferred mineral resources”. In addition, the SEC has amended its definitions of “proven mineral reserves” and “probable mineral reserves” to be substantially similar to international standards. The SEC Modernization Rules will become mandatory for U.S. reporting companies beginning with the first fiscal year commencing on or after January 1, 2021.

Currency All amounts in this presentation are expressed in Canadian dollars, unless otherwise stated.

THIS PRESENTATION IS NOT INTENDED AS, AND DOES NOT CONSTITUTE, AN OFFER TO SELL SECURITIES OF THE COMPANY. The TSX Venture Exchange has not reviewed and do not accept responsibility for the accuracy or adequacy of this presentation, which has been prepared by the Company.

Gold and Base Metal Exploration



Europe-Based Exploration Team

Proven multi-lingual team with global multi-commodity experience



Bulgarian Partner with Existing Gold Processing Plant

Operating and permitting expertise

Hub 'n' Spoke Opportunities in Southeast Bulgaria



Rozino Project Prefeasibility¹ Study

Flagship Asset with After-tax NPV_{5%} of US\$123 million and after-tax IRR of 27.4% (Dec 2021)



Growth Focus

Pipeline of projects in Bulgaria

Project generation ongoing throughout Europe



Sustainability

ESG Reporting Issuer with innovative approach to ESG matters and permitting



Two Corporate Shareholders

Dundee Precious Metals and Artemis Gold

Notes

1) Base case parameters assume a gold price of US\$1,500/ounce and an exchange rate (CAD\$ to US\$) of 0.75. Tintyava Property (Rozino) ownership; 70% Velocity, 30% Gorubso Kardzhali AD. Financial results on 100% equity basis.

Capital Structure

ISSUED & OUTSTANDING	196,200,395
Warrants	17,043,262
Options	12,912,000
FULLY DILUTED <small>(March 28, 2024)</small>	227,503,618

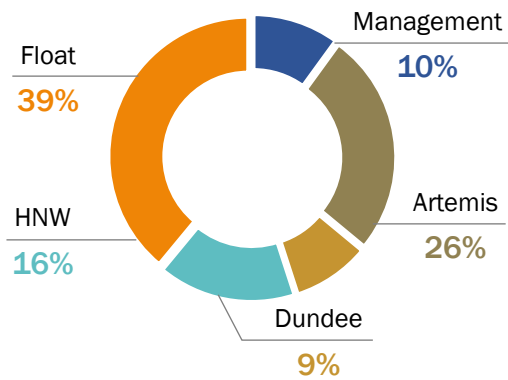
Share Price (April 16, 2024)
\$0.105

52 Week High-Low
\$0.175 - \$0.09

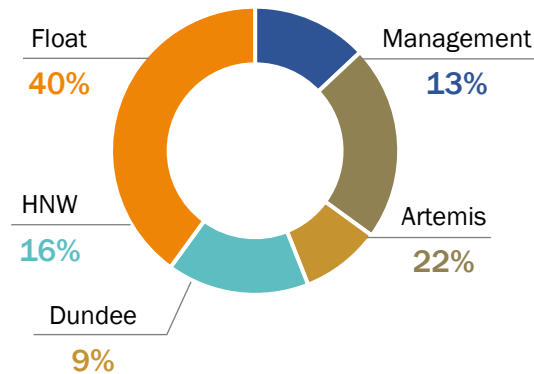
Last Private Placement
(closed Dec 2023)
\$1.48 M

Market Capitalization
\$20.59 M

ISSUED & OUTSTANDING



FULLY DILUTED



ANALYST COVERAGE



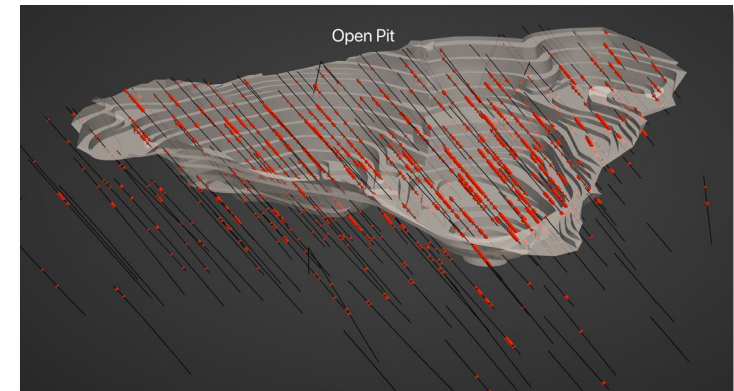
CORPORATE SHAREHOLDERS



Copper and Gold Exploration Projects



Rozino: 70% interest. Obichnik: 70% interest. Makedontsi: 70% interest. Igljika: 100% interest. Zlatusha: Option for 75%.



Rozino Open Pit as defined in PFS



Ada Tepe Mine, Dundee Precious Metals

Rozino Prefeasibility Economics (Dec 2021)

DOWNSIDE CASE GOLD PRICE	BASE CASE GOLD PRICE	UPSIDE CASE GOLD PRICE
US\$ 1,125/oz	US\$ 1,500/oz	US\$ 1,875/oz
Capital Cost		
US\$94.8M	US\$94.8M	US\$94.8M
All in Sustaining Costs		
US\$755/oz	US\$755/oz	US\$755/oz
Preproduction Capital Cost		
US\$87.1M	US\$87.1M	US\$87.1M
Post-Tax NPV₅		
US\$27M	US\$123M	US\$218M
Post-Tax IRR		
10.2%	27.4%	41.4%
Production Payback		
5.1 YRS	3.0 YRS	2.2 YRS
Recovered Gold		
368,000 oz	368,000 oz	368,000 oz

Notes:

- (1) Base case parameters assume a gold price of US\$1,500/ounce and an exchange rate (CAD\$ to US\$) of 0.75. Tintyava Property (Rozino) ownership; 70% Velocity, 30% Gorubso Kardzhali AD. Financial results on 100% equity basis.
- (2) All-In Sustaining Cost (AISC) is defined as all cash costs related to production costs such as mining, processing, refining, site administration, and NSR royalty to final product (direct and indirect), and mine closure and rehabilitation. Sustaining capital costs related to continuing the business including development and equipment required to sustain production are included. Taxes, working capital, M&A, disposals, and acquisitions as well as new mine development capital costs are excluded.
- (3) Cash Costs include production costs such as mining, processing, refining, site administration, and NSR royalty, divided by gold ounces sold to arrive at a cash cost per gold ounce sold.

