

# UEX Corporation

**Management's Discussion and Analysis  
For the year ended December 31, 2019**



**Advancing an exceptional portfolio of uranium projects in the  
Athabasca Basin**

**Leading the discovery of ethically sourced cobalt in Canada.**

**TSX: UEX**

**[www.uexcorp.com](http://www.uexcorp.com)**

## ***Message to Shareholders***

For the past 15 months, uranium markets have been at a standstill, awaiting the decision from the United States government on whether or not it intends to impose import quotas on internationally sourced uranium or tariffs on uranium imports. Industry observers have been surprised by the length of time needed to work through the Section 232 Petition and the still pending and long-delayed report of the Nuclear Fuels Working Group (NFWG). These long delays have led to the freezing of meaningful activity in the global uranium market. Concerned that building a future uranium contract portfolio that could run the risk of being non-compliant under new and evolving rules, American nuclear utilities curtailed buying decisions. Non-US utilities also curbed their purchasing decisions due to the possibility that US uranium import restrictions could be imposed. The establishment of US uranium import quotas could result in a bifurcated uranium market, freeing up as much as 25% of the world's annual uranium supply into the non-US market, and lowering the price of non-US sourced uranium.

Signs of the future US uranium policy have now started to emerge. The Trump Administration has proposed a US\$150 million fund in the 2020 budget to purchase US-sourced uranium to establish a domestic strategic uranium reserve. This has the potential to finally free-up utilities to make their long-term uranium purchasing decisions. Until the budget is approved, nothing is certain, but UEX believes that this outcome would result in the re-establishment of real market-driven uranium pricing, which has been absent since the 2011 Fukushima incident.

Despite the uncertainty of the past year, the medium to long-term uranium supply/demand fundamentals remain strong and are strengthening. As the industry has been telling investors for several years, uranium production projections indicate that a supply shortfall is inevitable.

Uranium producers have cut back on production and uranium demand has outstripped supply for the past two years by a total of about 38 Mlbs U<sub>3</sub>O<sub>8</sub> annually. Such annual levels of supply deficit are forecast to continue for the next couple of years, rapidly eating into the perceived uranium stockpiles. The purchase of uranium by nuclear utilities increased substantially as a percentage of overall purchases in the market, and utilities purchasing preferences changed in 2019, marking the beginning of a transition from procuring spot market uranium to preferring term uranium purchases.

The viability of every single uranium production centre is being uncomfortably challenged at today's uranium price. Even the two lowest cost global uranium producers, Kazatomprom and Cameco, struggle to eke out any margin and can only do so based on their legacy supply contracts, most of which were signed before 2011. These legacy contracts have been rolling over and in the last couple of years, producers have been unable to replace these expiring contracts with new long-term contracts at prices that incentivize production from even the lowest cost uranium operations. As a result, majors have chosen to shelve production, declaring that they cannot continue to afford to lose money on world-class assets. Despite the steadfast insistence of nuclear utilities, it is inconceivable that every single uranium producer can continue to lose money indefinitely. The last time uranium market participants were so far apart in their views on uranium markets was in 2004, when utilities were shocked back to reality with the realization that the world does not possess an endless supply of cheap uranium.

With a substantial uranium supply deficit that is very rapidly eroding global stockpiles, we believe that real movement in the uranium price has shifted from a long-term outlook to a medium to short term issue. Without a near-term uranium market price appreciation, UEX believes that the inevitable market response will be increasingly more volatile, given the fact that there are no new investments occurring today to secure future uranium production and given the long timeframes required to bring uranium mines into production. Those companies holding resources located in the lowest cost half production jurisdictions, including UEX and our resource holdings in the Athabasca Basin, will likely be the uranium companies best positioned to see value appreciation.

Thus, at UEX, we are not focused on moving our development-ready projects forward in the current low uranium price environment. We are focusing on growing the total resource base we currently enjoy by exploring on our lower-risk mid-stage exploration portfolio. The more resources UEX defines prior to the inevitable movement in uranium prices, the larger the benefit we believe our shareholders will enjoy. UEX owns a great portfolio of uranium projects in the Athabasca Basin, ranging from grassroots through development-ready projects. What sets UEX apart from our peers is the depth and quality of our mid-stage to resource level projects which are considered highly prospective for new deposit discoveries at a much lower risk than typical grassroots level opportunities.

While the winter saw the industry slow down uranium exploration, UEX has active exploration programs on the go. Currently, the Company is completing a ground electromagnetic surveying on the Christie Lake project to refine drill targeting in the Ōrora North area. The Company recently completed a drilling program in the Umpherville area on the West Bear Project with final results pending. On our Western Athabasca Joint Venture projects Alexandra and Nikita, our partner Orano Canada Inc. is currently engaged in a grassroots exploration program.

With a modest and prudent budget, UEX plans to drill at the mid-stage Christie Lake Project on our Ōrora North target, where our work last year led our Exploration team to the conclusion that the mineralized trend that hosts the Paul Bay, Ken Pen and Ōrora Deposits was actually offset approximately 175 m to the north. The Ōrora North target is considered by UEX to be a Tier 1 mid-stage exploration target and we are looking forward to reporting the results of our Christie Lake program to shareholders later this year.

UEX continues to work on finding additional cobalt-nickel mineralization on the West Bear Project. The Company also continues to closely monitor the cobalt and investment industries and evaluate opportunities to maximize current shareholder value from our cobalt assets.

There is little doubt that the global COVID-19 pandemic will have a tremendous impact on uranium and cobalt companies in the short-term. UEX has taken steps to protect our assets and our employees by imposing cost-cutting measures and asking employees to work from home, with negligible impact to our current activities and at no additional cost.

With the global economy grinding to a halt in the first quarter, we are going to see a short-term decrease in both electricity and overall energy demand. With the shocking drop in oil prices this year and the corresponding drop in natural gas prices, UEX believes that nuclear utilities located in developed jurisdictions within unregulated electricity markets will once again be under price pressure. Nevertheless, with 54 reactors under construction today, the key drivers of nuclear power growth will continue to be the base-load electrification of developing economies, which UEX believes in the medium-term will have a much larger impact on uranium prices than the current COVID-19 crisis.

*Roger Lemaitre*  
*President & CEO*

# UFX CORPORATION

Management's Discussion and Analysis

For the years ended December 31, 2019 and 2018

(Expressed in Canadian dollars, unless otherwise noted)



*This Management's Discussion and Analysis ("MD&A") of UFX Corporation ("UFX" or the "Company") for the year ended December 31, 2019 is intended to provide a detailed analysis of the Company's business and compares its financial results with those of previous periods. This MD&A is dated March 24, 2020 and should be read in conjunction with the Company's audited consolidated financial statements and related notes for the year ended December 31, 2019. The audited consolidated financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS"). Unless specified otherwise, all dollar amounts are in Canadian dollars.*

*Other disclosure documents of the Company, including its Annual Information Form, filed with the applicable securities regulatory authorities in Canada are available on SEDAR at [www.sedar.com](http://www.sedar.com).*

## Table of Contents

1. Introduction	2
2. Exploration and Evaluation Update	6
3. Financial Update	25
4. Risks and Uncertainties	40
5. Disclosure Controls and Procedures	46
6. Internal Controls over Financial Reporting	46
7. Cautionary Statement Regarding Forward-Looking Information	47

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)

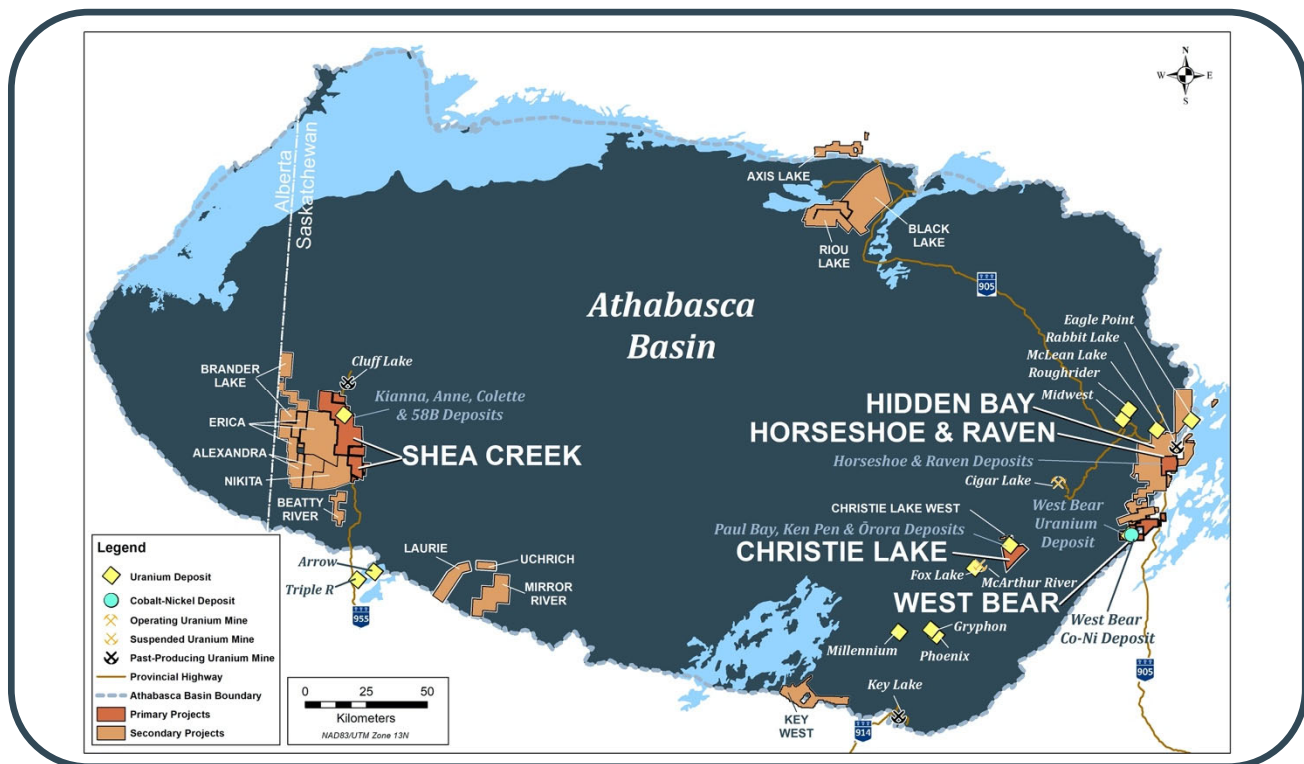


## 1. Introduction

### Overview

UEX is advancing an exceptional portfolio of uranium projects in the Athabasca Basin, and is leading the discovery of ethically sourced cobalt in Canada.

Since being listed on the Toronto Stock Exchange in 2002, UEX has pursued exploration on a diversified portfolio of prospective uranium and cobalt projects in three areas within the Athabasca Basin in Saskatchewan, Canada. The Company is focusing its main efforts on four advanced projects: three in the eastern Athabasca Basin and one in the western Athabasca Basin. Eastern Athabasca Basin advanced uranium projects include the Horseshoe and Raven Project (“Horseshoe-Raven”, formerly a part of the Hidden Bay Project) that hosts the Horseshoe and Raven Deposits and the 64.34% owned Christie Lake Project (“Christie Lake”) that hosts the Paul Bay, Ken Pen, and Ōrora Deposits. The eastern Athabasca Basin advanced cobalt project is the 100%-owned West Bear Cobalt-Nickel Deposit (“West Bear”, formerly part of the Hidden Bay Project), that hosts the West Bear Cobalt-Nickel Deposit and the West Bear Uranium Deposit. The western Athabasca Basin advanced project is the 49.1% owned Shea Creek Project (“Shea Creek”) that hosts the Kianna, Anne, Colette and 58B Deposits.



# UEX CORPORATION

Management's Discussion and Analysis  
 For the years ended December 31, 2019 and 2018  
 (Expressed in Canadian dollars, unless otherwise noted)



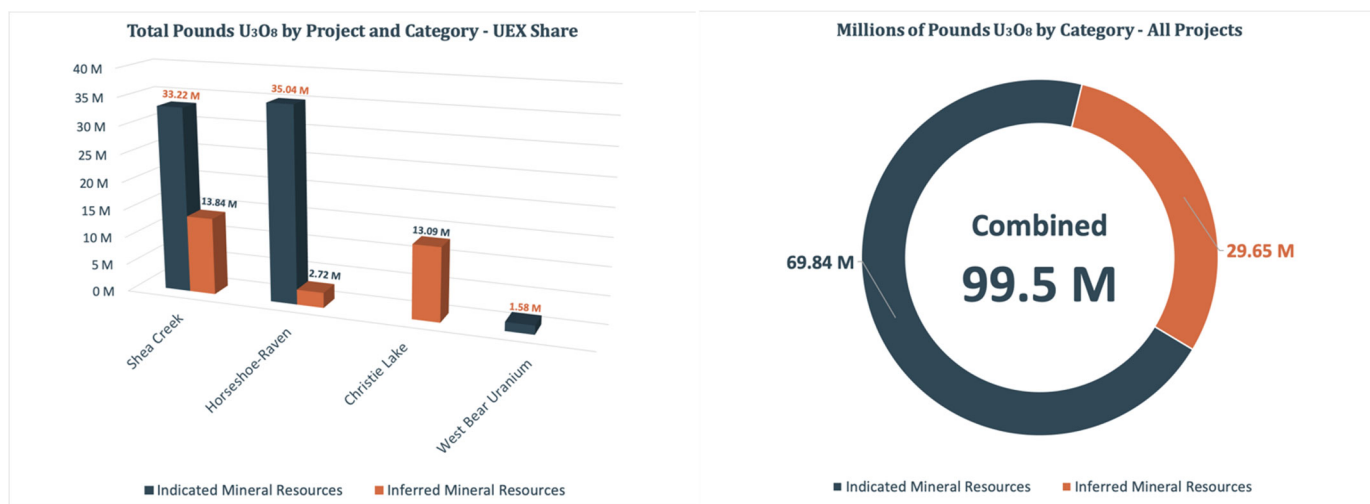
UEX is involved in a number of uranium projects located in the Athabasca Basin, the world's richest uranium district. The Company's uranium projects include:

- Five 100% owned and operated by UEX: Horseshoe-Raven, Hidden Bay, Riou Lake, Christie West, and Key West,
- Christie Lake, a joint venture project with JCU (Canada) Exploration Company Limited ("JCU"), 64.34% owned and operated by UEX,
- Black Lake, a joint venture with Orano Canada Inc. ("Orano") and ALX Uranium ("ALX"),
- eight projects joint-ventured with and operated by Orano: Western Athabasca Joint Venture projects Shea Creek, Erica, Brander Lake, Alexandra, Nikita, Mirror River, Laurie and Uchrich,
- Beatty River, a joint-venture with Orano and JCU that is operated by Orano.

UEX is involved in three 100% owned cobalt-nickel exploration projects located in the Athabasca Basin of northern Saskatchewan. The flagship cobalt-nickel project is West Bear, which was formerly part of UEX's Hidden Bay Project and contains the West Bear Cobalt-Nickel Deposit and the West Bear Uranium Deposit. The other cobalt-nickel projects are the Axis Lake and Key West Projects.

Since inception, UEX has been successful discovering and advancing uranium resources in the Athabasca Basin. The Company has three 100% owned uranium deposits in the eastern Athabasca Basin (Horseshoe, Raven, and West Bear), three 64.34% owned uranium deposits joint-ventured with JCU (Ken Pen, Paul Bay, and Ōrora), and a 49.1% interest in four uranium deposits joint-ventured with Orano in the western Athabasca Basin. The following charts summarize UEX's ownership share of these mineral resources.

