

UEX Corporation

**Management's Discussion and Analysis
For the three-month period ended March 31, 2021**



**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

Message to Shareholders



The robust investor appetite for uranium equities that emerged during the third quarter of 2020 continued to drive the uranium sector to a new level through the first quarter of 2021. Interest in the uranium industry has been fueled by the increasing acceptance of nuclear power as a key contributor to clean-air energy and by the new Biden administration contemplating policy changes that will support the sustainment of the US reactor fleet. The potential cancellation of premature reactor shut-downs in the United States will apply added pressure on remaining uranium supply, and could lead to the need for utilities to procure an additional 25 million pounds of yellowcake within a five year window.

Several uranium developers and physical uranium funds have been actively accumulating what little available spot uranium remains in the market, removing the lingering flexibility that utilities had to defer future uranium purchases. Uncovered utility demand is forecast to reach levels in the next couple of years that have not seen since 2004. Sprott Capital Partners announcement of their purchase of Uranium Participation Corporation, with the intention of re-organizing it into a physical uranium trust to be dual listed in Canada and the United States, has the potential to substantially and rapidly tie up remaining spot uranium supply available to utilities.

Against this backdrop, UEX has been extremely active in the first four months of the year. Our key achievement was the announcement of the signing of a definitive purchase agreement to acquire JCU (Canada) Exploration Company, Limited ("JCU") from its Japanese owner, Overseas Uranium Resources Development Co Ltd. ("OURD").

UEX is honoured that OURD selected us as the steward of JCU and its Canadian exploration and development projects. Through its 20-year history, JCU has been extraordinarily successful, having participated in the discovery of uranium at three key Canadian properties that have reached the development stage.

The combination of JCU and UEX projects will be transformational, creating a unique and compelling mid-size Canadian uranium development company. The transformed UEX will be a key participant in the Canadian uranium industry and the second largest junior uranium resource company in Canada by total resources. The Company will have a significant resource base, and ownership interests in two Tier 1 Athabasca uranium development projects, Wheeler River (JCU 10%) and Millennium (JCU 30.099%), both of which have production visibility within the next uranium upswing. Long-term sustainability will be achieved through a pipeline of development ready projects at Shea Creek (UEX 49.1%), Kiggavik (JCU 33.8123%), and Horseshoe-Raven (UEX 100%) and key exploration projects, such a Christie Lake (UEX/JCU 100%), will provide UEX with exposure to resource growth through our portfolio of mid-stage and resource exploration projects.

In February, the Company announced the discovery of a new zone of cobalt-nickel mineralization during our winter uranium exploration program at the Michael Lake target, approximately 7 km east of the West Bear Co-Ni Deposit. The Michael Lake discovery is proof that UEX's thesis that the world class Athabasca Basin uranium district has the potential to evolve into an important cobalt-nickel region is real. UEX possesses the unique knowledge and capability to make additional discoveries of this new class of unconformity cobalt-nickel deposit.

I look forward to reporting to our shareholders the closing of the JCU acquisition in June and results from our exploration activities in the next quarter.

Roger Lemaitre
President & CEO

UFX CORPORATION

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(Expressed in Canadian dollars, unless otherwise noted)



This Management's Discussion and Analysis ("MD&A") of UFX Corporation ("UFX" or the "Company") for the three-month period ended March 31, 2021 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 May 11, 2021 and should be read in conjunction with the Company's unaudited condensed interim consolidated financial statements and related notes for the three-month period ended March 31, 2021. The unaudited condensed interim consolidated financial statements are prepared in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB") and do not include all of the information required for full financial statements. This MD&A should also be read in conjunction with the audited annual consolidated financial statements for the years ended December 31, 2020 and 2019, prepared in accordance with International Financial Reporting Standards ("IFRS"), and the 2020 annual MD&A. 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.

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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 65.55% 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 Project ("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.



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- (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% U₃O₈, 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 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% U₃O₈, 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 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 65.5492% effective January 1, 2021.
- (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.

On April 15, 2020, UEX announced an updated 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,

UEX Corporation, December 31, 2019 ⁽¹⁾⁽²⁾⁽³⁾

Category	Quantity Tonnes	Grade		Contained Metal	
		Cobalt %	Nickel %	Cobalt (lb)	Nickel (lb)
Indicated	1,223,000	0.19	0.21	5,122,000	5,662,000

- (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 "2019 Technical Report on the West Bear Project, Saskatchewan, Canada" (the "West Bear Technical Report") with an effective date of December 31, 2019 which was filed on SEDAR at www.sedar.com on April 30, 2020.
- (3) Certain amounts presented in the West Bear Cobalt-Nickel Deposit Mineral Resource Statement outlined in the UEX News Release of April 15, 2020 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 have not 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.

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Growth Strategy – UEX

- Complete the acquisition of JCU (Canada) Exploration Company, Limited by June 29, 2021 as announced in UEX's news release dated April 22, 2021.
- To plan and execute the exploration and evaluation work required to delineate and develop economic uranium resources at Christie Lake and our 100%-owned Hidden Bay Project.
- To grow resources through brownfield exploration as well as advancing the evaluation/development activities 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 extract value for UEX shareholders from our cobalt assets using our unique knowledge and understanding of the Athabasca cobalt deposits to take advantage of the rapid increase in the demand for cobalt due to the anticipated growth in electric vehicle manufacturing.
- To find new uranium deposits 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.