Compelling Resource Expansion Potential

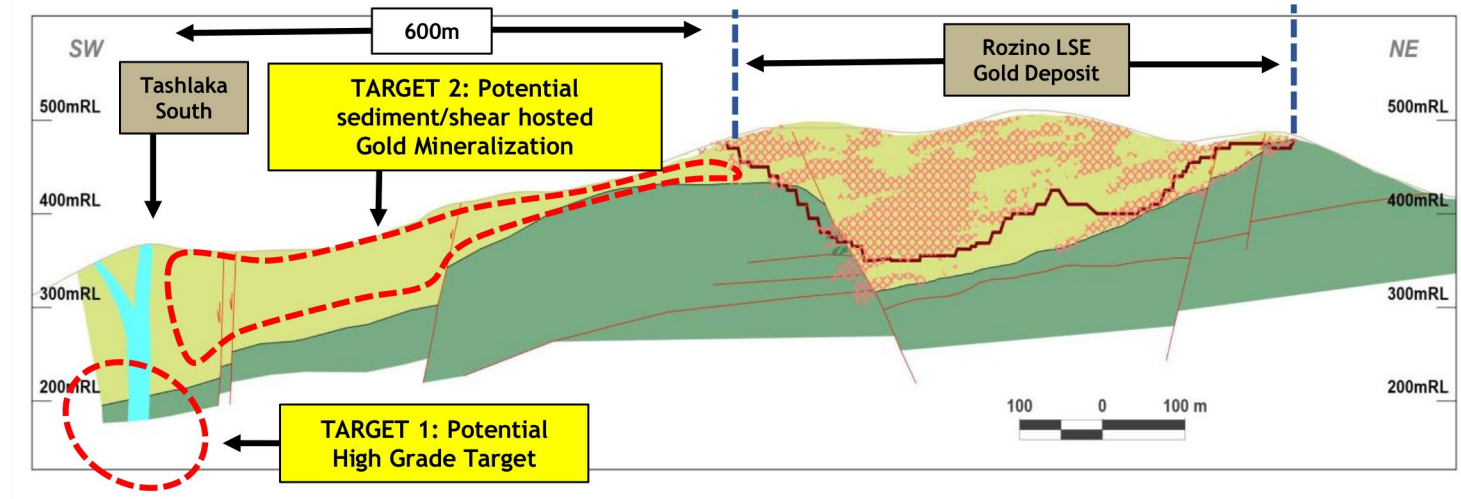
Rozino Exploration Upside

Two exploration targets:

1. Target 1 - Potential for high-grade underground mineralization. Historical mapping and drilling discovered gold mineralization at top of system. Lower, potentially higher-grade portions of system never tested.
2. Target 2 - Potential mineralization within Rozino-host-rock untested by drilling. Potential for near-surface gold mineralization.



Silicified ridges outcrop at Tashlaka South target.



Section through the Rozino gold deposit showing the location of untested drill targets to the south, including potential high-grade at Tashlaka South.

Iglik Copper-Gold Project

Optioned to Dundee Precious Metals

DPM have 5-year option to earn a 75% interest in the property:

- US\$250,000 initial cash payment to VLC (paid)
- 40,000m of drilling, of which 10,000m in Year 1 is a binding commitment
- Deliver 43-101 resource estimate
- Deliver a 43-101 prefeasibility study
- Final cash payment of US\$1,500,000 to Velocity

Initial Drilling

- Approximately 7,000m drilling completed with 3,000m planned for the remainder of H1 2024