## UEX Ownership of N.I. 43-101 Compliant Uranium Resources – All Projects Combined



# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## N.I. 43-101 Mineral Resource Estimates – Uranium Resources

Deposit	Indicated Resources (at 0.30% U3O8 Cut-Off) (1)(2)(3)				Inferred Resources (at 0.30% U3O8 Cut-Off) (1)(2)(3)			
	Tonnes	Grade (wt% U <sub>3</sub> O <sub>8</sub> )	U3O8 (lbs)	UEX Share (lbs)	Tonnes	Grade (wt% U <sub>3</sub> O <sub>8</sub> )	U3O8 (lbs)	UEX Share (lbs)
<b>Shea Creek (49.1% interest)</b>								
Kianna	1,034,500	1.526	34,805,000	17,088,385	560,700	1.364	16,867,000	8,281,275
Anne	564,000	1.991	24,760,000	12,156,541	134,900	0.880	2,617,000	1,284,882
Colette	327,800	0.786	5,680,000	2,788,738	493,200	0.716	7,780,000	3,819,786
58B	141,800	0.774	2,417,000	1,186,687	83,400	0.505	928,000	455,625
<b>Total - Shea Creek</b>	<b>2,067,900</b>	<b>1.484</b>	<b>67,663,000</b>	<b>33,220,841</b>	<b>1,272,200</b>	<b>1.005</b>	<b>28,192,000</b>	<b>13,841,567</b>
<b>Horseshoe-Raven (100% interest)</b>								
Horseshoe	5,119,700	0.203	22,895,000	22,895,000	287,000	0.166	1,049,000	1,049,000
Raven	5,173,900	0.107	12,149,000	12,149,000	822,200	0.092	1,669,000	1,669,000
<b>Total - Horseshoe-Raven</b>	<b>10,293,600</b>	<b>0.154</b>	<b>35,044,000</b>	<b>35,044,000</b>	<b>1,109,200</b>	<b>0.111</b>	<b>2,715,000</b>	<b>2,715,000</b>
<b>West Bear (100% interest)</b>	78,900	0.908	1,579,000	1,579,000				
<b>Christie Lake (64.34% interest)</b>					558,000	1.57	20,350,000	13,093,190

- (1) The mineral resource estimates follow the requirements of National Instrument 43-101 – Standards of Disclosure for Mineral Projects and classifications follow CIM definition standards.
- (2) The Shea Creek mineral resources were estimated at a cut-off of 0.30% U<sub>3</sub>O<sub>8</sub>, and are documented in the technical report titled "Technical Report on the Shea Creek Property, Northern Saskatchewan, with an Updated Mineral Resource Estimate" (the "Shea Creek Technical Report") with an effective date of May 31, 2013 which was filed on SEDAR at [www.sedar.com](http://www.sedar.com) on May 31, 2013.
- (3) Certain amounts presented in the Shea Creek Technical Report have been rounded for presentation purposes. This rounding may impact the footing of certain amounts included in the tables above.
- (4) The Horseshoe, Raven, and West Bear mineral resources were estimated at a cut off of 0.05% U<sub>3</sub>O<sub>8</sub>, and are documented in the "Preliminary Assessment Technical Report on the Horseshoe and Raven Deposits, Hidden Bay Project, Saskatchewan, Canada" (the "Horseshoe-Raven Technical Report") with an effective date of February 15, 2011 which was filed on SEDAR at [www.sedar.com](http://www.sedar.com) on February 23, 2011.
- (5) Certain amounts presented in the Horseshoe-Raven Technical Report have been rounded for presentation purposes. This rounding may impact the footing of certain amounts included in the tables above.
- (6) The Christie Lake mineral resources were estimated at a cut off of 0.2% U<sub>3</sub>O<sub>8</sub>, and are documented in the "Technical Report on the Christie Lake Uranium Project, Saskatchewan, Canada" (the "Christie Lake Technical Report") with an effective date of December 13, 2018 which was filed on SEDAR at [www.sedar.com](http://www.sedar.com) on February 1, 2019. Inferred resources have been modified from the stated values in the Christie Lake Technical Report to reflect UEX's increase in the ownership of Christie Lake Project from 60% to 64.34% effective January 1, 2020.
- (7) Certain amounts presented in the Christie Lake Technical Report have been rounded for presentation purposes. This rounding may impact the footing of certain amounts included in the tables above.

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



On July 10, 2018, UEX announced the maiden cobalt and nickel resource estimate at the West Bear Cobalt-Nickel Deposit located on the Company's 100% owned West Bear Project. The cobalt and nickel resources are summarized in the table below:

## Mineral Resource Statement, West Bear Cobalt-Nickel Deposit, Saskatchewan <sup>(1)(2)(3)</sup>

Category	Quantity Tonnes	Grade		Contained Metal	
		Cobalt %	Nickel %	Cobalt (lb)	Nickel (lb)
Inferred	390,000	0.37	0.22	3,172,000	1,928,000

- (1) The mineral resource estimates follow the requirements of National Instrument 43-101 – Standards of Disclosure for Mineral Projects and classifications follow CIM definition standards.
- (2) The West Bear Cobalt-Nickel Deposit mineral resources were estimated at a cut off of 0.023% Cobalt equivalent and are documented in the UEX News Release of July 10, 2018 which was filed on SEDAR at [www.sedar.com](http://www.sedar.com) and has an effective date of July 6, 2018.
- (3) Certain amounts presented in the West Bear Cobalt-Nickel Deposit Mineral Resource Statement outlined in the UEX News Release of July 10, 2018 have been rounded for presentation purposes. This rounding may impact the footing of certain amounts included in the tables above.

Mineral resources that are not mineral reserves do not have demonstrated economic viability. Further information on each of these deposits and the mineral resource estimates presented above is available under the Christie Lake, Western Athabasca Projects – Shea Creek, Horseshoe-Raven and West Bear sections of this MD&A.

## Growth Strategy – UEX

- To plan and execute the exploration and evaluation work required to delineate and develop economic uranium resources at Christie Lake.
- To extract value for UEX shareholders from our West Bear Cobalt-Nickel Project to take advantage of the rapid increase in the demand for cobalt due to the anticipated growth in electric vehicle manufacturing.
- To advance the evaluation/development process at Shea Creek.
- To advance the Horseshoe and Raven uranium deposits to a production decision once uranium prices have demonstrated a sustained recovery from current spot and long-term prices.
- To find new uranium deposits at the 100%-owned Hidden Bay Project and at the Western Athabasca Projects with our joint-venture partner Orano.
- To evaluate and make timely acquisitions of uranium and cobalt projects in favorable, low-cost jurisdictions.



# UFX CORPORATION

Management's Discussion and Analysis  
 For the years ended December 31, 2019 and 2018  
 (Expressed in Canadian dollars, unless otherwise noted)



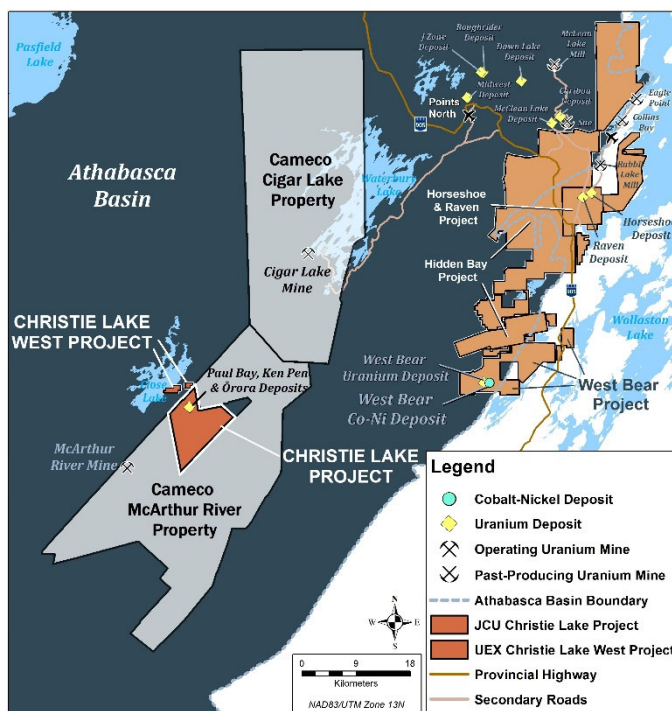
## 2. Exploration and Evaluation Update

The following is a general discussion of UFX's recent exploration and evaluation activities. For more detailed information regarding UFX's exploration projects, please refer to UFX's current Annual Information Form, available at [www.sedar.com](http://www.sedar.com) or at [www.uexc corp.com](http://www.uexc corp.com).

### Christie Lake Project

On December 19, 2018, UFX announced the results of the maiden uranium resource estimate for the Christie Lake Property pursuant to the requirements of National Instrument 43-101 "Standards for Disclosure for Mineral Projects" ("NI 43-101"). UFX announced the filing of the technical report supporting the mineral resource on February 1, 2019.

The Christie Lake Project is currently estimated to contain 588,000 tonnes grading 1.57% U<sub>3</sub>O<sub>8</sub>, which equates to 20.35 million pounds of U<sub>3</sub>O<sub>8</sub> using a cut-off grade of 0.2% U<sub>3</sub>O<sub>8</sub>. Please see the Mineral Resources section below for more information regarding the Christie Lake Mineral Resources.



### Mineral Resources

Deposit	Cut-Off Grade (% U <sub>3</sub> O <sub>8</sub> )	Tonnage (t)	Resources (million lbs U <sub>3</sub> O <sub>8</sub> )	Average Grade (% U <sub>3</sub> O <sub>8</sub> )
Paul Bay Deposit	0.2	338,000	13.49	1.81
Ken Pen Deposit	0.2	149,000	3.44	1.05
Orora Deposit	0.2	102,000	3.41	1.53
<b>Total</b>		<b>588,000</b>	<b>20.35</b>	<b>1.57</b>

- (1) Mineral resources are not mineral reserves and have not demonstrated economic viability.
- (2) The Christie Lake mineral resources were estimated at a cut off of 0.2% U<sub>3</sub>O<sub>8</sub> and are documented in the Christie Lake Technical Report.
- (3) Certain amounts presented in the Christie Lake Technical Report have been rounded for presentation purposes. This rounding may impact the footing of certain amounts included in the tables above.

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



	Number of claims	Hectares	Acres	UEX Ownership %
Christie Lake	6	7,922	19,576	64.3403

The Christie Lake Project is currently 64.34% owned by UEX and 35.66% owned by JCU (Canada) Exploration Company, Limited ("JCU"). The Company signed the Christie Lake Option Agreement ("Option Agreement") in 2016, to earn up to a 70% interest in the project by making cash payments of \$7.0 million and funding \$15.0 million in exploration work commitments over 5 years.

On November 16, 2018, UEX informed JCU that the Company had completed a total of \$6 million in cumulative cash payments and funded over \$10 million in exploration work commitments to vest a 60% interest in the Project.

UEX elected to terminate the Option Agreement which was thereby replaced by the Christie Lake Joint Venture Agreement. UEX and JCU signed the Joint Venture Agreement on July 15, 2016 which sets the terms and conditions that will govern all decisions related to the exploration, development and any future mining production from the Christie Lake Project.

As JCU elected not to participate in funding the approved 2019 exploration program on the Project, UEX's interest in the Project increased to 64.34% effective December 31, 2019.

UEX believes that the P2 Fault trend that hosts the McArthur River Mine may continue onto the Christie Lake Project. Beyond the known mineralized zones, management believes that the full potential of this productive corridor has only begun to be understood and that it holds very good potential for the discovery of new uranium deposits and expansion of the historical resources. This belief has been bolstered by the discovery of the Ōrora Zone in January 2017, located 500 metres (m) northeast and along strike of the Ken Pen Deposit, and in 2019 by the discovery of an offsetting fault containing strong hydrothermal alteration and geochemical uranium enrichment immediately northeast of the Ōrora Zone. Also encouraging is the discovery of new uranium mineralization and areas of additional indicative sandstone uranium enrichment southwest of the Paul Bay Deposit. The southern half of the property hosts many kilometres of prospective electromagnetic (EM) conductors that have never been drill tested, which is unusual for the eastern Athabasca Basin at depths of less than 500 m. These conductors provide UEX with excellent greenfields exploration potential proximal to producing uranium mines.

Further information on the geology of the Christie Lake Project is documented in the Christie Lake Technical Report as prepared by SRK Consulting (Canada) Inc. by Dr. Aleksandr Mitrofanov, P.Geo., supported by Dr. David Machuca, P.Eng., and Mr. Glen Cole, P.Geo. of SRK Consulting (Canada) Inc., (each of whom is an independent "Qualified Person" for the purposes of NI 43-101) and by Mr. Christopher Hamel, P.Geo., Chief Geologist of UEX Corporation (who is a non-independent "Qualified Person"). The Christie Lake Technical Report is dated February 1, 2019 and has an effective date of December 13, 2018 and is available on the Company's website at [www.uexcorp.com](http://www.uexcorp.com) and on SEDAR at [www.sedar.com](http://www.sedar.com).

# UEX CORPORATION

Management's Discussion and Analysis

For the years ended December 31, 2019 and 2018

(Expressed in Canadian dollars, unless otherwise noted)



## 2019 Exploration Program

UEX completed approximately \$2.9 million in exploration work on the Christie Lake Project in 2019. The exploration program included a property-wide 120 line-km direct current resistivity survey in the spring and a summer drilling program which consisted of 8,122 m of drilling in 14 holes that targeted along strike to the southwest of the Paul Bay Deposit and followed up historic mineralization on the B Conductor. The drill program also tested the Ōrora North area for the presence of a potential offset of the Yalowega mineralizing system, inferred from the results of the spring resistivity survey.

A new uranium intersection was encountered along the B Conductor that averaged 1.17% eU<sub>3</sub>O<sub>8</sub> over 1.9 m that will require a follow-up drill program. Farther south along the B Trend, hole CB-147 intersected a wide interval of anomalous uranium in the sandstone column coincident with the southern margin of a strong resistivity anomaly. Uranium concentrations averaged in excess of 2 parts per million uranium (ppm U) over the entire sandstone column, with several intervals exceeding 10 ppm U and the highest uranium concentration being 131 ppm U. Conventional thinking by historical explorationists in the Athabasca Basin consider sandstone uranium concentrations exceeding 1 ppm U to be of interest and potentially proximal to uranium mineralization.

The most interesting development from the 2019 drill program occurred in the Ōrora North area where three holes drilled by the Company confirmed the presence of a northwest trending fault structure within the sandstone column that connects the area immediately north-east of the Ōrora Deposit to the Ōrora North Resistivity Anomaly. This linking fault contained strong hydrothermal clay alteration similar to that observed within the Ōrora Deposit and highly anomalous uranium concentrations ranging from 3 ppm U to 44 ppm U. The presence of this linking fault with the associated hydrothermal alteration and anomalous uranium geochemistry has elevated the importance of the Ōrora North area to the Company's highest priority uranium target in UEX's portfolio.

## 2020 Exploration Program Plans

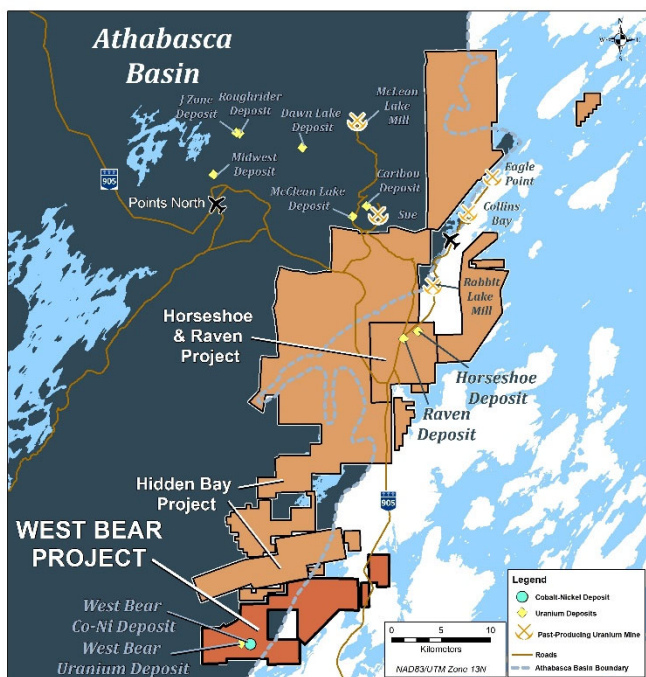
In November 2019, the Joint Venture approved the 2020 exploration program. The approved Project budget is \$2 million and the focus will be on testing the Ōrora North area for the offset of the Ōrora mineralizing system north-east of the recently defined northwest-trending clay-altered and uraniferous structure and within the Ōrora North Resistivity Anomaly.