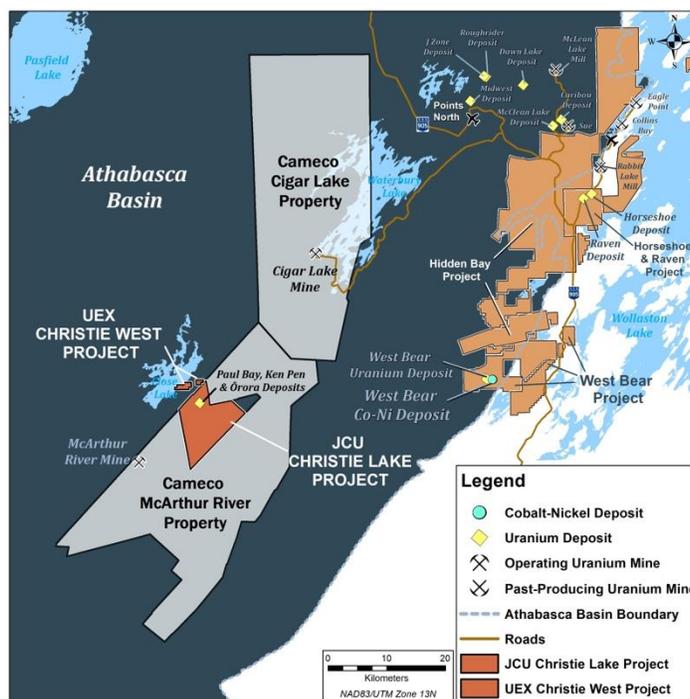
2. Exploration and Evaluation Update

The following is a general discussion of UEX's recent exploration and evaluation activities. For more detailed information regarding UEX's exploration projects, please refer to UEX's current Annual Information Form, available at www.sedar.com or at www.uexcorp.com.

Christie Lake Project

On December 19, 2018, UEX 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"). UEX 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_3O_8 , which equates to 20.35 million pounds of U_3O_8 using a cut-off grade of 0.2% U_3O_8 . Please see the Mineral Resources section below for more information regarding the Christie Lake Mineral Resources.



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Mineral Resources

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

- (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% U₃O₈ 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.

	Number of claims	Hectares	Acres	UEX Ownership %
Christie Lake	6	7,922	19,576	65.55

The Christie Lake Project is currently 65.55% owned by UEX and 34.45% 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 2020 exploration program on the Project, UEX's interest in the Project increased to 65.55% effective December 31, 2020.

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 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.

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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., Exploration Manager 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 and on SEDAR at www.sedar.com.

2020 Exploration Program

UEX completed approximately \$0.98 million in exploration activities on the Christie Lake Project in 2020. The exploration program was comprised of a 54.6 line-km of fixed-loop time domain electromagnetic survey and a summer drill program of 4 holes (CB-149 to CB-152) totaling 2,186 m. The geophysical survey focused on the Yalowega Trend to better locate the Christie Lake A, B, and C conductors. The drill program targeted the new conductor locations from the 2020 geophysical survey in the Ōrora North area coincident with anomalies from the 2019 Resistivity survey.

The 2020 electromagnetic survey successfully defined conductors coincident with the resistivity low from the 2019 resistivity survey in the Ōrora North area. On L69N drill hole CB-149 tested a newly defined conductor and intersected anomalous structure and alteration associated with the cross-cutting fault that was first encountered during the 2019 drill program. Drill holes CB-150 and CB-151 tested the coincident resistivity and conductivity anomalies on L79N and encountered strong hydrothermal clay alteration within a fault zone in the basal sandstone. The basal sandstone contained anomalous uranium geochemistry with the lowermost 29 m of the sandstone column containing 2 ppm U within a fault breccia. The presence of the strong alteration, structure, and uranium geochemical enrichment in CB-150 and CB-151 are considered a very positive development that warrants additional drill testing. Drill hole CB-152 drilled northeast of the Ōrora Deposit, targeting the intersection of structure in the basement to test for uranium mineralization with similar controls as observed at the Paul Bay Deposit on L70N.

A cross-cutting east-north-easterly fault was identified north of the Ōrora Deposit in holes CB-150 and CB-151. The presence of these ENE striking faults is considered an important feature in the genesis of the known deposits on the Project and can be used to assist in selecting targets for future drill programs.

2021 Exploration Program Plans

In November 2020, the Joint Venture approved the 2021 exploration program and budget totaling \$2 million. UEX plans to commence the 2021 drill program in early summer. The objectives of the proposed program will be to drill test targets along the Yalowega conductive trend to both follow up anomalous results from previous drilling in the Ōrora North Area and to conduct initial evaluations of new targets provided by the 2019 and 2020 geophysical surveys. The cross-cutting fault in the Ōrora North Area near L79N will be the primary target for the anticipated summer drill program to follow-up anomalous structure, alteration, and geochemistry from the 2020 drill program.

UEX also plans to follow up in the B Conductor Area where uranium mineralization grading 1.17% eU₃O₈ over 1.9 m was intersected during the 2019 drill program. UEX also intends to complete its initial drill testing of the A Conductor, as the four drill holes that targeted that conductor in the 1980's and 1990's by the previous operator did not resolve the source of the conductivity.