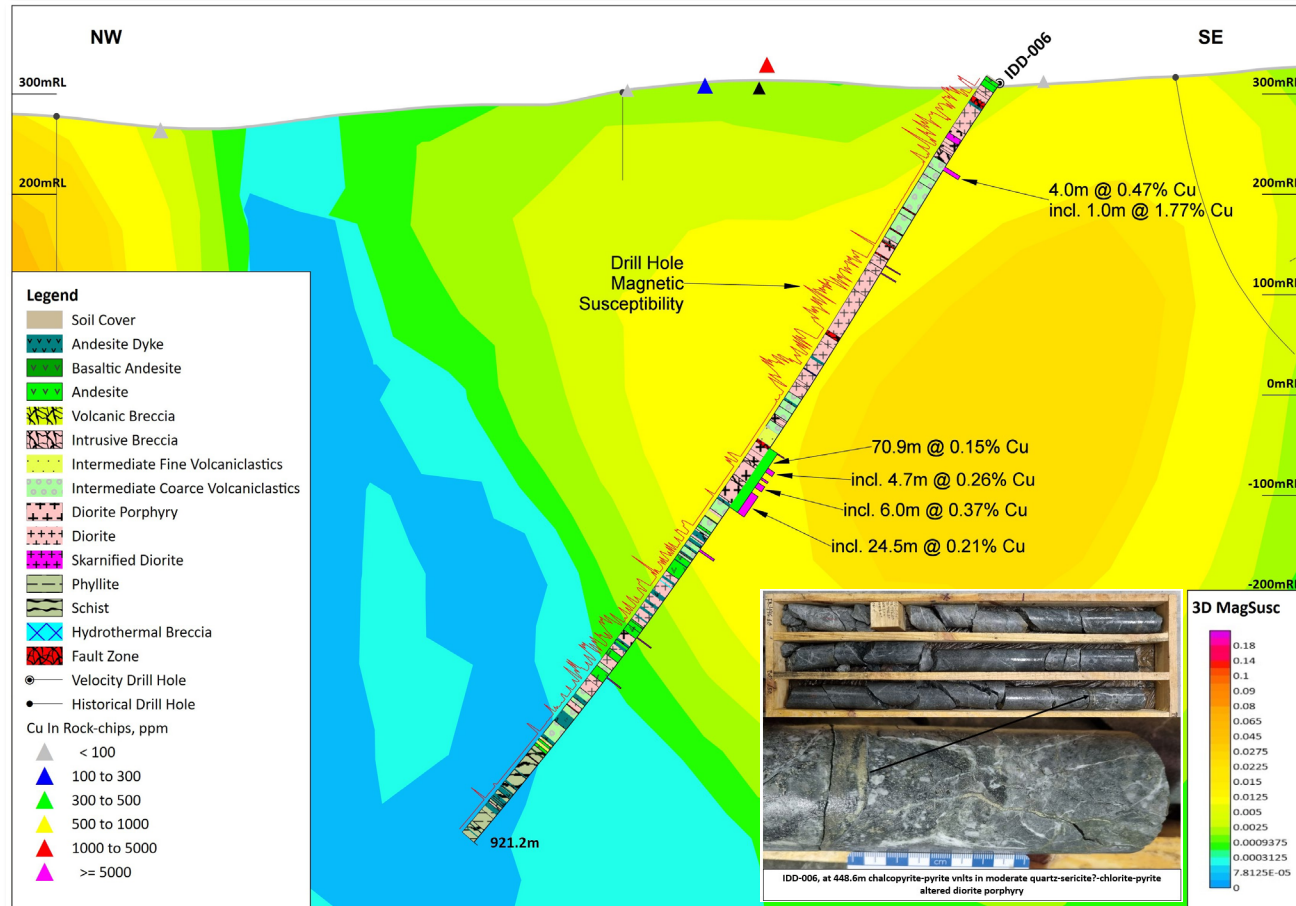
Exploration Method	Completed
Soil Geochemistry	5,000 samples
Rock Geochemistry	650 samples
Magnetic	600-line km
IP / Resistivity	110-line km
Radiometric	310 measurements
Drilling	8,500 meters

Exploration Work Completed to date (February 2024)

Aggressive Drill Project

- Drill program targeting porphyry, epithermal and skarn type mineralized systems.
- Extensive exploration being drill tested by drill holes of maximum 1,000m depth. Targets include surface geochemical anomalies and blind IP chargeability anomalies.
- Best drill hole to date is IDD-006, where additional drilling is planned to follow up.
- Drill results pending for multiple drill holes.

Igliku Copper-Gold Project



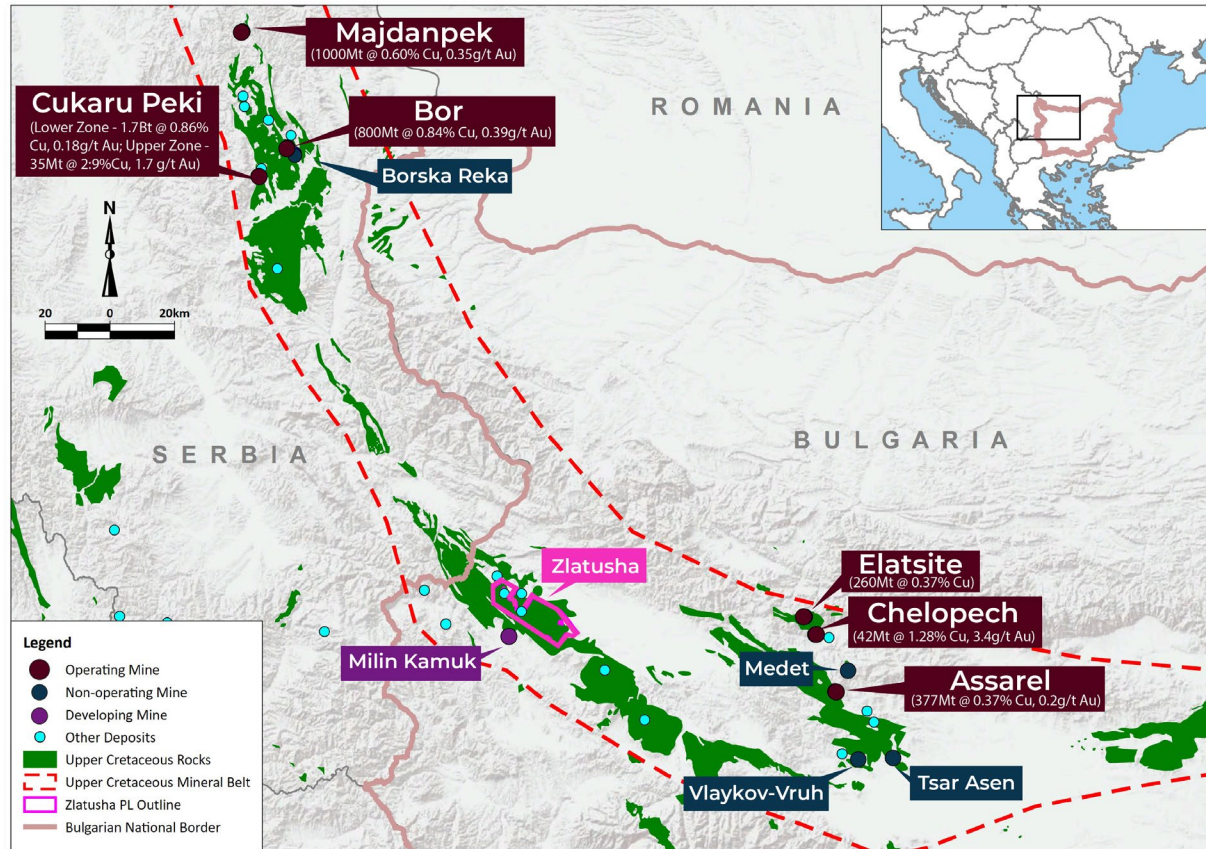
Cross Section Showing Drill Hole IDD-006, highlighting best copper intersections to date from Iglika. Follow-up drilling is planned for Q1 / Q2 2024.