Prior to drilling, the Company will be refining target selection by completing a fixed-loop electromagnetic survey that commenced in late February with a final interpretation likely available in late March. Follow-up drilling in the Ōrora North area will occur in a future program.

JCU has elected not to contribute its share of expenditures for the 2020 program and is expected to dilute its interest in the project.

# UEX CORPORATION

Management's Discussion and Analysis  
 For the years ended December 31, 2019 and 2018  
 (Expressed in Canadian dollars, unless otherwise noted)



## West Bear Project

### West Bear Cobalt-Nickel Deposit

- The maiden resource estimate at the West Bear Co-Ni Deposit was announced in July 2018 at 390,000 tonnes at 0.37% Co and 0.22% Ni for contained metal of 3,172,000 lbs cobalt and 1,928,000 lbs nickel.
- Between January and March 2019 UEX completed a 126 hole – 11,412.5 m drilling program on the West Bear Property with the objective of expanding the high-grade West Bear Co-Ni Deposit. The 2019 winter exploration program extended the strike length of the deposit from 250 m to 600 m.

### West Bear Uranium Deposit

- Shallowest undeveloped uranium deposit in the Athabasca Basin
- Near existing milling infrastructure and power lines
- Short distance from year-round all-weather access by commercial airport and via Provincial Highway 905

	Number of claims	Hectares	Acres	UEX Ownership %
West Bear	24	7,983	19,726	100.00

The West Bear property lands are 100% owned by UEX with the exception of Mineral Lease 5424 which is a joint venture between UEX (77.575%), Empresa Nacional Del Uranio S.A. (7.680%), Nordostschweizerische Kraftwerke A.G. (7.68%) and Encana (7.066%). West Bear was acquired from Cameco upon UEX's formation in 2001 as part of the Hidden Bay Project, which established Cameco's initial equity position in UEX. All existing and known uranium and cobalt-nickel resources reported in UEX's resource estimates occur within mineral claims owned 100% by the Company.

UEX has elected to separate West Bear from the Hidden Bay Project due to its advanced stage of exploration and development compared to the remainder of the original project lands and due to the fact that future exploration focus will be on expanding cobalt-nickel resources instead of uranium resources. The West Bear Uranium Deposit is located on the West Bear Project and has uranium resources that have been subject to advanced studies including a Preliminary Feasibility Study (<https://uexcorp.com/projects/west-bear/>).

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## Mineral Resource Estimates

For details of the West Bear Resource estimate for the West Bear Uranium Deposit, please see the next section, Mineral Resource Estimates, Horseshoe and Raven Project, as the uranium resources at the West Bear Uranium Deposit were estimated as part of the Horseshoe-Raven Technical Report.

The West Bear Co-Ni Deposit resource estimate was outlined in the UEX news release of July 10, 2018 prepared by SRK Consulting (Canada) Inc. ("SRK Consulting") and Mr. S. Bérnier, P.Geo., with an effective date of July 6, 2018. Details for the mineral resource estimates at a cut-off grade of 0.023% cobalt equivalent grades ("CoEq") are as follows:

### Mineral Resource Statement, West Bear Cobalt-Nickel Deposit, Saskatchewan

Category	Quantity Tonnes	Grade		Contained Metal	
		Cobalt %	Nickel %	Cobalt (lb)	Nickel (lb)
Inferred	390,000	0.37	0.22	3,172,000	1,928,000

- (1) *The mineral resource estimates follow the requirements of NI 43-101 and classifications follow CIM definition standards.*
- (2) *The West Bear Cobalt-Nickel Deposit mineral resources were estimated at a cut off of 0.023% Cobalt equivalent and are documented in the UEX News Release of July 10, 2018 which was filed on SEDAR at [www.sedar.com](http://www.sedar.com) and has an effective date of July 6, 2018.*
- (3) *Certain amounts presented in the West Bear Cobalt-Nickel Deposit Mineral Resource Statement outlined in the UEX News Release of July 10, 2018 have been rounded for presentation purposes. This rounding may impact the footing of certain amounts included in the tables above.*

## Historical Work

In addition to the West Bear Co-Ni Deposit, the property hosts one uranium deposit and several occurrences and showings, including the West Bear Uranium Deposit ("WBU Deposit"), the Pebble Hill Uranium Occurrence, the Mitchel Lake Uranium Occurrences, and the Umpherville Uranium Occurrence. The WBU Deposit has been the subject of several NI 43-101 resource reports and a pre-feasibility study commissioned by UEX (<https://uexcorp.com/projects/west-bear/>).

The WBU Deposit has been defined over a strike length of 530 m, ranges in width between 20 m and 70 m, ranges in thickness from 0.1 m to over 15 m and is located at vertical depths between 15 m to 35 m. The WBU Deposit is a classic cigar-shaped body similar to the Cigar Lake and McClean Lake deposits and is hosted at and above the intersection of faulted graphitic metapelites at the unconformity with the overlying Athabasca Group sandstone. For more details of the WBU Deposit including an estimate of the contained resources, please review the latest technical report filed on SEDAR and on our website accessible from this link: <https://uexcorp.com/projects/west-bear/>.

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## 2019 Exploration Program

The Company completed 126 holes totaling 11,412.5 m during the winter drill hole program at West Bear that successfully achieved the objective of expanding the size of the West Bear Cobalt-Nickel Deposit (the "Deposit") and extending cobalt mineralization along strike to the west.

As a result of the 2019 program, the West Bear Co-Ni Deposit now has a strike length of over 600 m and extends up to 100 m in the down-dip direction. The Company expanded the West Bear Co-Ni Deposit to the west below and down-dip of the WBU Deposit. UEX is in the process of incorporating the 2019 results into our geological database and will be completing a new interpretation of the West Bear Co-Ni Deposit.

Several high grade cobalt and nickel intersections were encountered during the 2019 program. Highlights include:

- Hole WBC-044 that averaged 2.94% Co and 2.08% Ni over a 4.5 m core length between 68.0 m and 72.5 m and 1.94% Co and 3.68% Ni over 11.0 m between 40.5 m and 51.5 m.
- Hole WBC-046 returned the widest mineralized interval at the West Bear Co-Ni Deposit, a 52.0 m intersection averaging 0.53% Co and 0.36% Ni from 27.0 m to 79.0 m that included two high-grade subintervals of:
  - 1.65% Co and 0.75% Ni over 2.0 m from 27.0 m to 29.0 m and
  - 2.17% Co and 1.07% Ni over 9.0 m from 50.5 m to 59.5 m.

### Assay Results of 2019 Winter Program – West Bear Cobalt-Nickel Deposit

Hole	Depth		Core Length (m*)	Cobalt (wt% <sup>†</sup> )	Nickel (wt%)
	From (m)	To (m)			
<b>Holes Drilled in 2019</b>					
WBC-042	22.5	43.0	20.5	0.55	0.25
<i>including</i>	36.0	41.5	5.5	1.90	0.57
WBC-044	24.0	74.0	50.0	0.72	1.06
<i>including</i>	40.5	51.5	11.0	1.94	3.68
<i>and</i>	68.0	72.5	4.5	2.94	2.08
WBC-046	27.0	79.0	52.0	0.53	0.36
<i>including</i>	27.0	29.0	2.0	1.65	0.75
<i>and</i>	50.5	59.5	9.0	2.17	1.07
<i>and</i>	76.0	77.0	1.0	0.96	0.94
WBC-126	32.5	84.0	51.5	0.41	0.57
<i>including</i>	59.0	68.5	9.5	1.27	1.57
<i>and</i>	72.0	74.5	2.5	1.81	2.94
<i>and</i>	78.5	82.5	4.0	0.86	0.75
WBC-143	55.5	63.8	8.3	0.33	0.75
<i>including</i>	55.5	59.5	4.0	0.55	1.39
<b>Historic Sonic and Diamond Drill Holes Resampled for Cobalt in 2019</b>					
UEX-043	23.6	32.0	8.4	0.82	1.36
<i>including</i>	29.0	32.0	3.0	1.51	1.96
UEX-056	23.3	29.0	5.7	0.29	0.95
<i>including</i>	24.8	27.8	3.0	0.42	1.36
UEX-107	22.1	34.0	11.9	0.81	0.24
<i>including</i>	22.1	27.4	5.3	1.70	0.44
WBE-109	32.7	63.0	30.3	0.52	0.47
<i>including</i>	33.2	35.0	1.8	3.42	1.00
<i>and</i>	49.0	54.5	5.5	1.11	1.36

\* True widths are estimated to be 90-95% of core lengths

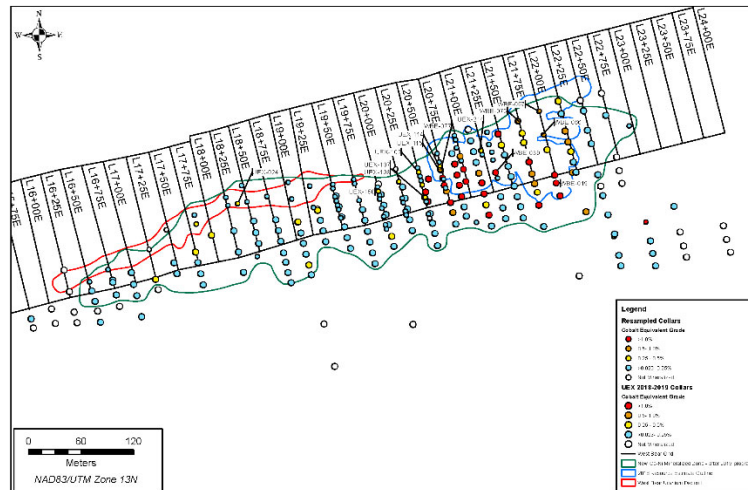
<sup>†</sup> Composite assays calculated using cut-off grade of 0.023% CoEq where CoEq=Co%+(Ni% x0.2)

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



UEX also completed a regional geophysical exploration program on other parts of the West Bear Dome comprised of 118.4 line kilometers of linecutting and 102.5 kilometers of MAXMIN horizontal-loop EM to refine drill targeting on other high-priority areas in the immediate area of the West Bear Co-Ni Deposit. Included in these prospective targets is the Umpherville area which is located 2 km immediately north of the West Bear Co-Ni Deposit. The Umpherville area contains strong indicative hydrothermal alteration, anomalous uranium mineralization and radioactivity and an extensive area of geochemically anomalous nickel with geological and structural similarities to that observed in the West Bear Co-Ni Deposit.



West Bear Project  
Resampled Historical Holes



## 2020 Exploration Program

UEX commenced the 2020 exploration program at West Bear in February. A total of 1,900 m of diamond drilling in 15 holes are planned. The objective of the program is to find new satellite Co-Ni deposits on the West Bear Project along the northern rim of the highly prospective West Bear Dome.

The program is focused on the Umpherville Target Area located 2 km immediately north of the existing high-grade West Bear Co-Ni Deposit. The Umpherville Target Area has several geological and structural similarities to the West Bear Co-Ni Deposit area. Historical drilling in 1977 by Conwest Exploration encountered strong indicative hydrothermal alteration, strong radioactivity and an extensive area of geochemically anomalous nickel over 1 km in strike length that are all features considered favourable for the discovery of both cobalt-nickel deposits and uranium deposits. Historical Conwest Hole ML-77-05 intersected 0.22% eU<sub>3</sub>O<sub>8</sub> over a 5 ft core length at the unconformity and has yet to be successfully followed-up by drill holes. Two attempts by Conwest to drill on-section and down-dip of hole ML-77-05 were unsuccessful when the drill holes were lost when they encountered wide intervals of intense structure and clay alteration. The drill program will also test areas along strike to the northeast of the Umpherville area where historical anomalous cobalt and nickel has been intersected.

The Company is also updating our Technical Report to incorporate the results of the 2019 West Bear Property exploration program.

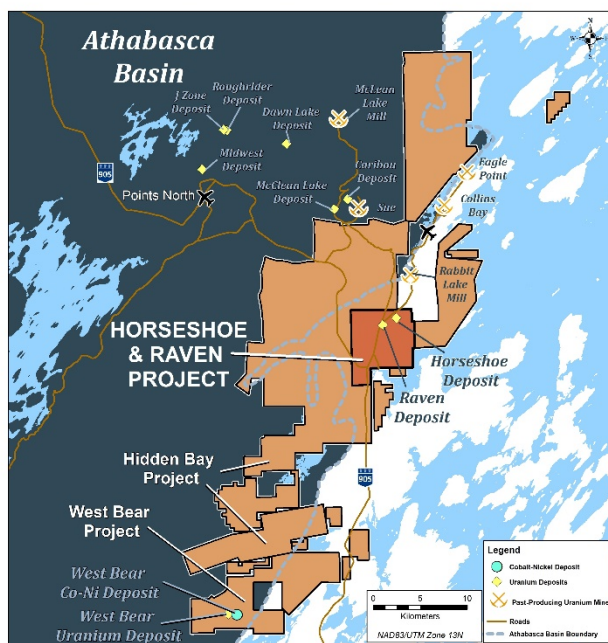
# UEX CORPORATION

Management's Discussion and Analysis  
 For the years ended December 31, 2019 and 2018  
 (Expressed in Canadian dollars, unless otherwise noted)



## Horseshoe and Raven Project

- Two known deposits: Horseshoe and Raven.
- Proximal to uranium mills, year-round access by road and air, electric transmission lines transect the property.
- Two of the shallowest deposits in the Athabasca Basin ranging from 50 – 450 m depth exclusively hosted in competent basement rocks with no sandstone cover and can be mined using conventional hard rock mining techniques.
- A 2016 metallurgical study indicates the deposits could be amenable to heap leach extraction. A subsequent scoping study returned a positive viability for a heap leaping operation.



	Number of claims	Hectares	Acres	UEX Ownership %
Horseshoe & Raven	1	4,486	11,085	100.00

The Horseshoe and Raven Project (“Horseshoe-Raven”) was acquired from Cameco upon UEX’s formation in 2001 as part of the Hidden Bay Project. UEX has elected to separate Horseshoe-Raven from the Hidden Bay Project due to its advanced stage of exploration and development compared to the remainder of the original project lands. Horseshoe-Raven has significant uranium resources that have been subject to advanced studies including the Horseshoe-Raven Technical Report and a heap leach scoping study.



# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## Horseshoe and Raven Deposits

- In 2011, the Horseshoe-Raven Technical Report was completed using a commodity price of US\$60/lb U<sub>3</sub>O<sub>8</sub> – see discussion below.
- Very shallow undeveloped uranium resource in the Athabasca Basin amenable to conventional mining techniques.
- Located 4 km from Cameco's Rabbit Lake Mill and 22 km from Orano's McClean Lake Mill.
- Existing power line supplying Rabbit Lake Mill crosses over the deposits.
- Year-round all-weather access by commercial airport and via Provincial Highway 905.
- In December 2016, a scoping study of the Horseshoe and Raven Deposits that considered heap leach extraction was completed. The objective of the study was to determine whether heap leach processing was as economically viable as the conventional tank leach process considered in the 2011 Horseshoe-Raven Technical Report. The results of the scoping study were positive and further investigation is warranted.