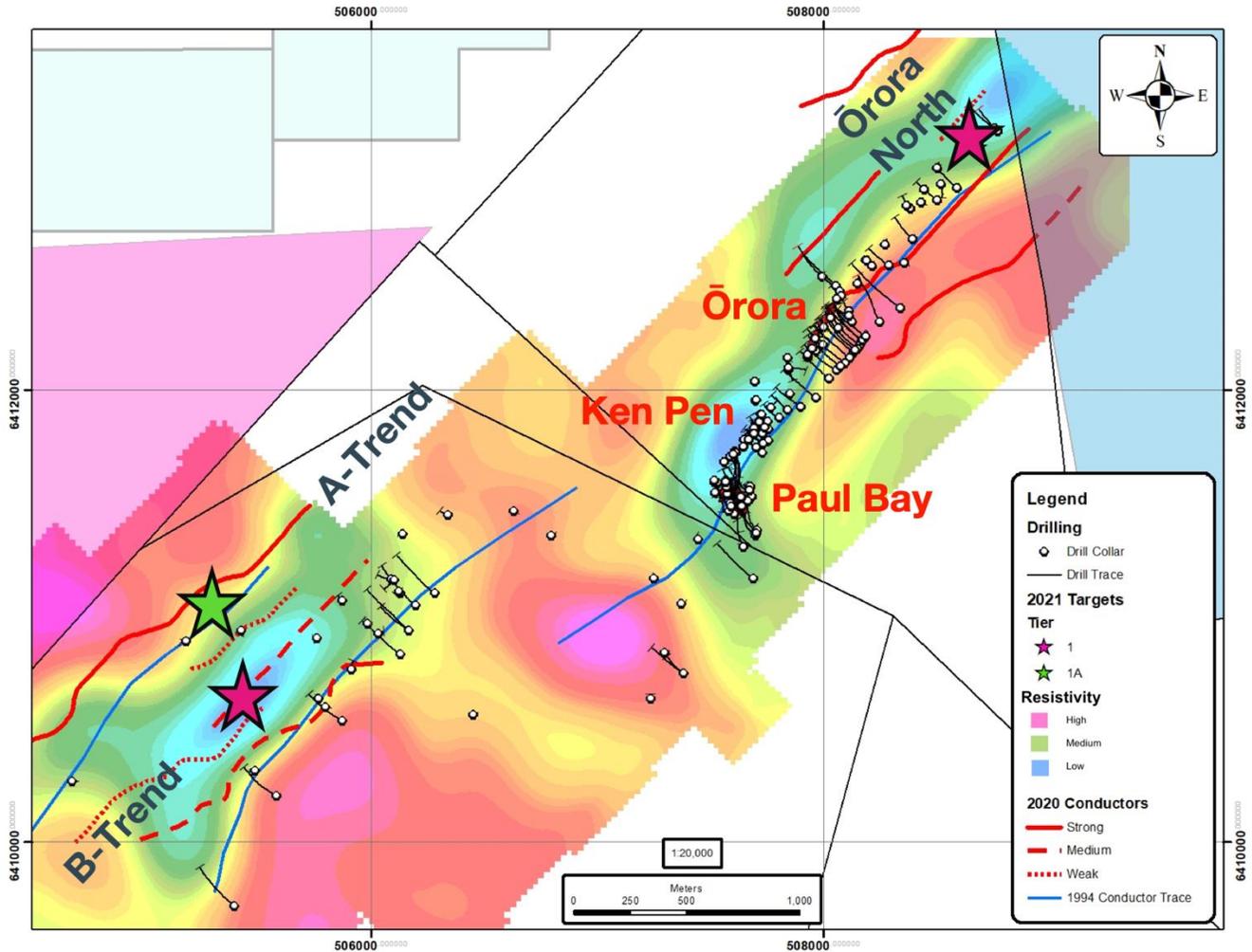
JCU has elected to not contribute its share of the 2021 expenditures for the proposed program and is expected to dilute its equity in the Project.

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Target Areas – 2021 Christie Lake Exploration Program



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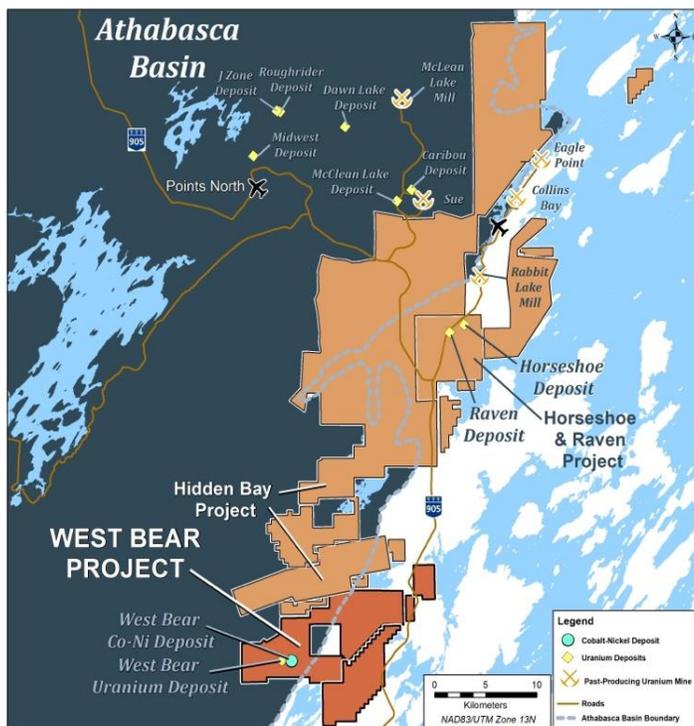
West Bear Project

West Bear Cobalt-Nickel Deposit

- An updated resource estimate at the West Bear Co-Ni Deposit was announced in April 2020 at 1,223,000 tonnes at 0.19% Co and 0.21% Ni for contained metal of 5,122,000 lbs cobalt and 5,662,000 lbs nickel over a strike length of 600 m and at depths from 30 – 120 m.

- In 2020 UEX completed 13 holes totaling 1,314 m testing the Umpherville Prospect area approximately 2 km north of the West Bear Co-Ni Deposit. Geophysics was initiated in the fall of 2020 and was completed in March in advance of the 2021 drill program.

- The 2021 drill program was completed in March 2021 and consisted of 19 drill holes totalling 2,690 m. The drilling identified new cobalt-nickel mineralization at Michael Lake approximately 7 km east of the West Bear Co-Ni Deposit. The discovery hole, MIC-004 graded 0.50% Co and 0.94% Ni over 23.5 metres.