Surface channel sampling at 4G Target returns 7.8m grading 2.37 g/t gold, including 1.0m grading 12.3 g/t gold.

Drill testing initiated and ongoing.

Zlatusha Copper-Gold Acquisition



Map showing the location of the Property within the prospective Tethyan copper-gold mineral belt transecting Serbia and Bulgaria and highlighting the location of operating mines, formerly operating mines, and mines under development.

Zlatusha Acquisition

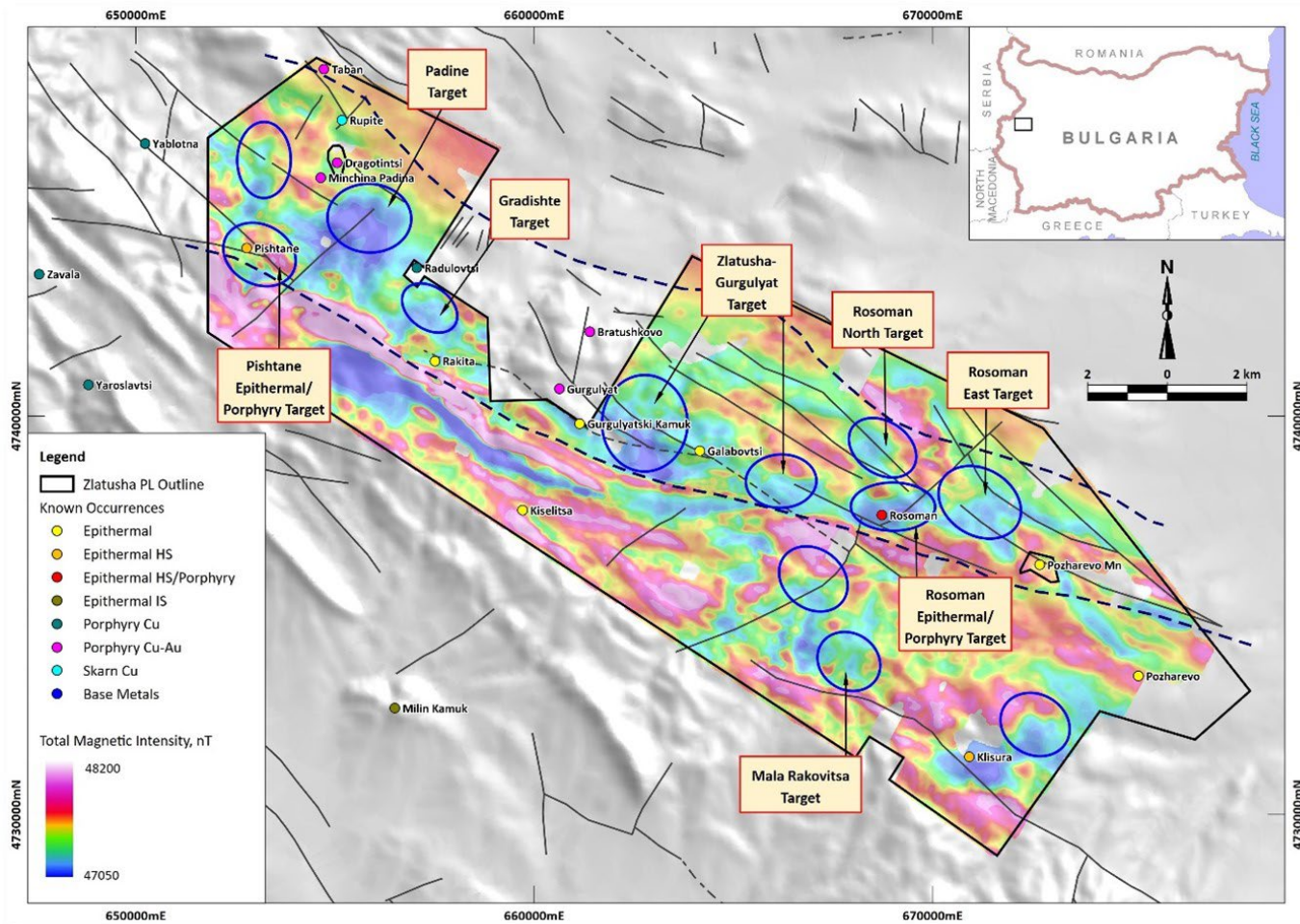
- Option to acquire 75% interest through cash payments, completion of 40,000m drilling, and delivery of Preliminary Economic Assessment
- Initial 3,000m drill program planned for May 2024.