## Mineral Resource Estimates

The current technical report, "Preliminary Assessment Technical Report on the Horseshoe and Raven Deposits, Hidden Bay Project, Saskatchewan, Canada" (the "Horseshoe-Raven Technical Report"), prepared by SRK Consulting (Canada) Inc. ("SRK Consulting") and G. Doerksen, P.Eng., L. Melis, P.Eng., M. Liskowich, P.Geo., B. Murphy, FSAIMM, K. Palmer, P.Geo. and Dino Pilotto, P.Eng., with an effective date of February 15, 2011 was filed on SEDAR at [www.sedar.com](http://www.sedar.com) on February 23, 2011. Details for the mineral resource estimates at a cut-off grade of 0.05% U<sub>3</sub>O<sub>8</sub> are as follows:

Deposit		Tonnes	Grade U <sub>3</sub> O <sub>8</sub> (%)	U <sub>3</sub> O <sub>8</sub> (lbs)		Tonnes	Grade U <sub>3</sub> O <sub>8</sub> (%)	U <sub>3</sub> O <sub>8</sub> (lbs)
Horseshoe	Indicated	5,119,700	0.203	22,895,000	Inferred	287,000	0.166	1,049,000
Raven		5,173,900	0.107	12,149,000		822,200	0.092	1,666,000
West Bear <sup>(1)</sup>		78,900	0.908	1,579,000		-	-	-
<b>TOTAL<sup>(2)</sup></b>		<b>10,372,500</b>	<b>0.160</b>	<b>36,623,000</b>		<b>1,109,200</b>	<b>0.111</b>	<b>2,715,000</b>

<sup>(1)</sup> Mineral resource estimates for the West Bear Deposit are located on the Hidden Bay Project but are included in this table as they were estimated, evaluated, and included within the Horseshoe-Raven Technical Report.

<sup>(2)</sup> The mineral resource estimates follow the requirements of NI 43-101 and classifications follow CIM definition standards.

# UEX CORPORATION

Management's Discussion and Analysis

For the years ended December 31, 2019 and 2018

(Expressed in Canadian dollars, unless otherwise noted)



The Horseshoe-Raven Technical Report found the economics of mining the Horseshoe and Raven deposits to be positive and, based on a spot price of US\$60 per pound of  $U_3O_8$ , reported undiscounted earnings before interest and taxes ("EBIT") of \$246 million, a pre-tax net present value ("NPV") at a 5% discount rate of \$163 million and an internal rate of return ("IRR") of 42%. The Horseshoe-Raven Technical Report is preliminary in nature and includes inferred mineral resources that are considered too speculative geologically to have economic considerations applied to them that would enable them to be categorized as mineral reserves. There is no certainty that the preliminary economic assessment will be realized. Mineral resources that are not mineral reserves do not have demonstrated economic viability.

Projects in the mining sector have experienced rising costs, including rising capital and operating costs, during the past few years. The price of uranium has declined since the date of the Horseshoe-Raven Technical Report which could negatively impact the results of the Horseshoe-Raven Technical Report. Projects in the mining sector have also experienced significant fluctuations in costs, which could impact EBIT, NPV and IRR which have been calculated based upon historical costs. Accordingly, readers should bear these factors in mind when reading the Horseshoe-Raven Technical Report and should not place undue reliance on the Horseshoe-Raven Technical Report.

## ***Heap Leach Potential***

In July 2016, UEX contracted SGS Lakefield Laboratories to undertake a metallurgical study of mineralization from the Raven and Horseshoe Deposits. The study consisted of two columns crushed to both 12.7 millimetres (mm) and 6.35 mm and one column was loaded with the 2011 test material crushed to 6.35 mm.

The column leach tests averaged 98% uranium recovery over a 60-day leaching period and for the newly collected material crushed to 12.7 mm 95% recovery was achieved after 28 days of testing. We believe that the results of the column leaching test program demonstrate that the Horseshoe and Raven Deposits are promising candidates for heap leach uranium processing. Following the column leach tests, a scoping study of the project incorporating heap leaching was undertaken. The Company was pleased with the findings of this study and will be contemplating the next steps of the development process.

# UEX CORPORATION

Management's Discussion and Analysis  
 For the years ended December 31, 2019 and 2018  
 (Expressed in Canadian dollars, unless otherwise noted)

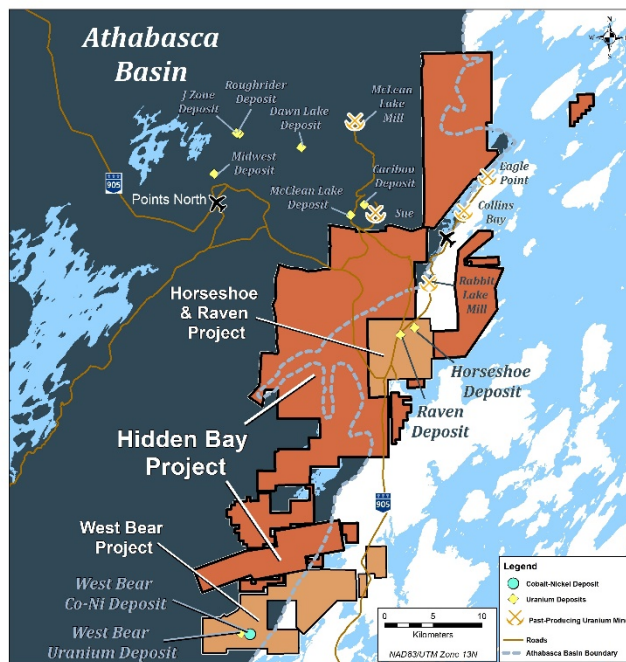


## Hidden Bay Project

Hidden Bay was acquired from Cameco upon UEX's formation in 2001 establishing Cameco's initial equity position in UEX. The Hidden Bay Project includes the Tent-Seal, McClean South, Rabbit West, Wolf Lake, Rhino, and Dwyer target areas.

The Hidden Bay Property originally included the Horseshoe-Raven and West Bear Projects, which were separated from the Hidden Bay Project due to those projects more advanced stage of exploration and development and, in the case of West Bear, the focus on cobalt as an exploration target.

In April 2019, UEX acquired one claim totaling 245 hectares via staking. This new claim was located at the north-east margin of the Property and covered lands that overlie the eastern extension of the Rabbit Lake Fault, 4 km north-east and along strike of the Rabbit Lake Uranium Open-Pit Mine.



	Number of claims	Hectares	Acres	UEX Ownership %
Hidden Bay	45	51,847	126,933	100.00

## **Basement Targeting at Hidden Bay**

Work completed between 2015 and 2018 has confirmed that previous operators on the Hidden Bay Project focused primarily on testing unconformity targets with little effort expended on testing basement targets at depths below the unconformity where deposits such as Millennium, Gryphon and Roughrider were discovered. In the western half of the Hidden Bay property where Athabasca sandstone cover is present, less than 25% of the historical drilling extended deep enough below the unconformity to test for basement uranium mineralization potential.

UEX's existing unconformity-focused exploration database confers a substantial competitive advantage, as it can be used to generate high-quality basement targets with limited capital outlay. Substantial investment in geophysics, prospecting and drilling would be required to obtain a fraction of the information that UEX already possesses and is using to vector toward basement-hosted deposits.

In 2018, UEX completed a review of the geological database and historical drill core to further refine targets to drill test for shallow basement-hosted uranium mineralization, similar to small programs completed in 2016 and 2017.

# UEX CORPORATION

Management's Discussion and Analysis

For the years ended December 31, 2019 and 2018

(Expressed in Canadian dollars, unless otherwise noted)



## *2019 Exploration Program*

During the summer of 2019, UEX's exploration team reviewed historical drill core across the entire Hidden Bay Property to identify potential targets for basement-hosted uranium and cobalt mineralization. Several high-priority drill targets have been identified for future exploration drilling.

UEX completed 3,318 m of drilling in 10 holes in the fourth quarter of 2019 at the McClean South area of the Hidden Bay Project. The McClean South area is located immediately adjacent to and south of Orano's McClean Lake Operation on-strike of the mined-out Sue Uranium Deposits. The Sue Deposits are a cluster of five uranium deposits that occur over a north-south strike length of 1.7 km hosted within the Sue Fault structure. The southernmost Sue Deposit, Sue E, was mined by open pit. The pit's margins are located within 50 m of the property boundary.

In the summer, UEX completed a RadonEx™ radon survey covering the northern part of the Telephone and Sue Faults in which several radon anomalies were detected between the two fault structures. Coupled with historic geophysical and geochemical data, UEX believed that faults oriented in an east-north-east direction link the Telephone and Sue Faults. Such linking faults are a key host environment of several of the economically exploited uranium deposits at Cameco's Eagle Point Mine.

The UEX 2019 drill program successfully intersected two east-north-east oriented fault structures between the Sue and Telephone Faults. Hydrothermal alteration was encountered in both faults. One hole, MCS-009, encountered 0.34% U<sub>3</sub>O<sub>8</sub> over 0.4 m from 183.2 m to 183.6 m within an east-north-east fault approximately 40 m east of the north-east trending Telephone Fault. The mineralization in MCS-009 is very encouraging as it indicates that not only are the linking east-north-east linking structures present, they also have the potential to host uranium mineralization.

The Company is very encouraged by the 2019 drill program and will be further evaluating the results of the 2019 program at McClean South in advance of a future drill program. In particular, UEX will be investigating the potential of the five known uraniferous occurrences hosted along a 2.5 km long segment of the Telephone Fault for the possibility that these mineralized holes may be indicative of uranium being hosted on east-north-east structures instead of the north-north-east striking Telephone Fault.

# UEX CORPORATION

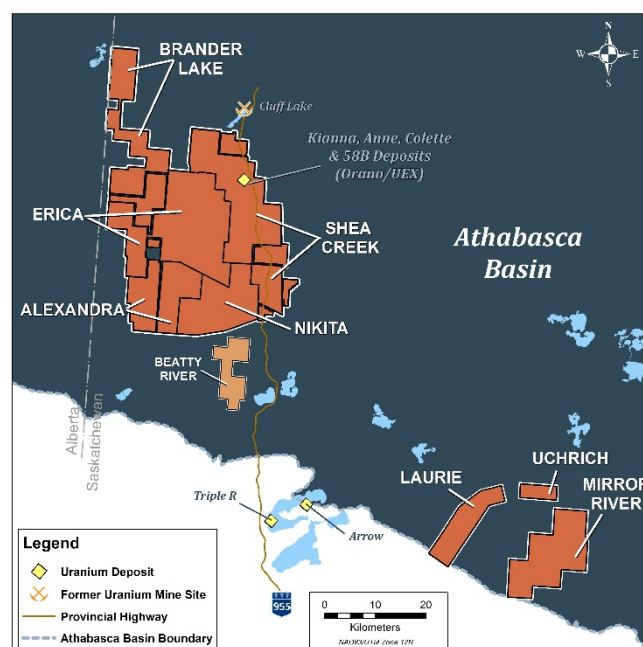
Management's Discussion and Analysis  
 For the years ended December 31, 2019 and 2018  
 (Expressed in Canadian dollars, unless otherwise noted)



## Western Athabasca Projects (“WAJV”) – Overview

The Western Athabasca Projects consist of eight separate joint ventures (the “WAJV Projects”). In 2004, UEX entered into an agreement with COGEMA Resources Inc. (now Orano) to fund \$30 million of exploration costs in exchange for a 49% interest in the Western Athabasca Projects, which included Shea Creek. UEX successfully met its funding target and earned its 49% interest in 2007.

The Company increased its interest in the WAJV Projects by approximately 0.1% in 2013 by funding an additional \$2 million in expenditures (for further details on the original option agreement and additional expenditure agreement, please refer to the 2019 AIF on [www.sedar.com](http://www.sedar.com)).



Western Athabasca Projects	Number of claims	Hectares	Acres	Project Operator	UEX Ownership %	Orano Ownership %
Shea Creek	18	32,962	81,451	Orano	49.0975	50.9025
<i>Other projects</i>						
Alexandra	6	14,765	36,485	Orano	28.7201	71.2799
Brander Lake	9	13,993	34,577	Orano	49.0975	50.9025
Erica	20	36,992	91,409	Orano	49.0975	50.9025
Laurie	4	8,778	21,691	Orano	32.9876	67.0124
Mirror River	5	17,400	42,996	Orano	32.3354	67.6646
Nikita	6	15,131	37,390	Orano	16.1881	83.8119
Uchrich	1	2,263	5,592	Orano	30.4799	69.5201
<b>Total</b>	<b>69</b>	<b>142,284</b>	<b>351,591</b>			

# UEX CORPORATION

Management's Discussion and Analysis  
 For the years ended December 31, 2019 and 2018  
 (Expressed in Canadian dollars, unless otherwise noted)

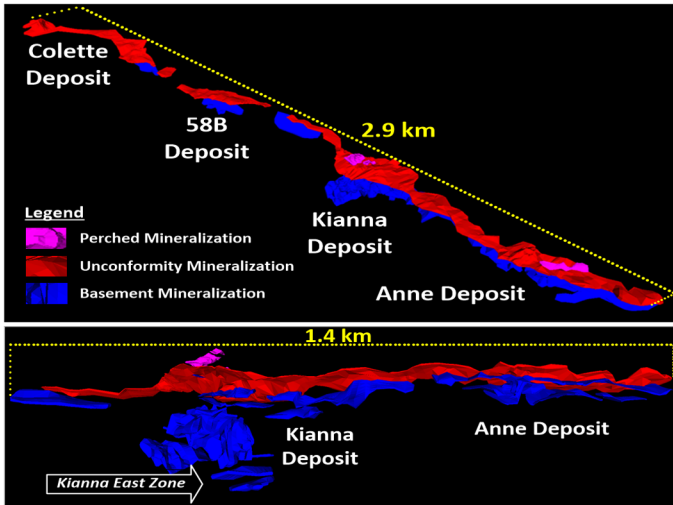
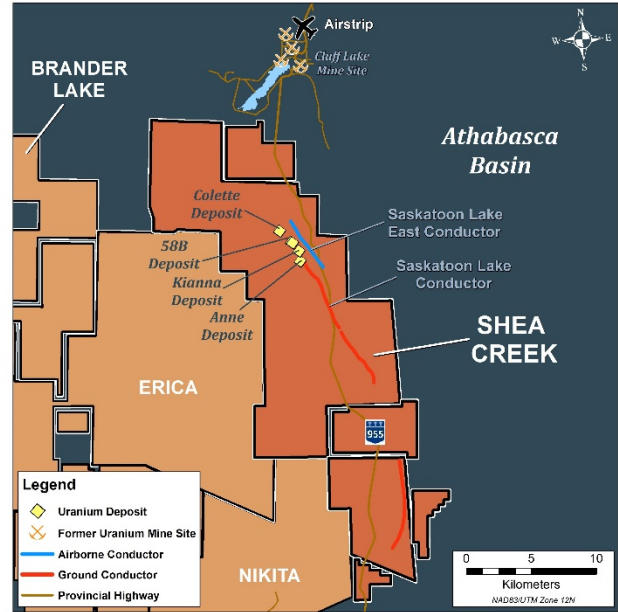


## Western Athabasca Projects – Shea Creek

The Shea Creek Project is one of the largest undeveloped uranium resource projects in the Athabasca Basin.

It is host to four known deposits:

- **Kianna,**
- **Anne,**
- **Colette and**
- **58B.**



These deposits are distributed along a 3 km strike-length at the north end of the 33 km long Saskatoon Lake Conductor (“SLC”) and are open in almost every direction and have excellent potential for significant expansion. Three styles of mineralization have been observed at Shea Creek: unconformity-hosted, basement-hosted and perched

UEX owns 49.0975% equity in the Shea Creek deposits.

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## Mineral Resource Estimates

A NI 43-101 independent mineral resource estimate for Shea Creek was prepared by James N. Gray, P.Geo. of Advantage Geoservices Limited in April 2013 (see UEX news release dated April 17, 2013). This estimate includes resources from the Kianna, Anne, Colette and 58B deposits based on drilling information up to December 31, 2012. The Shea Creek Technical Report, prepared by R.S. Eriks, P.Geo., J.N. Gray, P.Geo., D.A. Rhys, P.Geo. and S. Hasegawa, P.Geo. with an effective date of May 31, 2013 supporting this mineral resource estimate was filed on SEDAR on May 31, 2013. Details of the mineral resource estimate at a cut-off grade of 0.30% U<sub>3</sub>O<sub>8</sub> are as follows:

Deposit		Tonnes	Grade U <sub>3</sub> O <sub>8</sub> (%)	U <sub>3</sub> O <sub>8</sub> (lbs)		Tonnes	Grade U <sub>3</sub> O <sub>8</sub> (%)	U <sub>3</sub> O <sub>8</sub> (lbs)
Kianna	Indicated	1,034,500	1.526	34,805,000	Inferred	560,700	1.364	16,867,000
Anne		564,000	1.992	24,760,000		134,900	0.880	2,617,000
Colette		327,800	0.786	5,680,000		493,200	0.716	7,780,000
58B		141,600	0.774	2,417,000		83,400	0.505	928,000
<b>TOTALS</b> <sup>(1)(2)</sup>		<b>2,067,900</b>	<b>1.484</b>	<b>67,663,000</b>		<b>1,272,200</b>	<b>1.005</b>	<b>28,192,000</b>

<sup>(1)</sup> Certain amounts presented in the Shea Creek Technical Report have been rounded for presentation purposes. This rounding may impact the footing of certain amounts included in the tables above.