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	27	11,103	27,437	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 (77.961%), Empresa Nacional Del Uranio S.A. (7.548%), Nordostschweizerische Kraftwerke A.G. (7.548%) and Encana (6.944%). 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/>).

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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 April 15, 2020 prepared internally by UEX's exploration team comprised of Mr. Nathan Barsi, P.Geo., Mr. Chris Hamel, P.Geo., and Mr. Trevor Perkins, P.Geo. in accordance with NI 43-101. Mr. Barsi, Mr. Hamel, and Mr. Perkins were employees of UEX Corporation at the time the report was issued and are Qualified Persons as defined by NI 43-101. 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, UEX Corporation, December 31, 2019 ⁽¹⁾⁽²⁾⁽³⁾

Category	Quantity Tonnes	Grade		Contained Metal	
		Cobalt %	Nickel %	Cobalt (lb)	Nickel (lb)
Indicated	1,223,000	0.19	0.21	5,122,000	5,662,000

- (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 "2019 Technical Report on the West Bear Project, Saskatchewan, Canada" (the "West Bear Technical Report") with an effective date of December 31, 2019 which was filed on SEDAR at www.sedar.com on April 30, 2020.
- (3) Certain amounts presented in the West Bear Cobalt-Nickel Deposit Mineral Resource Statement outlined in the UEX News Release of April 15, 2020 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 Michael Lake Co-Ni Occurrence, 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/>.

2020 Exploration Program

In February and March, UEX completed 13 drill holes totalling 1,314 metres that tested a historical area of hydrothermal alteration and anomalous uranium and nickel concentrations in the Umpherville Prospect area. The Umpherville Prospect is located approximately 2 kilometres north of the West Bear Co-Ni Deposit and was identified as a high priority target area based upon geological and structural similarities to the area hosting the

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West Bear Co-Ni Deposit, and includes a historical 1977 drill hole ML-77-05 which intersected 0.22% eU₃O₈ over 4 feet (1.22 metres).

The winter drill program was successful in locating and intersecting the North Rim fault structure coincident with the West Bear Graphitic Package at the unconformity at depths averaging approximately 45 metres. The program substantially expanded the size of the known hydrothermal alteration system within the Athabasca sandstone from approximately 600 metres to a strike length of approximately 1,500 metres. The alteration zone is enriched in uranium with values ranging from 2 ppm U to 13 ppm U, which are concentration levels often observed proximal to many Athabasca unconformity uranium deposits and the nearby West Bear Co-Ni Deposit. The alteration system remains open along strike to the northeast and for 2 kilometres to the southwest in the direction of UEX's North Shore Uranium Occurrence where several historical holes have intersected unconformity-related uranium and nickel.

The Company issued an updated Technical Report which included an increase in the resource estimate to incorporate the results of the 2019 West Bear Property exploration program which was filed on SEDAR.com on April 30, 2020.

In November 2020, as part of the approved 2021 exploration program, the Company initiated a geophysical program in the Michael Lake and Huggins Lake target areas. A total of 47 line-km of Horizontal Loop Electromagnetic Surveying was completed in the Michael Lake target area and 36 km in the Huggins Lake target area. This work is designed to re-locate prospective sections of the West Bear Graphitic Package along the north and eastern rims of the West Bear Dome in areas where core review and desktop study indicate a 4.2 km-long nickel in glacial till anomaly at Michael Lake, and open alteration in the basement below uranium and nickel geochemical anomalies in the Huggins Lake target area. The cost of the fall geophysical program was \$0.22 million.

2021 Exploration Program

In January through to March of 2021, UEX completed the field program that consisted of the completion of the geophysics on the Michael Lake and Huggins Lake grids that was initiated in the fall of 2020 and diamond drilling of 19 drill holes totalling 2,690 m to test the Michael Lake target area. The drill program was successful locating a new zone of cobalt-nickel mineralization on the Michael Lake Grid. Discovery hole was MIC-004 returned an average graded of 0.52% Co and 1.01% Ni over 23.5 m from 44.0 m. Several follow up drill holes also encountered cobalt-nickel mineralization.

The West Bear drill program tested the Michael Lake conductor with 19 drill holes along the eastern margin of the West Bear Dome. Michael Lake drilling focused on testing faulted graphitic along a 4.2 km-long nickel-in-overburden anomaly define by historical reverse circulation holes completed in the 1980's. Due to the successful drill program at Michael Lake, the planned drill testing of the Huggins Lake target was deferred until a future date.

Claim Staking

In June 2020, UEX acquired two claims totaling 491 ha by staking immediately east of and adjacent to West Bear that have now been incorporated into the Property.

In February 2021, UEX acquired one claim totaling 2,629 ha by staking immediately south and adjacent to West Bear that has now been incorporated into the Property.

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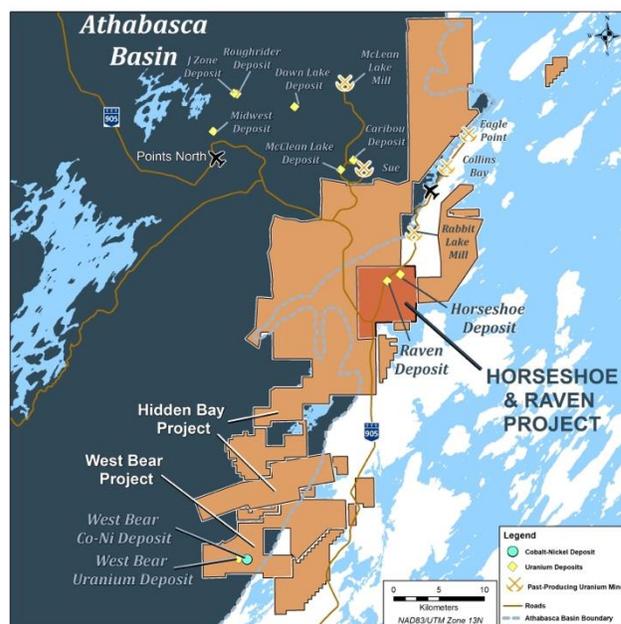
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Horseshoe and Raven Project

- 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 leaching 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.