Zlatusha PL – Exploration Criteria

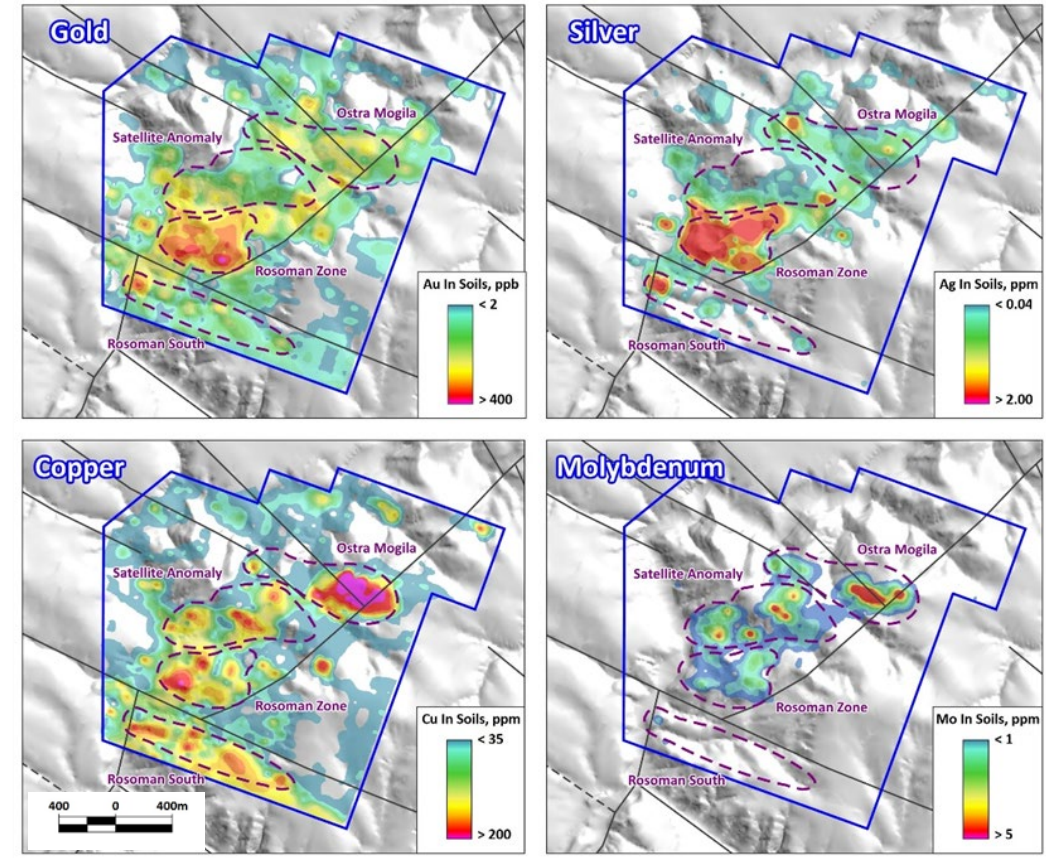
- **Favorable Host Rock** – Upper Cretaceous lower volcanic-sedimentary unit
- **Magnetic Anomalies** – low magnetic anomalies may indicate broad hydrothermal alteration footprint (Rosoman Target)
- **Radiometric Surveys** – high K/Th for epithermal or high-temperature potassic alterations
- **Structures** – NW trending regional structures and intersections as focus for hydrothermal fluids and mineralization deposition

For detailed option terms, please refer to Disclosure Notes at end of presentation.

Zlatusha Copper-Gold Acquisition

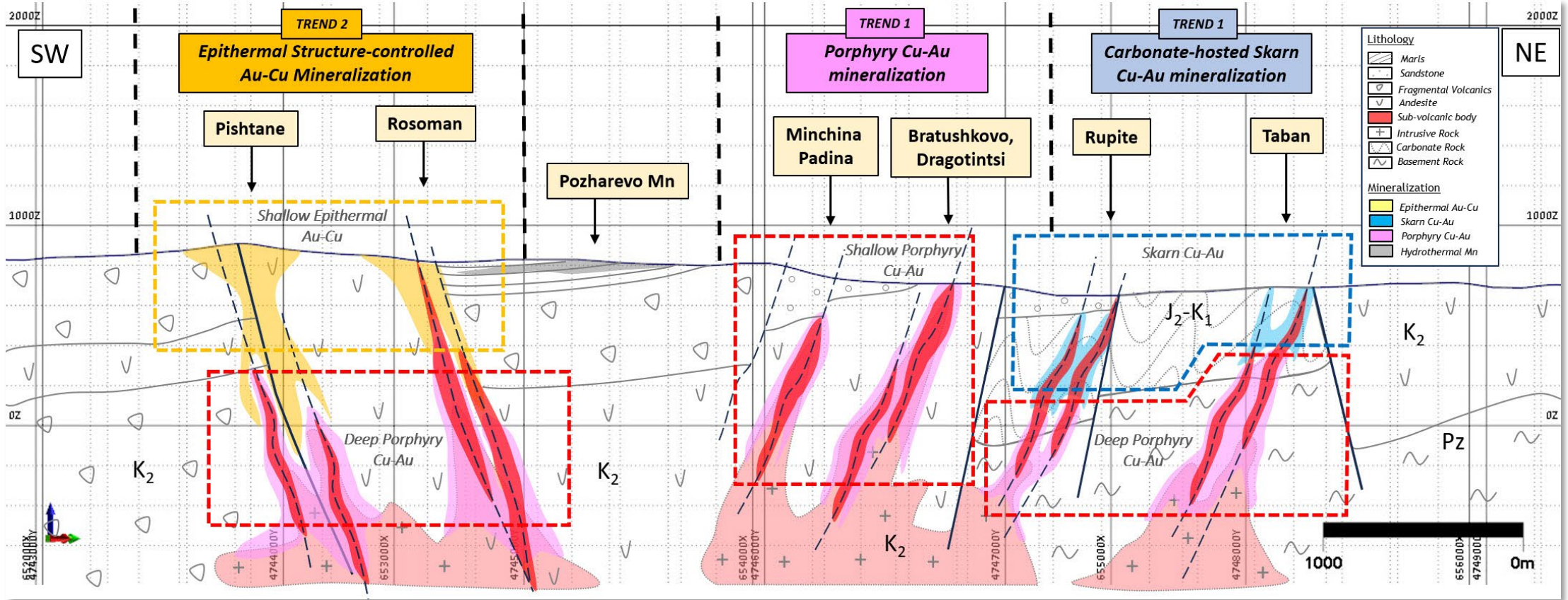
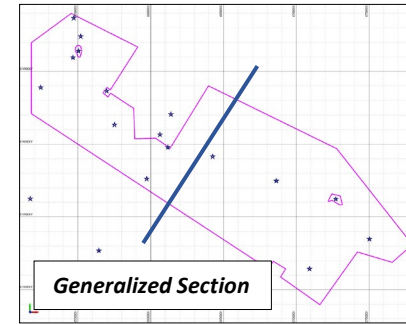


Map showing Zlatusha Prospective Mineral Trend and Interpretative Magnetic Lineaments based on RTP Drone Magnetic Survey. Key targets are labelled.