<sup>(2)</sup> The mineral resource estimates follow the requirements of NI 43-101 and classifications follow CIM definition standards.

Mineral resources that are not mineral reserves do not have demonstrated economic viability. For additional information on the mineral resource estimate, please refer to the Shea Creek Technical Report as filed on SEDAR on May 31, 2013.

## Shea Creek – 2019 Exploration Program

Orano did not propose a program or budget for the Shea Creek Project in 2019. This summer, UEX completed a detailed technical review of the Shea Creek Deposits with the objective of identifying opportunities to expand the footprint of the known deposits and to prioritize targets for drill testing in the immediate vicinity. This review led UEX to determine that there are at several drilling targets within the footprint of the deposits that have the potential to increase uranium resources significantly. The potential for the discovery of additional high-grade basement-hosted uranium zones similar to that observed at the Kianna, 58B, and Anne deposits has not been considered for testing by the operator. Furthermore, there are existing drill holes in these target areas that encountered basement-hosted uranium that have not been tested in the down-dip direction. The review also suggested that the SHEA-2 area, located approximately 2 km south and along strike of the Shea Creek Deposits, remains a very high-priority target.

UEX and Orano have agreed that UEX will present the results of the technical review to Orano in May 2020, with the objective of developing a focused 2021 exploration proposal.

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



---

## **Western Athabasca Projects – Other Projects**

### **2019 Exploration Programs at Nikita and Alexandra**

The \$2 million 2019 program at Nikita completed five holes to target depth, with one hole abandoned for a total of 3,632.5 m testing three conductive trends. Two holes encountered hydrothermal alteration and weakly graphitic rocks just below the unconformity.

At Alexandra, a \$1.05 million program completed 2 holes and was forced to abandon 3 holes before reaching target depth for a total of 1,821 m drilled. One of the completed holes targeting a conductor successfully intersected faulted graphitic basement rocks.

UEX elected not to participate in either the Nikita or Alexandra Projects in 2019 and the Company's interest dropped to approximately 16.19 % at Nikita and 28.72% at Alexandra as of December 31, 2019.

### **2020 Proposed Programs at Nikita and Alexandra**

At the November 2019 Joint Venture meetings, Orano proposed exploration programs in 2020 at both Nikita and Alexandra. The proposed 2020 exploration program at Nikita consists of \$3.55 million for 10 drill holes totaling 6,400 m and 42 line km of SQUID Moving Loop EM survey. The proposed 2020 program at Alexandra consists of \$2 million for 4-5 diamond drill holes totaling 3,330 m and 34 line km of SQUID Moving Loop EM survey.

UEX has elected to dilute on the 2020 programs. It is anticipated that UEX ownership interest in the Nikita and Alexandra Projects will drop to approximately 10.61% and 19.58% respectively by December 31, 2020.



# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## Beatty River Project

	Number of claims	Hectares	Acres	Project Operator	UEX Ownership %	Orano Ownership %	JCU Ownership %
Beatty River	7	6,688	16,526	Orano	22.0443	56.5304	21.4253

The Beatty River Project is located in the western Athabasca Basin approximately 40 km south of the Shea Creek Deposits. Please see the Western Athabasca Projects map for the location of the Beatty River Project.

The 2019 program and budget for the project is \$700,000 and consisted of a 56.15 km SQUID MLEM geophysical survey covering four separate areas of the property. The surveying was completed in late March and partners were presented with preliminary results of the survey in early May. The final interpretation of the results was anticipated to be received in November 2019. However, Orano, the project operator, has elected to present the results in early 2020.

UEX elected not to participate in the 2019 program at Beatty River. As a result, UEX's ownership interest in the Beatty River Project dropped to approximately 22.04% as of December 31, 2019. Orano has not proposed a budget and program for 2020.

# UEX CORPORATION

Management's Discussion and Analysis  
 For the years ended December 31, 2019 and 2018  
 (Expressed in Canadian dollars, unless otherwise noted)

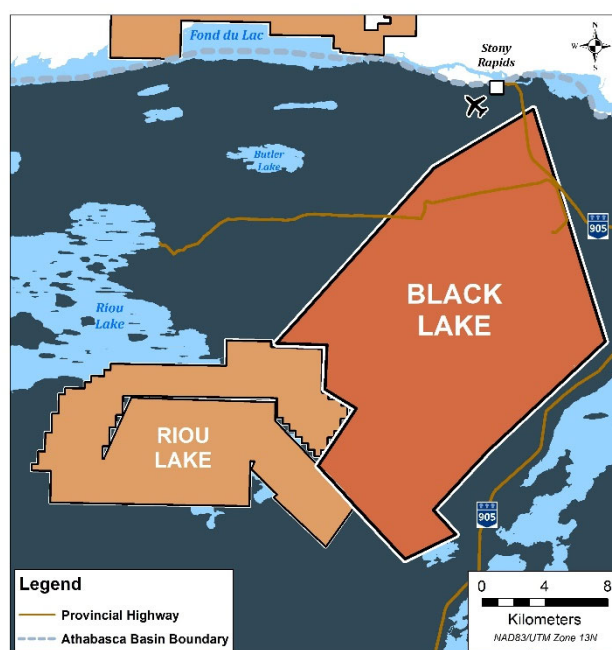


## Black Lake Project

	Number of claims	Hectares	Acres	Project Operator	UEX Ownership %	ALX Ownership %	Orano Ownership %
Black Lake	12	30,381	75,073	UEX	51.4260	40.0000	8.5740

On September 5, 2017, ALX and UEX entered into an Option Agreement, under which ALX had the right to earn a 75% interest in three stages as follows:

- Stage 1 - By completing \$1,000,000 in exploration work on the project and issuing to UEX a total of 5,000,000 shares of ALX to earn an initial 40% interest in the project by September 5, 2018 (completed June 20, 2018);
- Stage 2 - By completing an additional \$2,000,000 (for a cumulative total of \$3,000,000) in exploration work and issuing a further 4,000,000 shares of ALX to the Company (for a cumulative total of 9,000,000 ALX shares) to earn an additional 11% interest in the project (cumulative interest of 51%) by March 5, 2020 (not completed);
- Stage 3 - By completing an additional \$3,000,000 (for a cumulative total of \$6,000,000) in exploration work and issuing a further 3,000,000 shares of ALX to the Company (for a cumulative total of 12,000,000 ALX shares) to earn an additional 24% interest in the project (cumulative interest of 75%) by September 5, 2021.



Effective March 6, 2020, UEX informed ALX that the terms of the Option Agreement with respect to the Stage 2 requirements had not been met and as a result, UEX had elected to terminate the Option Agreement. ALX no longer has the right to earn any further interest in the Black Lake Project.

## 2019 Exploration Program

On March 28, 2019, ALX initiated a radon and helium survey consisting of approximately 160 sampling sites on the northern end of the Property overlying the main conductive trend. This program had an anticipated budget of \$56,000. UEX and Orano received a final interpretation of the data in January 2020 and several anomalies will require follow-up work in the future.

# UFX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## Other Projects

	Number of claims	Hectares	Acres	UFX Ownership %
<b>Uranium properties</b>				
Christie West	2	329	813	100.00
Riou Lake	18	16,172	39,962	100.00
<b>Cobalt properties</b>				
Axis Lake	9	7,733	19,109	100.00
Key West	4	13,208	32,638	100.00
<b>Other properties</b>				
George Lake	6	5,499	13,588	50.00

In early March 2020, all of the mineral claims comprising the Parry Lake and Laurie North projects expired as no assessment work had been filed for those claims to keep them in good standing. UFX had staked the claims on both project but due to the uranium industry environment, elected to engage the Company's limited financial resources on completing exploration activities on other higher priority projects.

In November 2019 and February 2020, UFX staked claims 37 km southeast of the Company's West Bear Project. The Company signed an LOI with Searchlight Resources to combine mineral assets into what is now been called the George Lake Joint Venture with each party owning a 50% interest.

## Qualified Person

The disclosure of technical information regarding UFX's properties in this MD&A has been reviewed and approved by Roger Lemaitre, P.Eng., P.Geo., UFX's President and CEO, who is a Qualified Person as defined by NI 43-101 and is non-independent of UFX.

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## 3. Financial Update

### Going Concern

The consolidated financial statements are prepared on the assumption that the Company will continue as a going concern and realize its assets and discharge its liabilities and commitments in the normal course of business. Management is aware, in making its going concern assessment, of material uncertainties related to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern. The Company has no sources of operating revenue, has a history of incurring operating losses and forecasts a requirement for further financing in 2020 to meet its planned objectives.

As at December 31, 2019, the Company had working capital of \$2.9 million of which \$1.6 million is committed to be spent on qualifying expenditures to satisfy flow-through share requirements, leaving \$1.3 million to finance operating activities through its 2020 fiscal year. The ability of the Company to continue as a going concern and fund general and administrative expenses in an orderly manner will require further equity issuances or other forms of financings. Subsequent to December 31, 2019 the COVID-19 outbreak was declared a pandemic by the World Health Organization. The situation is dynamic and the ultimate duration and magnitude of the impact on the economy and capital markets are not known at this time. While the Company believes that it will be able to raise additional funds and/or reduce expenditures to continue as a going concern there is no assurance that the Company will be successful in obtaining additional funding at an acceptable cost as and when needed or at all. Failure to obtain additional funding on a timely basis may cause the Company to postpone exploration and/or evaluation plans, dilute or forfeit rights in its mineral properties or substantially reduce its operations.

The financial statements do not include any adjustments to carrying values of asset amounts and liabilities, reported expenses and the statement of financial position classifications used, that would be necessary if the going concern assumption were not appropriate. Such adjustments could be material.

### Selected Financial Information

The following is selected financial data from audited consolidated financial statements of UEX for the last three completed fiscal years. The data should be read in conjunction with the audited consolidated financial statements for the years ended December 31, 2019, 2018, and 2017 and the notes thereto. Certain comparative period amounts have been reclassified to conform with the current year's presentation.

#### Summary of Annual Financial Results

	December 31, 2019	December 31, 2018	December 31, 2017
Interest income	\$ 126,975	\$ 143,982	\$ 70,788
Net loss for the year	(9,123,734)	(6,272,461)	(5,865,743)
Write-off of mineral property acquisition costs	(9,151)	-	(900)
Basic and diluted loss per share	(0.023)	(0.018)	(0.019)
Exploration and evaluation expense	7,682,875	4,359,568	4,224,084
Capitalized acquisition costs	17,888	1,018,098	1,014,840
Total assets	15,295,954	21,931,143	15,868,986
Total non-current liabilities	\$ 170,722	\$ 10,432	\$ 20,864

# UFX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



The following quarterly financial data is derived from the unaudited condensed consolidated interim financial statements of UFX as at (and for) the three-month periods indicated below.

## Summary of Quarterly Financial Results (Unaudited)

	2019 Quarter 4	2019 Quarter 3	2019 Quarter 2	2019 Quarter 1	2018 Quarter 4	2018 Quarter 3	2018 Quarter 2	2018 Quarter 1
Interest income	\$ 15,255	\$ 26,695	\$ 35,797	\$ 49,228	\$ 51,449	\$ 28,919	\$ 31,249	\$ 32,365
Net loss for the period	(1,430,841)	(2,482,828)	(1,731,236)	(3,478,829)	(907,141)	(1,337,562)	(1,850,228)	(2,177,530)
Write-off of mineral property acquisition costs	(9,151)	-	-	-	-	-	-	-
Basic and diluted loss per share	(0.004)	(0.007)	(0.004)	(0.009)	(0.002)	(0.004)	(0.005)	(0.006)
Exploration and evaluation expense	967,406	2,022,939	1,171,754	3,520,776	494,633	885,136	1,112,059	1,867,740
Capitalized mineral property acquisition costs	3,241	328	6,611	7,708	1,001,484	2,361	-	14,253
Total assets	15,295,954	15,973,676	17,838,840	19,552,176	21,931,143	16,720,001	17,512,560	19,830,405
Total non-current liabilities	170,722	186,742	212,958	238,720	10,432	10,432	10,432	10,432

UFX's business is not affected by seasonality as the Company is able to perform exploration and evaluation work year-round. Variations in exploration and evaluation expenditures from quarter to quarter and year to year are affected by the timing and size of the exploration and evaluation programs in the periods. In 2019, UFX focused its exploration efforts on the Christie Lake, Hidden Bay, and the West Bear Cobalt-Nickel Projects.

UFX chose not to fund its share of exploration on the Western Athabasca Projects for 2018 and 2019 and we have diluted our ownership on certain projects but maintain our 49.1% interest in the Shea Creek project, where significant uranium resources have been found.

Under the Christie Lake Joint Venture Agreement, UFX completed approximately \$2.9 M in exploration work to December 31, 2019, in which JCU chose not to participate. Per the Joint Venture Agreement, JCU's interest diluted as follows:

Ownership interest (%)	December 31, 2019			December 31, 2018		
	UFX	JCU	Total	UFX	JCU	Total
Christie Lake	64.3403	35.6597	100.0000	60.0000	40.0000	100.0000

# UEX CORPORATION

Management's Discussion and Analysis

For the years ended December 31, 2019 and 2018

(Expressed in Canadian dollars, unless otherwise noted)



- *Renunciation of tax benefits:*
  - Approximately \$1.600 million of flow-through expenditures from the November 2019 placement were renounced to eligible shareholders in February 2020 effective December 31, 2019. Approximately \$11,687 of flow-through expenditures were incurred by December 31, 2019 and the remaining \$1,588,313 million of flow-through expenditures are expected to be incurred during the remainder of 2020.
  - Approximately \$6.972 million of flow-through expenditures from the October 2018 placement were renounced to eligible shareholders in February 2019 effective December 31, 2018. Approximately \$312,000 of flow-through expenditures were incurred by December 31, 2018 and the remaining \$6.66 million of flow-through expenditures were incurred during the remainder of 2019.
  - Approximately \$2.010 million of flow-through expenditures from the February 2017 placement were renounced to eligible shareholders in January 2018 effective December 31, 2017. Approximately \$744,000 of flow-through expenditures were incurred by December 31, 2017 and the remaining \$1.257 million of flow-through expenditures were incurred during the first quarter of 2018.
  - Approximately \$2.002 million of flow-through expenditures from the December 2017 placement were renounced to eligible shareholders in January 2018 effective December 31, 2017 and were incurred during the remainder of 2018.

## Share Capital

The Company is authorized to issue an unlimited number of common shares without par value, and an unlimited number of preferred shares (no par value) issuable in series of which 1,000,000 preferred shares have been designated Series 1 Preferred Shares, none of which are issued and outstanding.

- 394,185,811 common shares were issued and outstanding as at December 31, 2019 and March 24, 2020;
- 28,217,000 and 27,792,000 common shares related to director, employee and consultant share purchase options were reserved by the Company as at December 31, 2019 and March 24, 2020, respectively. The share purchase options are exercisable into common shares at exercise prices ranging from \$0.15 per share to \$1.12 per share. As the number of options outstanding at March 24, 2020 is 27,792,000 (representing 7.05% of the Company's current issued and outstanding common shares), the number of options available for grant as of March 24, 2020 is 11,626,581 (representing 2.95% of the Company's current issued and outstanding common shares);
- During January 2018, 22,761,905 warrants were exercised. Accordingly, the Company issued 22,761,905 common shares for gross proceeds of \$5,028,572;
- 15,999,994 and nil share purchase warrants with a weighted average exercise price of \$0.42 per share were outstanding as at December 31, 2019 and March 24, 2020, respectively.