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Horseshoe and Raven Deposits

- In 2011, the Horseshoe-Raven Technical Report was completed using a commodity price of US\$60/lb U₃O₈ – 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 on February 23, 2011. Details for the mineral resource estimates at a cut-off grade of 0.05% U₃O₈ are as follows:

Deposit		Tonnes	Grade U ₃ O ₈ (%)	U ₃ O ₈ (lbs)		Tonnes	Grade U ₃ O ₈ (%)	U ₃ O ₈ (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 ⁽¹⁾		78,900	0.908	1,579,000		-	-	-
TOTAL⁽²⁾		10,372,500	0.160	36,623,000		1,109,200	0.111	2,715,000

⁽¹⁾ 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.

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

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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 recognizing that higher uranium prices will be required to order to make the project economically viable.

UEX CORPORATION

Management's Discussion and Analysis

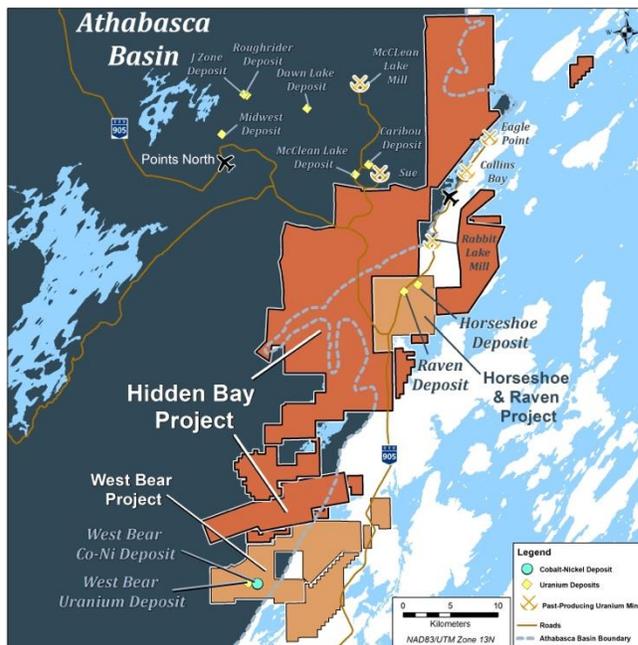
For the three-month periods ended March 31, 2021 and 2020
(Expressed in Canadian dollars, unless otherwise noted)



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.



	Number of claims	Hectares	Acres	UEX Ownership %
Hidden Bay	46	51,847	126,933	100.00

Basement Targeting at Hidden Bay

Work completed between 2015 and 2019 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.

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2020 Exploration Program

UEX did not undertake field activities on the Hidden Bay Project in 2020. The Company completed desktop studies to refine exploration targets and submitted permit applications for several target areas on the Project in anticipation of the 2021 exploration program at the Uranium Nickel Sands target area, and the Dwyer Lake area.

2021 Exploration Program

The 2021 winter exploration program included HLEM geophysics and drilling at Uranium-Nickel Sands. HLEM geophysics consisted of 73.1 line km at the Dwyer Lake and 22.4 km at the Uranium-Nickel Sands. Six drill holes totalling 753 m were completed at Uranium-Nickel Sands which identified visible hydrothermal alteration bleaching and clay alteration typically found in close proximity to uranium mineralization. The Uranium-Nickel Sands target is a boulder-in-till anomaly discovered in the 1970's that has been defined over a 1,000 m long by 800 m wide kidney bean-shaped area and is comprised of highly anomalous uranium and nickel-bearing glacial boulders and sand believed to have been transported down-ice of an outcropping nickel-bearing uranium deposit by the movement of glaciers. The identification of indicative hydrothermal alteration and anomalous radioactivity in the new drill holes will require additional drill testing by UEX in future drill programs.

The early onset of spring conditions precluded any drill evaluation of the Dwyer Lake targets to follow up the results of the winter HLEM program. Drill testing of the Dwyer Lake area will be a priority in future drill programs.

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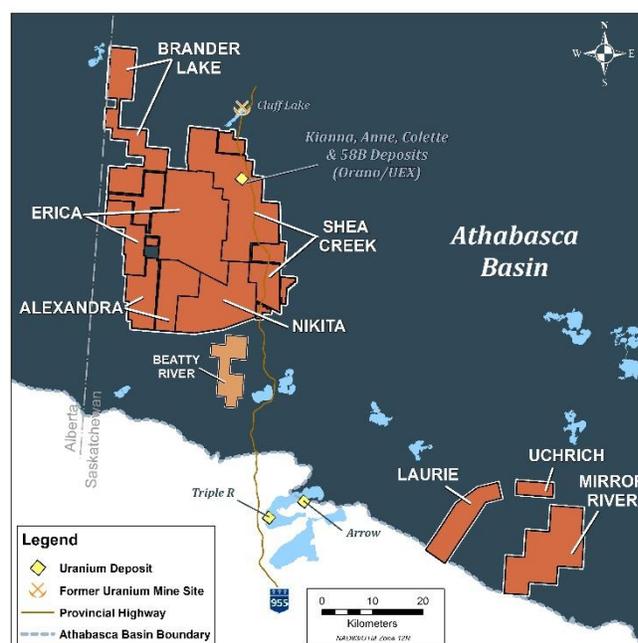
(Expressed in Canadian dollars, unless otherwise noted)