Rosoman Target Example of Soil Geochemistry for Gold, Silver, Copper and Molybdenum at one of Velocity's Target Areas at Zlatusha.

Zlatusha Copper-Gold Acquisition



Generalized Cross Section showing prospective lithologies and typical mineralization types observed at Zlatusha PL. Schematic position of various targets is shown. The location of the section is generalized and is for orientation

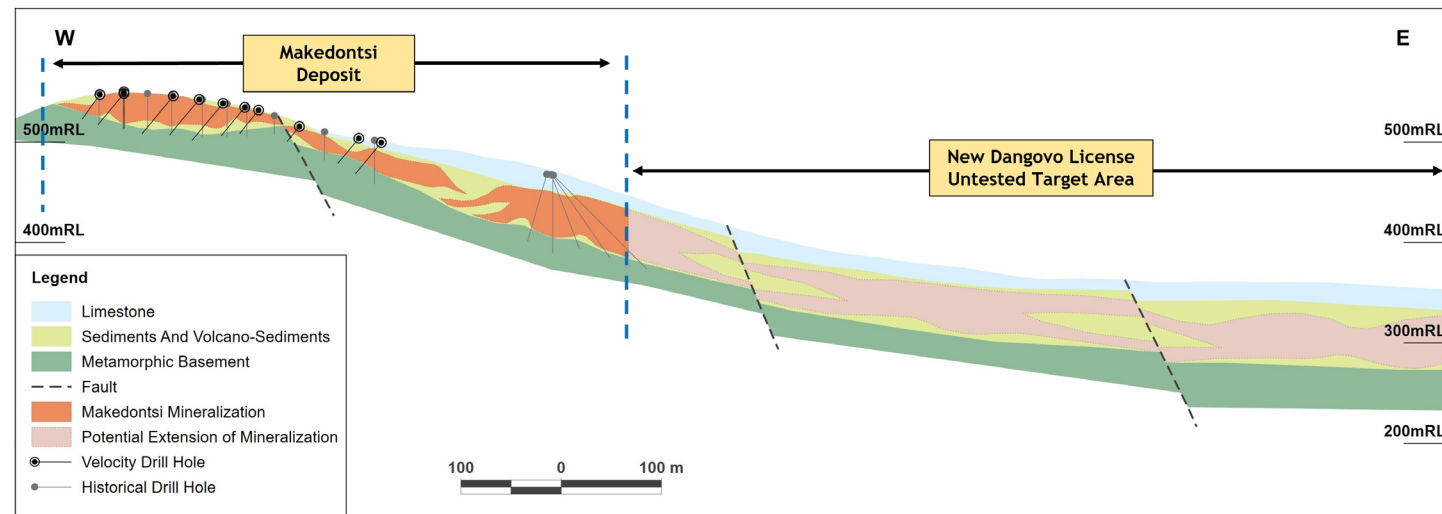
Potential for Historical Gold Resource Expansion

Drill-Testing New Dangovo License

Dangovo prospecting license is issued, and work program approved, pending local permitting.

The contiguous Makedontsi deposit is a historical epithermal gold deposit where mineralization outcrops at surface.

Acquisition of the Dangovo license allows the potential extension of this mineralization to be tested to the east, where Velocity's geophysical surveys indicate the potential for structures controlling mineralization.



Potential to expand the Makedontsi gold deposit in new Dangovo License



Colloform banding of silica at the Makedontsi deposit, typical of low sulphidation epithermal gold system



Surface expression of Makedontsi Gold Deposit

ESG Reporting

Environmental Highlights

Environmental baseline monitoring at Rozino 2017 to present, including weather station, flora and fauna, as well as surface and groundwater monitoring.

Honey bees installed at Rozino site co-exist with exploration activities and thrive producing Rozino Honey.

5,400 indigenous oak tree saplings planted on the Rozino site as part of rehabilitation of drill roads and drill pads.

Social Highlights

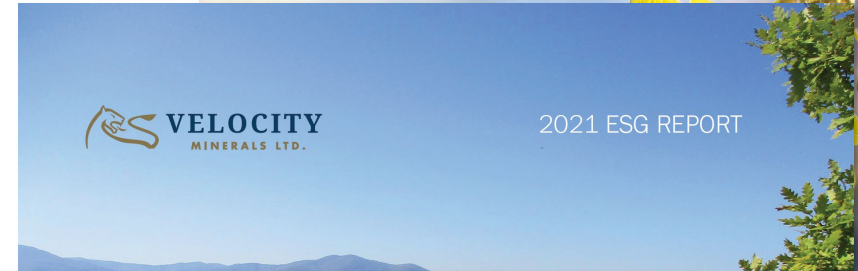
Curated and installed “Treasures of the Earth” exhibition in the Municipal Museum of History – showcases crystals, minerals and ores.

Governance Highlights

Velocity has extensive corporate policies in place, including code of business conduct & ethics, whistleblower policy, and anti-corruption policy

ISO Certification

Rozino subsidiary is certified in ISO 14001 Environmental Management Systems, ISO 45001 Occupational Health & Safety Management, and ISO 9001 Quality Management Systems.



Stakeholder Engagement

Recycling & Clean-Up Initiatives

Velocity initiated plastic and paper recycling within the municipality of Ivaylovgrad, close to Rozino. To date, residents have collected 3,000kg of plastics.

Velocity manage the program and donate proceeds to community projects.