# UEX CORPORATION

Management's Discussion and Analysis

For the years ended December 31, 2019 and 2018

(Expressed in Canadian dollars, unless otherwise noted)



## Results of Operations for the Three-Month Period Ended December 31, 2019

For the three-month period ended December 31, 2019, the Company earned interest income on short-term deposits of \$14,182 (Q4 2018- \$51,449) and recorded interest income of \$1,073 (Q4 2018 - \$nil) in reference to the lease receivable on the sub-lease of office premises. The decrease in interest income was primarily due to lower monthly average cash balance invested over the period. In the fourth quarter of 2019, the Company had an average cash balance invested of approximately \$3.4 million versus \$10.1 million in the comparative period.

For the three-month period ended December 31, 2019, the Company incurred expenses of \$1,446,564 (Q4 2018 - \$973,461) with significant changes from the comparative period identified as follows:

- Exploration and evaluation expenses of \$967,406 (Q4 2018 - \$494,633) were higher than in the comparative period. During Q4 2019, the Company completed a 10-hole 3,318 m drill program at Hidden Bay, while in Q4 2018, the Company only commenced a drill program at West Bear in December.
- Financing and interest expenses of \$17,085 (Q4 2018 - \$4,210) increased due to the adoption of IFRS 16 on January 1, 2019, which resulted in an additional \$4,727 interest expense on the accretion of lease liabilities. Part XII.6 tax for Q4 2019 was also higher by \$7,641 over the comparative period.
- Legal and audit expenses of \$103,168 (Q4 2018 - \$37,197) were higher than the comparative period due to legal expenses related to employment matters incurred in Q4 2019.

The vesting of share purchase options during the three-month period ended December 31, 2019 resulted in total share-based compensation of \$118,913 (Q4 2018 - \$166,442), of which \$17,743 was allocated to exploration and evaluation expenses (Q4 2018 - \$19,233) and the remaining \$101,170 was expensed to share-based compensation (Q4 2018 - \$147,209). The lower share-based compensation expense is due primarily to fluctuations in share price at grant date, interest rate, share price volatility and life of options.

# UEX CORPORATION

Management's Discussion and Analysis

For the years ended December 31, 2019 and 2018

(Expressed in Canadian dollars, unless otherwise noted)



## Results of Operations for the Year Ended December 31, 2019

For the year ended December 31, 2019, the Company earned interest income on short-term deposits of \$121,225 (2018- \$143,982) and recorded interest income of \$5,750 (2018 - \$nil) in reference to the lease receivable on the sub-lease of office premises. The decrease in interest income was primarily due to lower monthly average cash balances invested over the period. In 2019, the Company had an average cash balance invested of approximately \$5.9 million versus \$8.2 million in the comparative period.

For the year ended December 31, 2019, the Company incurred expenses of \$9,568,331 (2018 - \$6,431,314) with significant changes from the comparative period as follows:

- Exploration and evaluation expenses of \$7,682,875 (2018 - \$4,359,568) were higher than in the comparative period. Collectively, the spring 2019 program at West Bear, where the team operated two drills and drilled approximately 11,400 m, the summer 2019 program at Christie Lake, where the team operated two drills and drilled approximately 8,000 m, and the 2019 program at Hidden Bay, where the team operated one drill and drilled approximately 3,318 m, were much larger than the two drill programs at Christie Lake and West Bear in the comparative period.
- Financing and interest expenses of \$64,211 (2018 - \$17,689) increased due to the adoption of IFRS 16 on January 1, 2019, which resulted in an additional \$21,396 interest expense on the accretion of lease liabilities. Part XII.6 tax for 2019 was also higher by \$28,473 over the comparative period due to raising more flow-through funds in late 2018 than in late 2017.
- Office expense net of project surcharge offsets of \$210,900 (2018 - \$242,476) was lower than the previous year's office expense due to a website redesign that occurred in 2018 and the adoption of IFRS 16 resulting in the reclassification of rent expense in 2019.
- Salaries of \$322,508 (2018 - \$495,728) decreased due to larger exploration programs at West Bear and Christie Lake in 2019, resulting in a larger 10% indirect cost offset against salaries.

The vesting of share purchase options during the year ended December 31, 2019 resulted in total share-based compensation of \$777,096 (2018 - \$885,962), of which \$112,519 was allocated to exploration and evaluation expenses (2018 - \$109,438) and the remaining \$664,577 was expensed to share-based compensation (2018 - \$776,524). The lower share-based compensation expense is due primarily to fluctuations in share price at grant date, interest rate, share price volatility and life of options.



# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



The following table outlines cumulative exploration and evaluation expenditures on projects, cumulatively as at and for the year ended December 31, 2019 and 2018.

Project	2018			2019		
	Cumulative <sup>(1)</sup> to December 31, 2017	Expenditures in the period	Cumulative to December 31, 2018	Expenditures in the period	Cumulative to December 31, 2019	
Beatty River	\$ 875,205	\$ 588	\$ 875,793	\$ 1,084	\$ 876,877	
Black Lake	14,488,507	-	14,488,507	1,749	14,490,256	
Christie Lake	8,062,181	2,255,103	10,317,284	2,814,811	13,132,095	
Hidden Bay	33,270,121	62,572	33,332,693	1,023,060	34,355,753	
Horseshoe-Raven	41,821,871	954	41,822,825	2,592	41,825,417	
Other projects <sup>(2)</sup>	-	614	614	13,346	13,960	
West Bear Co-Ni	38,359	2,014,132	2,052,491	3,772,494	5,824,985	
<u>Western Athabasca</u>						
Shea Creek	54,202,468	20,258	54,222,726	45,754	54,268,480	
Other WAJV	10,890,756	5,347	10,896,103	7,985	10,904,088	
<b>All Projects Total</b>	<b>\$ 163,649,468</b>	<b>\$ 4,359,568</b>	<b>\$ 168,009,036</b>	<b>\$ 7,682,875</b>	<b>\$ 175,691,911</b>	

(1) Exploration and evaluation expenditures have been presented on a cumulative basis from July 17, 2002.

(2) Other projects include: Axis Lake, Christie West, Key West, and Riou Lake.

Exploration and evaluation expenditures for the years ended December 31, 2019 and 2018 include the following non-cash expenditures:

	Year ended December 31	
	2019	2018
Depreciation	\$ 70,560	\$ 74,573
Share-based compensation	112,519	109,438
Project management fee	590,591	378,662
	<b>\$ 773,670</b>	<b>\$ 562,673</b>

For further information regarding expenditures on the projects shown in the table above, please refer to *Exploration and Evaluation Activities*. Also please refer to the *Critical Accounting Estimates, Valuation of mineral properties* section.

The Company has an interest in several joint operations relating to the exploration and evaluation of various properties in the western, eastern and northern Athabasca Basin. These interests are governed by contractual arrangements but have not been organized into separate legal entities or vehicles. The joint arrangements that the Company is party to in some cases entitle the Company, or its joint venture partner, to a right of first refusal on the projects should one of the partners choose to sell their interest. The joint arrangements are governed by management committees which set the annual exploration budgets for these projects. Should the Company be unable to, or choose not to, fund its required contributions as outlined in the agreements, there is a risk that the Company's ownership interest could be diluted. As a result of decisions to fund exploration programs for the joint arrangements, the Company may choose to complete further equity issuances or fund these amounts through the Company's general working capital. For further information on joint operations and ownership interests, please refer to the *Exploration and Evaluation Activities* section.

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## Financing Activities

As UEX has not begun production on any of its mineral properties, the Company does not generate cash from operations and has historically funded its operations through monies raised in the public equity markets:

- On November 29, 2019, the Company completed a flow-through private placement of 12,800,000 common shares at a price of \$0.125 per common share, for gross proceeds of \$1,600,000. Share issue costs totaled \$31,137. As the flow-through share issuance price exceeded the quoted market price of the Company's common shares at the time flow-through shares were issued, a flow-through share premium of \$64,000 was recorded.

The proposed use of proceeds from the November 29, 2019 flow-through private placement is presented in the table below:

	PROPOSED USE OF PROCEEDS		ACTUAL USE OF PROCEEDS	
	Flow-through Private Placement		Use of Proceeds	Remaining to be Spent
Christie Lake Project	\$	800,000	\$ -	\$ 800,000
West Bear Project		476,700	-	476,700
Hidden Bay Project		-	11,687	(11,687)
Western Athabasca		-	-	-
Other Projects		323,300	-	323,300
<b>TOTAL</b>	<b>\$</b>	<b>1,600,000</b>	<b>\$ 11,687</b>	<b>\$ 1,588,313</b>

The Company renounced the income tax benefits of the November 29, 2019 private placement to its subscribers effective December 31, 2019 and will incur Part XII.6 tax at a rate of Nil% for January 2020 and 2% per month thereafter on unspent amounts.

- On October 10, 2018, the Company completed a flow-through private placement of 33,202,500 common shares at a price of \$0.21 per common share, for gross proceeds of \$6,972,525. Share issue costs included agent commissions of \$418,351 and other issuance costs of \$142,234. As the flow-through share issuance price exceeded the quoted market price of the Company's common shares at the time flow-through shares were issued, a flow-through share premium of \$332,025 was recorded.

The proposed use of proceeds from the October 10, 2018 flow-through private placement is presented in the table below:

	PROPOSED USE OF PROCEEDS		ACTUAL USE OF PROCEEDS	
	Flow-through Private Placement		Use of Proceeds	Remaining to be Spent
Christie Lake Project	\$	2,000,000	\$ 2,600,424	\$ (600,424)
West Bear Project		4,622,525	3,443,486	1,179,039
Hidden Bay Project		350,000	901,743	(551,743)
Western Athabasca		-	16,734	(16,734)
Other Projects		-	10,138	(10,138)
<b>TOTAL</b>	<b>\$</b>	<b>6,972,525</b>	<b>\$ 6,972,525</b>	<b>\$ -</b>

# UEX CORPORATION

Management's Discussion and Analysis

For the years ended December 31, 2019 and 2018

(Expressed in Canadian dollars, unless otherwise noted)



The Company renounced the income tax benefit of the October 10, 2018 private placement to its subscribers effective December 31, 2018 and incurred Part XII.6 tax at a rate of Nil% for January 2019, and 2% per month thereafter on unspent amounts. The Company incurred \$38,479 of Part XII.6 tax (2018 - \$10,600).

- On December 14, 2017, the Company completed a flow-through private placement of 5,560,000 common shares at a price of \$0.36 per common share, for gross proceeds of \$2,001,600. Share issue costs included the agent's commission of \$140,112 equal to 7% of the aggregate gross proceeds of the financing paid in common shares of the Company at a price of \$0.36 per common share, the fair value of brokers warrants of \$29,520 and other issuance costs of \$65,137. The agent also received 222,400 broker warrants equal to 4% of the number of flow-through shares placed by the agent. Each broker warrant is exercisable for one common share of the Company for a period of two years at a price of \$0.42 per common share. As the quoted market price of the Company's common shares exceeded the flow through issuance price at the time flow-through shares were issued in 2017, no share premium liability was recorded in 2017.

The initial fair value of the broker warrants on December 14, 2017 was determined using the Black-Scholes option-pricing model with the following assumption: Pre-vest forfeiture rate – 0.00%; Expected volatility – 73.42%; Risk-free interest rate – 1.56%; Dividend yield – 0.00%; and Expected life of warrants – 2.00 years.

The use of proceeds from the December 14, 2017 flow-through private placement was completed as of October 31, 2018 and is presented in the table below:

	PROPOSED USE OF PROCEEDS <sup>(1)</sup>	ACTUAL USE OF PROCEEDS
	Flow-through Private Placement	Use of Proceeds
West Bear Project	\$ 1,570,000	\$ 874,506
Christie Lake Project	431,600	1,095,521
Hidden Bay Project	-	30,965
Western Athabasca	-	608
<b>TOTAL</b>	<b>\$ 2,001,600</b>	<b>\$ 2,001,600</b>

<sup>(1)</sup> Expenses related to the flow-through placement were funded out of the December 14, 2017 unit placement proceeds.

The Company renounced the income tax benefit of the December 14, 2017 private placement to its subscribers effective December 31, 2017 and incurred Part XII.6 tax of \$9,470 relating to this placement.

No share purchase warrants were exercised in 2019.

In January 2018, 22,761,905 warrants were exercised and 2,000,000 warrants expired. Accordingly, the Company issued 22,761,905 common shares for gross proceeds of \$5,028,572.

In February 2019, 681,000 brokers warrants from the February 27, 2017 private placement expired.

In February 2020, 15,999,994 warrants from the February 27, 2017 private placement expired.

# UFX CORPORATION

Management's Discussion and Analysis

For the years ended December 31, 2019 and 2018

(Expressed in Canadian dollars, unless otherwise noted)



## Liquidity and Capital Resources

Working capital as at December 31, 2019 was \$2,928,404, compared to working capital of \$9,691,545 as at December 31, 2018 and includes the following:

- Current assets as at December 31, 2019 and December 31, 2018 were \$3,818,364 and \$10,454,084 respectively, including:
  - Cash and cash equivalents of \$3,597,510 at December 31, 2019 and \$10,258,858 at December 31, 2018. The Company's cash balances are invested in highly liquid term deposits redeemable within 90 days or less.
- Current liabilities as at December 31, 2019 and December 31, 2018 were \$889,960 and \$762,539, respectively, including:
  - Accounts payable and other liabilities of \$796,645 at December 31, 2019 and \$762,539 at December 31, 2018.

As at December 31, 2019, the Company had working capital of \$2.9 million and is required to incur a further \$1.6 million of qualifying expenditures before December 31, 2020 as a result of the flow-through share financing discussed in Note 14(d) of the 2019 financial statements. Given that cash flow from operations are negative, the Company is dependent on additional sources of financing in 2020. Financing options may include joint venture arrangements, debt financing, equity financing or other means. Although the Company has been successful in the past in obtaining financing, there can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favorable. Failure to obtain additional financing on a timely basis may cause the Company to postpone exploration plans, dilute or forfeit rights in its mineral properties or substantially reduce its operations.

The Company currently does not have sufficient resources to finance planned operating activities in its 2020 fiscal year, conditions which raise material uncertainties which may cast significant doubt about the Company's ability to continue as a going concern. The Company is assessing opportunities to address the issue of liquidity.

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## Lease Liability

The Company has obligations under operating leases for its office premises, which expire between October 2020 and February 29, 2024.

	<b>December 31 2019</b>	<b>January 1 2019</b>
Current	\$ 93,315	\$ 94,725
Non-current	160,290	253,605
	<b>\$ 253,605</b>	<b>\$ 348,330</b>

The following table presents the contractual undiscounted cash flows for lease obligations as at December 31, 2019:

	<b>December 31 2019</b>
2020	\$ 107,805
2021	56,363
2022	56,700
2023 and beyond	66,150

Interest expense on lease obligations for the year ended December 31, 2019 was \$21,396. Total cash outflow for leases was \$116,121, including \$94,725 of principal payments on lease liabilities.

## Off-Balance Sheet Arrangements

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

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## Financial Instruments

The Company's financial instruments consist of cash and cash equivalents, amounts receivable, deposits, investments and accounts payable and other liabilities. Interest income is recorded in the statement of operations and comprehensive loss. Cash and cash equivalents, as well as amounts receivable, are classified as loans and receivables, and accounts payable and other liabilities are classified as other financial liabilities and recorded at amortized cost using the effective interest rate method. In addition, any impairment of loans and receivables is deducted from amortized cost. The investments also include shares which have been classified as *financial assets at Fair Value in Other Comprehensive Income* ("FVOCI") and are carried at fair value with changes in fair value recognized in other comprehensive income.

The Company operates entirely in Canada and is not subject to any significant foreign currency risk. The Company's financial instruments are exposed to limited liquidity risk, credit risk and market risk.

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure. The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern in order to pursue the exploration and development programs on its mineral properties. The Company manages its capital structure, consisting of shareholders' equity, and makes adjustments to it, based on funds available to the Company, in order to support the exploration and development of its mineral properties. Historically, the Company has relied exclusively on the issuance of common shares for its capital requirements. Accounts payable and other liabilities are due within the current operating period.