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 includes 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 2020 AIF on 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	21.0482	78.9518
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	12.7151	87.2849
Uchrich	1	2,263	5,592	Orano	30.4799	69.5201
Total	69	142,284	351,591			

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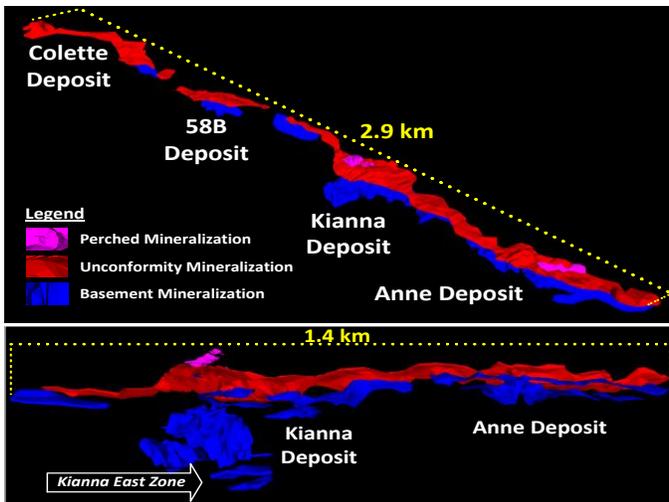
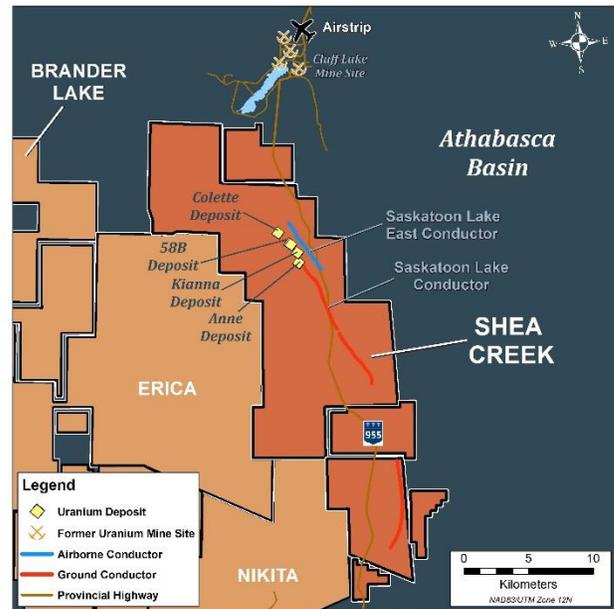


Western Athabasca Projects – Shea Creek

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.

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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% U₃O₈ are as follows:

Deposit		Tonnes	Grade U ₃ O ₈ (%)	U ₃ O ₈ (lbs)		Tonnes	Grade U ₃ O ₈ (%)	U ₃ O ₈ (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
TOTALS ⁽¹⁾⁽²⁾		2,067,900	1.484	67,663,000		1,272,200	1.005	28,192,000

⁽¹⁾ 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.

⁽²⁾ 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 – 2020 & 2021 Exploration Program

Orano did not propose a program or budget for the Shea Creek Project in 2020 or 2021. 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 several drill targets exist within the footprint of the current known deposits that have the potential to increase uranium resources significantly. This potential occurs dominantly within east-west trending basement-hosted structures beneath all four existing unconformity deposits, which is the same geological environment that hosts the Kianna Deposit. Basement-hosted mineralization at Kianna is higher-grade than most of the known Shea Creek Deposits and hosts over 50% of the known resources to date. Drill testing for discovery of additional high-grade basement-hosted uranium targets that host the Kianna Deposit have not been properly tested 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 presented the results of the technical review to Orano in May 2020. A dialogue with Orano to re-start exploration at Shea Creek to focus on the targets identified by the Company in 2019 and 2020 is ongoing at this time.

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Western Athabasca Projects – Other Projects

2020 Exploration Programs at Nikita and Alexandra

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

The 2020 winter program at Alexandra was 4 holes totalling 3,476 m testing grassroots exploration targets. Four other holes were abandoned or lost due to ground conditions. All four successfully completed holes did not explain the source of the electromagnetic conductor and did not encounter any significant alteration or radioactivity. Expenditures in 2020 on the Alexandra Project were \$1.6 million.

During the 2020 winter program at Nikita, a total of 4 holes totalling 3,143 m holes were completed testing grassroots targets on the Nikita Bridge and Nikita Creek Conductors. Two holes were abandoned or lost due to ground conditions. Weak alteration was encountered in some of the Nikita Bridge holes but several holes failed to explain the electromagnetic conductor and none of the holes encountered anomalous radioactivity.

Orano cancelled the proposed summer drilling program at the Nikita Project. Total 2020 exploration expenditures at Nikita were reduced from \$3.55 million to approximately \$1.8 million.

UEX has elected to dilute on the 2020 programs at Nikita and Alexandra.

2021 Proposed Exploration Programs

Orano notified UEX in early October 2020 that the Operator will not be proposing exploration programs and budgets in 2021 for any of the WAJV projects, but acknowledged that discussions regarding Shea Creek remain ongoing at this time.

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Beatty River Project

	Number of claims	Hectares	Acres	Project Operator	UEX Ownership %	Orano Ownership %	JCU Ownership %
Beatty River	7	6,688	16,526	Orano	22.0444	56.5303	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 last active program at Beatty River was the 2019 program that consisted of a 56.15 km SQUID MLEM geophysical survey covering four separate areas of the property.