Velocity also initiated and organize community participation in annual World Cleanup Day.

Health

Velocity provided for two days of free medical check-ups for women living in the Ivaylovgrad municipality, where health facilities of this type are lacking.

Education

Scholarships granted to students from Ivaylovgrad to continue their education with the University of Mining and Geology, Sofia.

Support

Installed solar street lighting in three villages close to Rozino and built bus shelter to replace a derelict shelter in local village



Playground Repairs



Recycling Facilities



Honey Bees at Rozino



Bus Shelter



Museum Visitors



Clean-Up Day

Management & Board

KEITH HENDERSON | President, CEO & Director

25 years global experience in large range of commodities.
BSc (Hons) and MSc Geology

CEO at Latin Metals (TSX-V: LMS).

Previously VP Exploration at Cardero Resource Corp. with critical role in sale of iron deposit for \$100M cash and various other acquisitions and dispositions

Former Senior Geologist at Anglo American

DANIEL MARINOV | VP Operations & Director

Previously VP Exploration at Trevali Mining

At Anglo American, Project Manager for Michiquillay porphyry copper-gold-moly deposit, Peru

Senior geologist with global experience at Anglo American and Rio Tinto. Bulgarian national

DARREN MORGANS | CFO

Canadian CPA, CA with almost 20 years experience working with Canadian and Australian publicly listed resource companies

Former CFO of Perpetua Resources Corp. (formerly Midas Gold). Previously Controller and Secretary for Terrane Metals prior to its acquisition by Thompson Creek Metals

Career began with PwC after obtaining a Bachelor of Commerce from the University of Queensland

Dr. MARK CRUISE | Independent Director

Career in mineral exploration and mine development spans 25 years

Previously CEO at New Pacific Metals Corp

Former CEO and Co-founder at Trevali Mining where he built the 10th largest global zinc producer attaining a +\$1B market capitalization under his stewardship

Formerly roles with Anglo American, Pasminco and various junior TSX-listed companies

GERRIE van der WESTHUIZEN | Director

20 years' experience in the mining industry. Key roles in Debt and equity financings as well as M&A activities.

Chartered accountant who began his career with PricewaterhouseCoopers where he was manager of their mining group. He holds an Honours Bachelor of Accountancy.

Currently CFO of Artemis Gold

MICHELLE ROTH | Independent Director

Founder Roth Investor Relations, specializing in global mining sector engagement.

Holds an MBA from Fordham and a BA in Political Science from Albany.

Chairs Maple Gold Mines and advises in the public and private sectors.

Former Mayor of Manalapan Township, with a focus on strategic governance.



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MARCH 2024

Velocity Minerals Ltd.

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Disclosure Notes – Reserves and Resources

Rozino Project

Revised Prefeasibility Technical Report (December 15, 2021)

(1) Base case parameters assume a gold price of US\$1,500/ounce and an exchange rate (CAD\$ to US\$) of 0.75. Tintyava Property (Rozino) ownership; 70% Velocity, 30% Gorubso Kardzhali AD. Financial results on 100% equity basis.

(2) All-In Sustaining Cost (AISC) is defined as all cash costs related to production costs such as mining, processing, refining, site administration, and NSR royalty to final product (direct and indirect), and mine closure and rehabilitation. Sustaining capital costs related to continuing the business including development and equipment required to sustain production are included. Taxes, working capital, M&A, disposals, and acquisitions as well as new mine development capital costs are excluded.

(3) Cash Costs include production costs such as mining, processing, refining, site administration, and NSR royalty, divided by gold ounces sold to arrive at a cash cost per gold ounce sold.

Rozino Project

Probable Mineral Reserves (effective date August 30, 2020)

(1) The Mineral Reserve disclosed herein has been estimated in accordance with CIM Definition Standards.

(2) Mineral Reserves discard cut-off grade was 0.5 g/t gold.

(3) Mineral Reserves are based on a \$1,500/oz gold price.

(4) Mineral Reserves account for mining dilution and ore loss.

(5) Probable Mineral Reserves were based on Indicated Mineral Resources.

(6) Sum of individual amounts may not equal due to rounding.

Obichnik Project

Inferred Mineral Resource Estimate (effective date December 6, 2021)

(1) The selected base case Mineral Resource is reported at a cut-off grade of 0.3 g/t gold.

(2) Mineral resources that are not mineral reserves do not have demonstrated economic viability.

(3) The mineral resource disclosed herein has been estimated in accordance with the Canadian Institute of Mining, Metallurgy and Petroleum “CIM Definition Standards for Mineral Resources and Mineral Reserves” (CIM, 2014).

(4) Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability. Inferred Mineral Resources are considered too speculative geologically in nature to enable them to be categorized as Mineral Reserves and there can be no certainty that all or any part of an inferred mineral resources will ever be upgraded to Indicated Mineral Resources or Measured Mineral Resources.

Disclosure Notes – Option Agreements

Zlatusha Project Optioned from Raiden Resources Limited

Velocity Minerals Ltd. entered into a binding letter agreement with Zelenrok EOOD, a wholly-owned subsidiary of Raiden Resources Limited (collectively with Zelenrok, “Raiden”), whereby Velocity has been granted an exclusive option to acquire, in two stages, up to a 75% interest (the “Option”) in and to the prospecting and exploration licence covering the 195 km² Zlatusha copper-gold property (“Zlatusha” or the “Property”), located in Bulgaria. The Option consists of a first option to acquire up to a 51% interest (the “First Option”) and a second option (the “Second Option”) to acquire an additional 24% (aggregate 75%) interest in and to the Property.