Credit risk is the risk of an unexpected loss if a third party to a financial instrument fails to meet its contractual obligations. The Company's exposure to credit risk includes cash and cash equivalents and amounts receivable. The Company reduces its credit risk by maintaining its bank accounts at large international financial institutions. The maximum exposure to credit risk is equal to the carrying value of cash and cash equivalents, amounts receivable, and deposits. The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments that are redeemable 90 days or less from the original date of acquisition.

Market risk is the risk that changes in market prices such as foreign exchange rates and interest rates will affect the Company's income. The Company is subject to interest rate risk on its cash and cash equivalents. The Company reduces this risk by investing its cash in highly liquid short-term interest-bearing investments that earn interest on a fixed rate basis.

All financial instruments measured at fair value are categorized into one of three hierarchy levels, described below, for disclosure purposes. Each level is based on the transparency of the inputs used to measure the fair values of assets and liabilities:

- Level 1 - Values based on unadjusted quoted prices in active markets that are accessible at the measurement date for identical assets or liabilities;
- Level 2 - Values based on quoted prices in markets that are not active or model inputs that are observable either directly or indirectly for substantially the full term of the asset or liability; and
- Level 3 - Values based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement.

The carrying values of cash and cash equivalents, amounts receivable, deposits, and accounts payable and other liabilities are a reasonable estimate of their fair values because of the short period to maturity of these instruments.

Cash and cash equivalents are classified as financial assets at amortized cost and are initially recorded at fair value and subsequently at amortized cost with accrued interest recorded in accounts receivable.

# UFX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



The following table summarizes those assets and liabilities carried at fair value:

<b>Investments – as at December 31, 2018</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Shares – Vanadian (TSX-V: VEC)	\$ 7,000	\$ -	\$ -	\$ 7,000
Shares – ALX (TSX-V: AL)	300,000	-	-	300,000
	\$ 307,000	\$ -	\$ -	\$ 307,000

<b>Investments – as at December 31, 2019</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
Shares – Vanadian (TSX-V: VEC)	\$ 875	\$ -	\$ -	\$ 875
Shares – ALX (TSX-V: AL)	225,000	-	-	225,000
	\$ 225,875	\$ -	\$ -	\$ 225,875

The following table shows a reconciliation from the beginning balances to ending balances for Level 1 fair value measurements for investments:

	<b>Number of Shares</b>	<b>Change in Fair Value</b>	<b>Fair Value</b>
<b>Balance, December 31, 2017</b>	87,500		\$ 8,750
Shares acquired (divested) during the period	5,000,000		400,000
Gains (losses) for the three months ended March 31, 2018		\$ -	
Gains (losses) for the three months ended June 30, 2018		-	
Gains (losses) for the three months ended September 30, 2018		(50,000)	
Gains (losses) for the three months ended December 31, 2018		(51,750)	
Changes in fair value – total unrealized gain (loss) on financial assets at FVOCI (shares) – year ended December 31, 2018		\$ (101,750)	(101,750)
<b>Balance, December 31, 2018</b>	5,087,500		\$ 307,000
Gains (losses) for the three months ended March 31, 2019		\$ (27,188)	
Gains (losses) for the three months ended June 30, 2019		23,688	
Gains (losses) for the three months ended September 30, 2019		(101,313)	
Gains (losses) for the three months ended December 31, 2019		23,688	
Changes in fair value – total unrealized gain (loss) on financial assets at FVOCI (shares) – year ended December 31, 2019		\$ (81,125)	(81,125)
<b>Balance, December 31, 2019</b>	5,087,500		\$ 225,875

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## Related Party Transactions

The Company was involved in the following related party transactions for the period ended December 31, 2019 and 2018. Related party transactions include the following payments which were made to related parties other than key management personnel:

	Year ended December 31	
	2019	2018
Cameco group of companies <sup>(1)</sup>	\$ 3,162	\$ 441
Management advisory board share-based payments <sup>(2)</sup>	423	2,385
	<u>\$ 3,585</u>	<u>\$ 2,826</u>

<sup>(1)</sup> Payments related to fees paid for use of the Cameco airstrip at the McArthur River mine and for equipment repairs.

<sup>(2)</sup> Share-based compensation expense is the fair value of options granted which have been calculated using the Black-Scholes option-pricing model and the assumptions disclosed in Note 14(c) of the financial statements.

Key management personnel compensation includes management and director compensation, inclusive of any consulting arrangements with directors, as follows:

	Year ended December 31	
	2019	2018
Salaries and short-term employee benefits <sup>(1)(2)</sup>	\$ 642,351	\$ 611,364
Share-based payments <sup>(3)</sup>	608,754	691,136
Other compensation <sup>(1)(4)</sup>	202,689	118,325
	<u>\$ 1,453,794</u>	<u>\$ 1,420,825</u>

<sup>(1)</sup> In the event of a change of control of the Company, certain senior management may elect to terminate their employment agreements and the Company shall pay termination benefits of up to two times their respective annual salaries at that time and all of their share purchase options will become immediately vested with all other employee benefits, if any, continuing for a period of up to two years.

<sup>(2)</sup> In the event that Mr. Lemaitre's (UEX's President and CEO) employment is terminated by the Corporation for any reason other than as a result of a change of control, death or termination for cause, the Corporation will pay a termination amount equal to one year's base salary plus any bonus owing. All other employee-related benefits will continue for a period of one year following such termination. Mr. Lemaitre may also terminate the employment agreement upon three months' written notice to the Board and receive a lump sum payment equal to his base salary plus benefits for three months.

<sup>(3)</sup> Share-based compensation expense is the fair value of options granted which have been calculated using the Black-Scholes option-pricing model and the assumptions disclosed in Note 14(c) of the financial statements.

<sup>(4)</sup> Represents payments to Altastra Office Systems Inc., a company owned by Wylie Hui, and Evelyn Abbott for CFO services rendered to UEX. In the event that Ms. Abbott's (UEX's CFO) consulting agreement is terminated by the Corporation for any reason other than as a result of a change of control, death or termination for cause, the Corporation will pay a termination amount equal to six months' base fee which will increase by one month base fee after every year of service up to a maximum of twelve months' base fee plus any bonus owing. Ms. Abbott may also terminate the consulting agreement upon two months' written notice to the Board.

## Accounting Policies

The accounting policies and methods employed by the Company determine how it reports its financial condition and results of operations and may require management to make judgments or rely on assumptions about matters that are inherently uncertain. The Company's results of operations are reported using policies and methods in accordance with IFRS. In preparing consolidated financial statements in accordance with IFRS, management is required to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses for the period. Management reviews its estimates and assumptions on an ongoing basis using the most current information available.



# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## Joint Arrangements

Joint arrangements are arrangements of which the Company has joint control, established by contracts requiring unanimous consent for decisions about the activities that significantly affect the arrangements' returns. They are classified and accounted for as follows:

- (i) *Joint operation* – when the Company has rights to the assets, and obligations for the liabilities, relating to an arrangement, it accounts for each of its assets, liabilities and transactions, including its share of those held or incurred jointly, in relation to the joint operation.
- (ii) *Joint venture* – when the Company has rights only to the net assets of the arrangement, it accounts for its interest using the equity method.

The Company has an interest in several joint operations relating to the exploration and evaluation of various properties in the Athabasca Basin. The consolidated financial statements include the Company's proportionate share of the joint operations' assets, liabilities, revenue and expenses with items of a similar nature on a line-by-line basis from the date that the joint arrangement commences until the date that the joint arrangement ceases. These interests are governed by contractual arrangements but have not been organized into separate legal entities or vehicles.

The Company does not have any joint arrangements that are classified under IFRS 11 as joint ventures. However, "joint operations" as defined by IFRS are nevertheless commonly referred to as "joint ventures" by UEX, its operating partners and the general mining industry, and use of the term "joint venture" by UEX in its disclosures for the purposes of describing its operating results is considered consistent with these statements.

The joint arrangements that the Company is party to in some cases entitle the Company to a right of first refusal on the projects should one of the partners choose to sell their interest. The joint arrangements are governed by a management committee which sets the annual exploration budgets for these projects. In certain cases, should the Company choose not to fund the minimum required contributions as outlined in the agreement, there is a risk that the Company's ownership interest could be diluted. As a result of decisions to fund exploration programs for the joint arrangements, the Company may choose to complete further equity issuances or fund these amounts through the Company's general working capital.

## Critical Accounting Estimates

The Company prepares its consolidated financial statements in accordance with IFRS, which require management to estimate various matters that are inherently uncertain as of the date of the consolidated financial statements. Accounting estimates are deemed critical when a different estimate could have reasonably been used or where changes in the estimate are reasonably likely to occur from period to period and would materially impact the Company's consolidated financial statements. The Company's significant accounting policies are discussed in the consolidated financial statements. Critical estimates inherent in these accounting policies are discussed below.

### *Valuation of Mineral Properties*

The recovery of amounts capitalized as mineral property assets is dependent upon the discovery of economically recoverable resources, the ability of the Company to obtain financing to complete exploration and development of the properties, and on future profitable production or proceeds of disposition. The Company recognizes in income any costs recovered on mineral properties when amounts received, or receivable are in excess of the carrying amount. Upon transfer of exploration and evaluation assets into development properties, all subsequent expenditures on the exploration, construction, installation or completion of infrastructure facilities is capitalized within development properties.

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



All amounts capitalized in mineral properties are monitored for indications of impairment. Where a potential impairment is indicated, assessments are performed for each area of interest. To the extent that the capitalized acquisitions cost is determined to be impaired, this amount is recorded as a write-down of mineral properties in the statement of operations and comprehensive loss in the period.

The Company performed an evaluation of impairment indicators under IFRS 6(20) for its exploration and evaluation assets (mineral properties) as at December 31, 2019 and has concluded that there are no indicators of impairment.

## ***Environmental Rehabilitation Provision***

The Company recognizes the fair value of a liability for environmental rehabilitation in the period in which the Company is legally or constructively required to remediate, if a reasonable estimate of fair value can be made, based on an estimated future cash settlement of the environmental rehabilitation obligation, discounted at a pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. The environmental rehabilitation obligation is capitalized as part of the carrying amount of the associated long-lived asset and a liability is recorded. The environmental rehabilitation cost is amortized on the same basis as the related asset. The liability is adjusted for the accretion of the discounted obligation and any changes in the amount or timing of the underlying future cash flows. Significant judgements and estimates are involved in forming expectations of the amounts and timing of environmental rehabilitation cash flows. The Company has assessed each of its mineral projects and determined that no material environmental rehabilitations exist as the disturbance to date is minimal.

## ***Share-based Payments***

The Company has a share option plan which is described in Note 14(c) of the consolidated financial statements for the year ended December 31, 2019. The fair value of all share-based awards is estimated using the Black-Scholes option-pricing model at the grant date and amortized over the vesting periods. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Company. Share-based payments to non-employees are measured at the fair value of the goods or services received, or the fair value of the equity instruments issued if it is determined the fair value of the goods or services cannot be reliably measured and are recorded at the date the goods or services are received. The amount recognized as an expense is adjusted to reflect the number of awards expected to vest.

None of the Company's awards call for settlement in cash or other assets. Upon the exercise of the share purchase options, consideration paid together with the amount previously recognized in the share-based payments reserve is recorded as an increase in share capital. The offset to the recorded cost is to share-based payments reserve. Consideration received on the exercise of share purchase options is recorded as share capital and the related share-based payments value in the reserve is transferred to share capital. Charges for share purchase options that are forfeited before vesting are reversed from share-based payments reserve. For those share purchase options that expire or are forfeited after vesting, the recorded value is transferred to retained earnings (deficit).

## ***Valuation of Warrants***

The Company has adopted the residual value method with respect to the measurement of shares and warrants issued as part of units. The residual value method first allocates value to common shares issued in the private placements at their fair value, as determined by the closing quoted bid price on the announcement date or the price protection date, if applicable. The balance remaining, if any, is allocated to the warrants with the fair value recorded in shareholders' equity under warrant reserve.

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## Recent Accounting Announcements

In January of 2016, the IASB issued IFRS 16 Leases (“IFRS 16”) which replaces the existing leasing standard, IAS 17 Leases. The new standard effectively eliminates the distinction between operating and finance leases for lessees, while lessor accounting remains largely unchanged with the distinction between operating and finance leases retained. IFRS 16 takes effect on January 1, 2019, with earlier application permitted.

Effective January 1, 2019, the Company adopted IFRS 16 using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under IAS 17 and related interpretations. The new standard has resulted in an increase in assets and liabilities, a corresponding increase in amortization and finance expense and a decrease general and administrative expenses. See Note 3(t) for a details of the new accounting standard adoption.

Also effective January 1, 2019, IFRIC 23 provides guidance on the accounting for current and deferred tax liabilities and assets in circumstances in which there is uncertainty over income tax treatments. The implementation of this standard had no impact on the Company’s financial statements.

Certain comparative period amounts have been reclassified to conform with the current year’s presentation.

## 4. Risks and Uncertainties

An investment in UEX common shares is considered speculative due to the nature of UEX’s business and the present stage of its development. A prospective investor should carefully consider the risk factors set out below.

### *Risks of exploration programs not resulting in profitable commercial mining operations*

The successful exploration and development of mineral properties is speculative. Such activities are subject to a number of uncertainties, which even a combination of careful evaluation, experience and knowledge may not eliminate. Most exploration projects do not result in the discovery of commercially mineable deposits. There is no certainty that the expenditures made or to be made by UEX in the exploration and development of its mineral properties or properties in which it has an interest will result in the discovery of uranium, cobalt or other mineralized materials in commercial quantities. While discovery of a uranium or cobalt deposit may result in substantial rewards, few properties that are explored are ultimately developed into producing mines. Major expenses may be required to establish reserves by drilling and to construct mining and processing facilities at a site. There is no assurance that the current exploration programs of UEX will result in profitable commercial uranium or cobalt mining operations. UEX may abandon an exploration project because of poor results or because UEX feels that it cannot economically mine the mineralization.

### *Joint ventures*

UEX participates in certain of its projects (such as the WAJV Projects, Christie Lake and Black Lake) through joint ventures (referred to as “joint operations” in the financial statements) with third parties. UEX has other joint ventures and may enter into more in the future. There are risks associated with joint ventures, including:

- disagreement with a joint-venture partner about how to develop, operate or finance a project;
- a joint-venture partner not complying with a joint-venture agreement;
- possible litigation between joint-venture partners about joint-venture matters; and
- limited control over decisions related to a joint venture in which UEX does not have a controlling interest.

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



In particular, UEX is in the process of negotiating joint-venture agreements with Orano on the WAJV Projects and there is no assurance that the parties will be able to conclude a mutually satisfactory agreement.

## ***Reliance on other companies as operators***

Where another company is the operator and majority owner of a property in which UEX has an interest, UEX is and will be, to a certain extent, dependent on that company for the nature and timing of activities related to those properties and may be unable to direct or control such activities.

## ***Uranium price fluctuations***

The market price of uranium is the most significant market risk for companies exploring for and producing uranium. The marketability of uranium is subject to numerous factors beyond the control of UEX. The price of uranium has recently experienced and may continue to experience volatile and significant price movements over short periods of time. Factors impacting price include demand for nuclear power, political and economic conditions in uranium producing and consuming countries, natural disasters such as those that struck Japan in March 2011, reprocessing of spent fuel and the re-enrichment of depleted uranium tails or waste, sales of excess civilian and military inventories (including from the dismantling of nuclear weapons) by governments and industry participants, production levels and costs of production in regions such as Kazakhstan, Russia, Africa and Australia, and potential for changes to uranium markets due to government policies such as uranium import quotas or tariffs.

## ***Cobalt price fluctuations***

The market price of cobalt is the most significant market risk for companies exploring for and producing cobalt. The marketability of cobalt is subject to numerous factors beyond the control of UEX. The price of cobalt has recently experienced and may continue to experience volatile and significant price movements over short periods of time. Factors impacting price include demand for electrical vehicles, political and economic conditions in cobalt producing (particularly the Democratic Republic of Congo) and consuming countries, various government programs incentivizing electrical vehicle sales and government legislation governing carbon emissions particularly with respect to the automobile industry.