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 or 2021.

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Black Lake Project

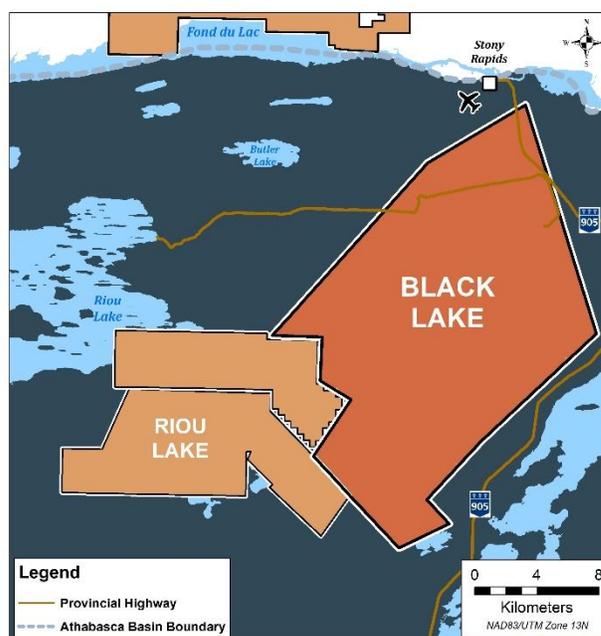
	Number of claims	Hectares	Acres	Project Operator	UFX Ownership %	ALX Ownership %	Orano Ownership %
Black Lake	12	30,381	75,073	UFX	51.4260	40.0000	8.5740

On September 5, 2017, ALX and UFX entered into an Option Agreement. On June 20, 2018, ALX fulfilled Stage 1 of the Option Agreement and earned a 40% interest in the project by completing \$1,000,000 in exploration work on the project and issuing to UFX 5,000,000 common shares of ALX.

Effective March 6, 2020, UFX informed ALX that the terms of the Option Agreement with respect to the Stage 2 requirements had not been met and as a result, UFX had elected to terminate the Option Agreement and replaced it with the Joint Venture Agreement. ALX is no longer eligible to increase its interest in the Black Lake Project to 75% under the provision of the prior Option Agreement. Under the terms of the Joint Venture Agreement, if ALX chooses to not participate in future exploration programs, their ownership interest will be diluted accordingly.

2020 and 2021 Exploration Programs

Due to budgetary constraints, neither ALX, Orano, or UFX have proposed exploration activities on the Black Lake Project in 2020 or 2021.



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Other Projects

	Number of claims	Hectares	Acres	UEX Ownership %
Uranium				
Christie West	2	329	813	100.00
Riou Lake	22	15,047	37,182	100.00
Cobalt				
Axis Lake	9	7,733	19,109	100.00
Key West	5	13,241	32,719	100.00
Base Metals				
George Lake	6	5,499	13,588	50.00

In April 2020, four claims at the Riou Lake project expired, and 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. UEX had staked the claims on all three projects 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, UEX 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 being called the George Lake Joint Venture with each party owning a 50% interest.

In January 2020, UEX staked one small claim that was incorporated into the Company's Key West Project.

In June 2020, UEX re-staked some of the lands that expired in April 2020 on the Riou Lake Project. A total of eight claims covering 3,009 ha were acquired as part of the re-staking program.

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Government Mineral Industry Relief

On June 5, 2020, the Government of Saskatchewan announced amendments to *The Mineral Tenure Registry Regulations* that granted relief to mining companies in response to the COVID-19 pandemic. The objective to the amendments were to provide mining exploration companies more time to raise necessary capital and allow companies time to provide COVID-safe access to their exploration projects while protecting stakeholders and exploration employees. The amendments provide a waiver for exploration expenditure requirements for a period of 12 months from March 18, 2020 when the Province declared a State of Emergency. The waiver changes mineral claim lapsing dates by a minimum of 12 months without any additional exploration expenditures. This provides companies with essentially a 12-month exploration work holiday without the risk of mineral claims expiring. Thus, none of UEX's mineral claims will expire before the March 18, 2022, and all existing banked exploration assessment credits that will maintain current claims beyond that date will hold the claims in good standing for an additional 12 months.

Qualified Person

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

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3. Financial Update

Selected Financial Information

The following is selected financial data from the 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, 2020 and 2019 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, 2020	December 31, 2019
Interest income	\$ 42,398	\$ 126,975
Net loss for the year	(3,630,630)	(9,123,734)
Write-off of mineral property acquisition costs	(2,505)	(9,151)
Basic and diluted loss per share	(0.009)	(0.023)
Exploration and evaluation expense	2,169,945	7,682,875
Capitalized acquisition costs	3,978	17,888
Total assets	19,085,279	15,295,954
Total non-current liabilities	\$ 113,681	\$ 170,722

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

Summary of Quarterly Financial Results (Unaudited)

	2021 Quarter 1	2020 Quarter 4	2020 Quarter 3	2020 Quarter 2	2020 Quarter 1	2019 Quarter 4	2019 Quarter 3	2019 Quarter 2
Interest income	\$ 8,957	\$ 10,831	\$ 10,037	\$ 9,048	\$ 12,482	\$ 15,255	\$ 26,695	\$ 35,797
Net loss for the period	(1,696,315)	(673,907)	(870,984)	(765,292)	(1,320,447)	(1,430,841)	(2,482,828)	(1,731,236)
Write-off of mineral property acquisition costs	-	-	-	-	(2,505)	(9,151)	-	-
Basic and diluted loss per share	(0.004)	(0.002)	(0.002)	(0.002)	(0.003)	(0.004)	(0.007)	(0.004)
Exploration and evaluation expense	1,273,667	354,950	623,700	243,612	947,683	967,406	2,022,939	1,171,754
Capitalized mineral property acquisition costs	1,578	-	-	3,378	600	3,241	328	6,611
Total assets	18,047,121	19,085,279	14,094,035	14,783,898	13,473,277	15,295,954	15,973,676	17,838,840
Total non-current liabilities	101,424	113,681	125,726	137,562	149,194	170,722	186,742	212,958

UEX'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 2021, UEX is focusing its exploration efforts on the Christie Lake, Hidden Bay and West Bear Cobalt-Nickel Projects.