To exercise the Option in full and acquire a 75% interest in the Property, Velocity must: (i) make cash payments in the aggregate amount of \$600,000; (ii) make payments in the aggregate amount of \$400,000, payable in cash or common shares of Velocity; (iii) complete 40,000m of drilling on the Property; (iv) deliver an Inferred Mineral Resource estimate on a deposit on the Property prepared in accordance with National Instrument 43-101 Standards of Disclosure for Mineral Projects (“NI 43-101”); and (v) deliver a Preliminary Economic Assessment on a deposit on the Property prepared in accordance with NI 43-101, all over a period of 5 years. To exercise the First Option, Velocity must complete the earn-in requirements the (“First Option Earn-In Requirements”) set out in Table 1 on or before the third anniversary of the commencement date.

Provided the First Option is exercised by Velocity, Velocity may elect within 60 days to earn an additional 24% interest in Property through the exercise of the Second Option by completing the earn-in requirements (“Second Option Earn-In Requirements”) set out in Table 2 on or before the fifth anniversary of the commencement date.

Velocity will be under no obligation to fulfill any of the First Option Earn-In Requirements or Second Option Earn-In Requirements, all of which will be at the sole discretion of Velocity. If Velocity exercises the First Option, but chooses not to exercise the Second Option, Velocity and Raiden will be deemed to have formed a joint venture (“Joint Venture”) with Velocity initially owning 51% and Raiden owning 49%. If Velocity exercises the First Option and the Second Option, Velocity and Raiden will be deemed to have formed a Joint Venture with Velocity initially owning 75% and Raiden owning 25%. If a participant's participating interest in the Joint Venture falls below 15%, that participant will transfer its participating interest to the other participant in exchange for the grant of an ongoing royalty to be paid at 1% of net smelter returns (the “1% NSR Royalty”). The participant with the largest participating interest in the Joint Venture will have the right, but not the obligation, exercisable at any time prior to a production decision to purchase half of the 1% NSR Royalty (being 0.5%) for the sum of \$1.5 million.

The Property is subject to an existing 2% net smelter royalty held by Gold Bull Resources Corp. (the “Gold Bull Royalty”), of which, prior to commencement of commercial production: (i) an initial 0.5% of the total Gold Bull Royalty can be purchased for USD\$2,500,000 (reducing the Gold Bull Royalty from 2% to 1.5%); and (ii) a further 1% of the total Gold Bull Royalty can be purchased for USD\$5,000,000 (reducing the Gold Bull Royalty from 1.5% to 0.5%).

Table 1: First Option

Date	Cash (CAD)	Cash (CAD) or Shares	Drilling (m)	Deliverable	Vesting
Commencement Date	-	\$220,000		--	--
First Anniversary	-	-	8,000	--	--
Second Anniversary	-	-	10,000	--	--
Third Anniversary	\$250,000	\$100,000	10,000	Inferred Mineral Resource estimate	51%
First Option Total	\$250,000	\$320,000	28,000	--	51%

Table 2: Second Option

Date	Cash (CAD)	Cash (CAD) or Shares	Drilling (m)	Deliverable	Vesting
Fourth Anniversary	-	-	8,000	--	--
Fifth Anniversary	\$350,000	\$100,000	4,000	Preliminary Economic Assessment	24%
Second Option Total	\$350,000	\$200,000	12,000	--	24%
Total Consideration	\$600,000	\$420,000	40,000	--	75%

Disclosure Notes – Option Agreements

Iglika Project Optioned to Dundee Precious Metals

Velocity Minerals Ltd. (“Velocity” or the “Company”) entered into a binding letter agreement (the “Letter Agreement”) with Dundee Precious Metals Inc. (“DPM”), whereby Velocity has granted to DPM an exclusive option to acquire a 75% interest (the “Option”) in and to the Iglika copper-gold prospecting license (the “Property”), located in Bulgaria.

To exercise the Option in full, DPM must: (i) make a US\$250,000 initial cash payment to Velocity; (ii) fund a total of 40,000 meters of drilling on the Property; (iii) fund and deliver a mineral resource estimate on a deposit located within the Property prepared in accordance with National Instrument 43-101 Standards of Disclosure for Mineral Projects (“NI 43-101”); (iv) fund and deliver a prefeasibility study on a deposit located within the Property prepared in accordance with NI 43-101; and (v) make a further US\$1,500,000 cash payment to Velocity (collectively, the “Earn-In Requirements”), all over a period of five (5) years (Table 1).

The US\$250,000 cash payment due to Velocity within five (5) business days of the execution of the Letter Agreement by DPM and the 10,000 meters of drilling to be funded and completed prior to the first anniversary of the Effective Date, are binding commitments of DPM. DPM will be under no obligation to fulfill any of the remaining Earn-In Requirements and may accelerate the satisfaction of the Earn-In Requirements without penalty, at its election.

If DPM completes the Earn-In Requirements during the Option term, it shall acquire an indirect 75% legal interest in the Property, subject to an existing 2% net smelter returns royalty, and DPM and Velocity shall be deemed to have formed a joint venture (“JV”) for the continued exploration and development of the Property. If a participant’s participating interest in the JV falls below 10%, that participant shall be required to transfer its participating interest to the other participant in exchange for the grant of an ongoing royalty to be paid at 2% of net smelter returns (the “NSR Royalty”), half of which (being 1%) can be bought-out prior to a production decision for US\$5,000,000.

Pursuant to the terms of the Letter Agreement, Velocity and DPM will negotiate in good faith toward the execution and delivery of a definitive property option agreement (the “Definitive Agreement”). The Definitive Agreement will incorporate the terms and conditions of the Letter Agreement and such other terms and conditions as may be agreed to by the parties.

Table 1: Option Terms

Date	Cash Payments (US\$)	Drilling (meters)	Mineral Resource / Reserve Deliverable
Within five (5) business days of the execution of the Letter Agreement	\$250,000	--	--
First Anniversary	--	10,000	--
Second Anniversary	--	15,000	--
Third Anniversary	--	15,000	--
Fourth Anniversary	--	--	mineral resource estimate
Fifth Anniversary	\$1,500,000	--	prefeasibility study
Total:	\$1,750,000	40,000	