## ***Reliance on the economics of the Horseshoe-Raven Technical Report***

The market price of  $U_3O_8$  has decreased since the date of the Horseshoe-Raven Technical Report (see "4.3.2 Horseshoe-Raven Project). The uranium industry has been adversely affected by the natural disasters that struck Japan on March 11, 2011 and the resulting damage to the Fukushima nuclear facility. These events resulted in many countries, which presently rely on nuclear power for a portion of their electrical generation, stating that they will review their commitment to this source of clean energy. These reviews resulted in downward pressure on the price of uranium and may have a significant effect on the country-by-country demand for uranium. The long-term  $U_3O_8$  market price, as reported by Ux Consulting on March 23, 2020, is US\$32.00/lb. Given that the Horseshoe-Raven Technical Report presented three economic scenarios using prices ranging from US\$60 to US\$80/lb of  $U_3O_8$ , the economic analysis which uses  $U_3O_8$  prices higher than the prevailing market price may no longer be accurate and readers of the Horseshoe-Raven Technical Report are therefore cautioned when reading or relying on this Report.

# UEX CORPORATION

Management's Discussion and Analysis

For the years ended December 31, 2019 and 2018

(Expressed in Canadian dollars, unless otherwise noted)



## ***Competition for properties could adversely affect UEX***

The international uranium and cobalt industries are highly competitive and significant competition exists for the limited supply of mineral lands available for acquisition. Many participants in the mining business include large, established companies with long operating histories. UEX may be at a disadvantage in acquiring new properties as many mining companies have greater financial resources and more technical staff. Accordingly, there can be no assurance that UEX will be able to compete successfully to acquire new properties or that any such acquired assets would yield reserves or result in commercial mining operations.

## ***Resource estimates are based on interpretation and assumptions***

Mineral resource estimates presented in this document and in UEX's filings with securities regulatory authorities, news releases and other public statements that may be made from time to time are based upon estimates. These estimates are imprecise and depend upon geological interpretation and statistical inferences drawn from drilling and sampling analysis, which may prove to be unreliable. There can be no assurance that these estimates will be accurate or that this mineralization could be extracted or processed profitably.

Mineral resource estimates for UEX's properties may require adjustments or downward revisions based upon further exploration or development work, actual production experience, or future changes in the price of uranium or cobalt. In addition, the grade of mineralization ultimately mined, if any, may differ from that indicated by drilling results. There can be no assurance that minerals recovered in small-scale tests will be duplicated in large-scale tests under on-site conditions or in production scale.

## ***Requirement for financing***

The Company currently does not have sufficient financial resources to carry out the majority of its anticipated short-term planned exploration and development on all of its projects and to fund its short-term general administrative costs. There are no revenues from operations and no assurances that sufficient funding will be available to conduct further exploration and development of its projects or to fund exploration expenditures under the terms of any joint-venture or option agreements after that time. If the Company's exploration and development programs are successful, additional funds will be required for development of one or more projects. Failure to obtain additional funding could result in the delay or indefinite postponement of further exploration and development or the possible loss of the Company's properties or a reduction of interest in other joint venture projects. It is intended that such funding will be obtained primarily from future equity issues. If additional funds are raised from the issuance of equity or equity-linked securities, the percentage ownership of the current shareholders of UEX will be reduced, and the newly issued securities may have rights, preferences or privileges senior to or equal to those of the existing holders of UEX's common shares. The ability of UEX to raise the additional capital and the cost of such capital will depend upon market conditions from time to time. There can be no assurances that such funds will be available at reasonable cost or at all. Failure to obtain additional financing on a timely basis could cause UEX to reduce or render it unable to earn interests in its properties.

## ***Competition from other energy sources and public acceptance of nuclear energy***

Nuclear energy competes with other sources of energy, including oil, natural gas, coal and hydro-electricity. These other energy sources are to some extent interchangeable with nuclear energy, particularly over the longer term. Lower prices of oil, natural gas, coal, hydro-electricity and subsidized renewable energies may result in lower demand for uranium concentrate and uranium conversion services. Furthermore, the growth of the uranium and nuclear power industry beyond its current level will depend upon continued and increased acceptance of nuclear technology as a means of generating carbon-free electricity. Because of unique political, technological

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



and environmental factors that affect the nuclear industry, the industry is subject to public opinion risks which could have an adverse impact on the demand for nuclear power and increase the regulation of the nuclear power industry.

## ***Dependence on key management employees***

UEX's development to date has depended, and in the future will continue to depend, on the efforts of key management employees. UEX will need additional financial, administrative, technical and operations staff to fill key positions as the business grows. If UEX cannot attract and train qualified people, the Company's growth could be restricted.

## ***Environmental and other regulatory laws, regulations and permits***

Mining and refining operations and exploration activities, particularly uranium mining, refining and conversion in Canada, are subject to extensive regulation by provincial, municipal and federal governments. Such regulations relate to production, development, exploration, exports, taxes and royalties, labour standards, occupational health, waste disposal, protection and remediation of the environment, mines decommissioning and reclamation, mine safety, toxic substances and other matters. Compliance with such laws and regulations has increased the costs of exploring, drilling, developing and constructing. It is possible that, in the future, the costs, delays and other effects associated with such laws and regulations may impact UEX's decision to proceed with exploration or development or that such laws or regulations may result in UEX incurring significant costs to remediate or decommission properties which do not comply with applicable environmental standards at such time. UEX believes it is in substantial compliance with all material laws and regulations that currently apply to its operations. However, there can be no assurance that all permits which UEX may require for the conduct of uranium exploration operations will be obtainable or can be maintained on reasonable terms or that such laws and regulations would not have an adverse effect on any uranium exploration project which UEX might undertake. World-wide demand for uranium is directly tied to the demand for electricity produced by the nuclear power industry, which is also subject to extensive government regulation and policies.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions. These actions may result in orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment or remedial actions. Companies engaged in uranium exploration operations may be required to compensate others who suffer loss or damage by reason of such activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations.

## ***Relationships with communities***

The Company's relationships with the communities in which the Company operates are critical to ensuring the future success of existing operations and the construction and development of future projects. There is an increasing level of public interest worldwide relating to the perceived effect of mining activities on the environment and on communities impacted by such activities. Certain non-governmental organizations ("NGOs"), some of which oppose globalization and resource development, are often vocal critics and attempt to interfere with the mining industry and its practices, including the use of cyanide and other hazardous substances in processing activities. Adverse publicity generated by such NGOs or others related to extractive industries generally, or their operations specifically, could have an adverse effect on the Company's reputation or financial condition and may impact the Company's relationship with the communities in which it operates. While the Company believes that it

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



operates in a socially responsible manner, there is no guarantee that the Company's efforts in this respect will mitigate this potential risk.

## ***Activities of the Company may be impacted by the spread of COVID-19***

The Company's business could be significantly adversely affected by the effects of a widespread global outbreak of contagious disease, including the recent outbreak of respiratory illness caused by a novel coronavirus ("COVID-19"). The Company cannot accurately predict the impact COVID-19 will have on third parties' ability to meet their obligations with the Company, including due to uncertainties relating to the ultimate geographic spread of the virus, the severity of the disease, the duration of the outbreak, and the length of travel and quarantine restrictions imposed by governments of affected countries. In addition, a significant outbreak of contagious diseases in the human population could result in a widespread health crisis that could adversely affect the economies and financial markets of many countries (including those in which the Company operates), resulting in an economic downturn that could negatively impact the Company's operating results and ability to raise capital.

## ***Conflicts of interest***

Some of the directors of UEX are also directors of other companies that are similarly engaged in the business of acquiring, exploring and developing natural resource properties. Such associations may give rise to conflicts of interest from time to time. In particular, one of those consequences may be that corporate opportunities presented to a director of UEX may be offered to another company or companies with which the director is associated, and may not be presented or made available to UEX. The directors of UEX are required by law to act honestly and in good faith with a view to the best interests of UEX, to disclose any interest which they may have in any project or opportunity of UEX, and to abstain from voting on such a matter. Conflicts of interest that arise will be subject to and governed by procedures prescribed in the Company's by-laws and Code of Ethics and by the *Canada Business Corporations Act*.

## ***Internal controls***

Internal controls over financial reporting are procedures designed to provide reasonable assurance that transactions are properly authorized, assets are safeguarded against unauthorized or improper use, and transactions are properly recorded and reported. A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance with respect to the reliability of financial reporting and financial statement preparation.

## ***Market price of shares***

Securities of mining companies have experienced substantial volatility in the past often based on factors unrelated to the financial performance or prospects of the companies involved. These factors include macroeconomic conditions in North America and globally, and market perceptions of the attractiveness of particular industries. The price of UEX's securities is also likely to be significantly affected by short-term changes in uranium or other commodity prices, currency exchange fluctuation, or in its financial condition or results of operations as reflected in its periodic reports. Other factors unrelated to the performance of UEX that may have an effect on the price of the securities of UEX include trading volume and general market interest in UEX's securities which may affect an investor's ability to trade significant numbers of securities of UEX. If an active market for the securities of UEX does not continue, the liquidity of an investor's investment may be limited, the price of the securities of the Company may decline and investors may lose their entire investment in the Company. As a result of any of these factors, the market price of the securities of UEX at any given point in time may not accurately reflect the long-term value of UEX.

# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## ***Risks relating to Liability Insurance Coverage***

The nature of the risks UEX faces in the conduct of its operations are such that liabilities could exceed policy limits in any insurance policy or could be excluded from coverage under an insurance policy. The potential costs that could be associated with any liabilities not covered by insurance or in excess of insurance coverage or compliance with applicable laws and regulations may cause substantial delays and require significant capital outlays, adversely affecting UEX's financial position.

## ***No Mineral Production***

The Company does not have an interest in a producing mineral property. There is no assurance that commercial quantities of minerals will be discovered at any Company property, nor is there any assurance that any future exploration programs of the Company on any of its properties will yield any positive results. Even where potentially commercial quantities of minerals are discovered, there can be no assurance that any property of the Company will ever be brought to a stage where mineral reserves can be profitably produced thereon. Factors which may limit the ability of the Company to produce mineral resources from its properties include, but are not limited to, the price of mineral resources, availability of additional capital and financing and the nature of any mineral deposits.

## ***Changes in Climate Conditions***

A number of governments have introduced or are moving to introduce climate change legislation and treaties at the international, national, state/provincial and local levels. Regulation relating to emission levels (such as carbon taxes) and energy efficiency is becoming more stringent. If the current regulatory trend continues, this may result in increased costs at some or all of the Company's operations. In addition, the physical risks of climate change may also have an adverse effect on the Company's operations. Extreme weather events have the potential to disrupt operations at the Company's properties and may require the Company to make additional expenditures to mitigate the impact of such events.

## ***Information Systems and Cyber Security***

The Company's operations depend, in part, upon information technology systems. The Company's information technology systems are subject to disruption, damage or failure from a number of sources, including, but not limited to, hacking, computer viruses, security breaches, natural disasters, power loss, vandalism, theft and defects in design. Any of these and other events could result in information technology systems failures, operational delays, production downtimes, destruction or corruption of data, security breaches or other manipulation or improper use of our data, systems and networks, any of which could have adverse effects on the Company's reputation, business, results of operations, financial condition and share price.

The Company's risk and exposure to these matters cannot be fully mitigated because of, among other things, the evolving nature of these threats. As a result, cyber security and the continued development and enhancement of controls, processes and practices designed to protect the Company's systems, computers, software, data and networks from attack, damage or unauthorized access remain a priority. As cyber threats continue to evolve, the Company may be required to expend additional resources to continue to modify or enhance protective measures or to investigate and remediate any security vulnerabilities.



# UEX CORPORATION

Management's Discussion and Analysis  
For the years ended December 31, 2019 and 2018  
(Expressed in Canadian dollars, unless otherwise noted)



## 5. Disclosure Controls and Procedures

The Company has established disclosure controls and procedures to ensure that information disclosed in this MD&A and the related audited consolidated financial statements was properly recorded, processed, summarized and reported to the Company's Board and Audit Committee.

The Company's certifying officers conducted or caused to be conducted under their supervision an evaluation of the disclosure controls and procedures as required under applicable Canadian securities laws as at December 31, 2019. Based on the evaluation, the Company's certifying officers concluded that the disclosure controls and procedures were effective to provide a reasonable level of assurance that information required to be disclosed by the Company in its annual filings and other reports that it files or submits under applicable Canadian securities laws is recorded, processed, summarized and reported within the time period specified and that such information is accumulated and communicated to the Company's management, including the certifying officers, as appropriate to allow for timely decisions regarding required disclosure.

It should be noted that while the Company's certifying officers believe that the Company's disclosure controls and procedures provide a reasonable level of assurance and that they are effective, they do not expect that the disclosure controls and procedures will prevent all errors and fraud. A control system, no matter how well conceived or operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met.

## 6. Internal Controls over Financial Reporting

The Company's certifying officers acknowledge that they are responsible for designing internal controls over financial reporting or causing them to be designed under their supervision in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

Based upon the 2013 COSO Framework, the Company's certifying officers evaluated or caused to be evaluated under their supervision the effectiveness of the Company's internal controls over financial reporting. Based upon this assessment, management concluded that as at December 31, 2019 the Company's internal control over financial reporting was effective to provide reasonable assurance regarding the preparation of the Company's financial statements in accordance with IFRS.

The internal controls over financial reporting were designed to ensure that testing and reliance could be achieved. Management and the Board of Directors work to mitigate the risk of material misstatement in financial reporting; however, there can be no assurance that this risk can be reduced to less than a remote likelihood of material misstatement.

## 7. Cautionary Statement Regarding Forward-Looking Information

This MD&A contains “forward-looking statements” within the meaning of applicable Canadian securities legislation. Such forward-looking statements include statements regarding the outlook for our future operations, plans and timing for the commencement or advancement of exploration activities on our properties, joint venture and option earn in arrangements, statements about future market conditions, supply and demand conditions, forecasts of future costs and expenditures, the outcome of any legal proceedings, and other expectations, intention and plans that are not historical fact. These forward-looking statements are based on certain factors and assumptions, including expected economic conditions, uranium, cobalt, and nickel prices, results of operations, performance and business prospects and opportunities.

Forward-looking statements are subject to a variety of known and unknown risks, uncertainties and other factors which could cause actual events or results to differ from those expressed or implied by the forward-looking statements, including, without limitation:

- UEX’s exploration activities may not result in profitable commercial mining operations;
- risks associated with UEX’s participation in joint ventures and ability to earn into joint venture and option arrangements;
- risks related to UEX’s reliance on other companies as operators;
- risks related to uranium, cobalt, and nickel price fluctuations;
- the economic analysis contained in the Horseshoe-Raven Technical Report may no longer be accurate or reliable as prevailing uranium prices are lower than those used in the report;
- risks associated with competition for mineral properties from mining companies which have greater financial resources and more technical staff;
- risks related to reserves and mineral resource figures being estimates based on interpretations and assumptions which may prove to be unreliable;
- uncertainty in UEX’s ability to raise financing and fund the exploration and development of its mineral properties which could cause UEX to reduce or be unable to earn interests in properties;
- uncertainty in competition from other energy sources and public acceptance of nuclear energy;
- risks related to dependence on key management employees;
- risks related to compliance with environmental laws and regulations which may increase costs of doing business and restrict our operations;
- risks related to officers and directors becoming associated with other natural resource companies which may give rise to conflicts of interests;
- risks related to accounting policies requiring UEX management to make estimates and assumptions that affect reported amounts of financial items;
- risks related to UEX’s internal control systems providing reasonable, but not absolute, assurance on the reliability of its financial reporting;
- risks related to the market price of UEX’s shares; and
- potential costs which could be associated with any liabilities not covered by insurance or in excess of insurance coverage.

This list is not exhaustive of the factors that may affect our forward-looking statements. Reference should also be made to factors described under “Risk Factors” in UEX’s latest Annual Information Form filed on [www.sedar.com](http://www.sedar.com). Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in the forward-looking statements. UEX’s forward-looking statements are based on beliefs, expectations and opinions of management on the date the statements are made. For the reasons set forth above, investors should not place undue reliance on forward-looking statements.