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Renunciation of tax benefits:

- Approximately \$3.78 million of flow-through expenditure from the December 2020 private share placement were renounced to eligible shareholders in February 2021 effective December 31, 2020. Approximately \$23,006 of flow-through expenditures were incurred by December 31, 2020 and the remaining \$3.76 million of flow-through expenditures are expected to be incurred during 2021.
- Approximately \$1.6 million of flow-through expenditures from the November 2019 private share 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 \$1.58 million of flow-through expenditures were incurred during the remainder of 2020.

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.

- 453,684,620 and 454,450,120 common shares were issued and outstanding as at March 31, 2021 and May 11, 2021, respectively;
- 29,560,000 and 28,282,000 common shares related to director, employee and consultant share purchase options were reserved by the Company as at March 31, 2021 and May 11, 2021, respectively. As at March 31, 2021, the share purchase options are exercisable into common shares at exercise prices ranging from \$0.125 per share to \$1.125 per share. As the number of options outstanding at May 11, 2021 is 28,282,000 (representing 6.22% of the Company's current issued and outstanding common shares), the number of options available for grant as of May 11, 2021 is 17,163,012 (representing 3.78% of the Company's current issued and outstanding common shares);
- On February 27, 2020, 15,999,994 share purchase warrants with an exercise price of \$0.42 per share expired unexercised. On May 20, 2020, 6,250,000 share purchase warrants with an exercise price of \$0.21 per share were issued in connection with the May 2020 private placement. On December 2, 2020, 9,249,332 share purchase warrant with an exercise price of \$0.18 per share and 2,581,631 broker warrants with an exercise price of \$0.13 per share were issued in connection with the December 2020 private placement. On January 14, 2021, 417,000 warrants with an exercise price of \$0.18 were exercised for gross proceeds of \$75,060. 17,663,963 and 17,576,463 share purchase warrants were outstanding as at March 31, 2021 and May 11, 2021, respectively.

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Results of Operations for the Three-Month Period Ended March 31, 2021

For the three-month period ended March 31, 2021, the Company earned interest income on short-term deposits of \$8,957 (Q1 2020 - \$11,669) and recorded interest income of \$nil (Q1 2020 - \$813) in reference to the lease receivable on the sub-lease of office premises, which had expired in October 2020. The decrease in interest income was primarily due to a decline in interest rates despite higher monthly average cash balance invested over the period. In the first quarter of 2021, the Company had an average cash balance invested of approximately \$6.7 million versus \$2.7 million in the comparative period.

For the three-month period ended March 31, 2021, the Company incurred expenses of \$1,705,572 (Q1 2020 - \$1,396,461) with significant changes from the comparative period identified as follows:

- Exploration and evaluation expenditures of \$1,273,667 (Q1 2020 - \$947,683) were higher in the current period. During Q1 2021, the Company completed a 19-hole drill program at West Bear, completed a geophysics program and commenced a 6-hole drilling program at Hidden Bay, while in Q1 2020, the Company completed a 13-hole drill program at West Bear and completed the majority of a geophysics program at Christie Lake.
- Salaries, net of project management fee and the Canadian Emergency Wage Subsidy (CEWS), of \$75,235 (Q1 2020 - \$121,197) decreased due to reduced number of employees and recording CEWS of \$32,270 as a reduction against salary with no comparable subsidy reduction in Q1 2020.
- Legal and audit expenses of \$94,525 (Q1 2020 - \$45,002) increased due to additional legal and accounting expenses incurred in Q1 2020.
- Financing and interest expenses of \$13,246 (Q1 2020 - \$8,115) increased due to Part XII.6 tax related to the December 2020 private placement of approximately \$3.8 million resulting in \$9,578 of tax in Q1 2021, compared to the November 2019 private placement of \$1.6 million resulting in \$3,031 of tax in Q1 2020.

The vesting of share purchase options during the three-month period ended March 31, 2021 resulted in total share-based compensation of \$79,652 (Q1 2020 - \$106,066), of which \$6,740 was allocated to exploration and evaluation expenditures (Q1 2020 - \$12,939) and the remaining \$72,912 was expensed to share-based compensation (Q1 2020 - \$93,127). 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.

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(Expressed in Canadian dollars, unless otherwise noted)



The following table outlines cumulative exploration and evaluation expenditures on projects, cumulatively as at and for the three-month period ended March 31, 2021 and 2020.

Project	2020			2021		
	Cumulative ⁽¹⁾ to December 31, 2019	Expenditures in the period	Cumulative to March 31, 2020	Cumulative to December 31, 2020	Expenditures in the period	Cumulative to March 31, 2021
Beatty River	\$ 876,877	\$ -	\$ 876,877	\$ 877,061	\$ -	\$ 877,061
Black Lake	14,490,256	-	14,490,256	14,498,484	-	14,498,484
Christie Lake	13,132,095	223,828	13,355,923	14,111,375	20,212	14,131,587
Hidden Bay	34,355,753	26,878	34,382,631	34,447,390	439,026	34,886,416
Horseshoe-Raven	41,825,417	954	41,826,371	41,826,371	748	41,827,119
Other projects ⁽²⁾	13,960	9,107	23,067	48,843	2,231	51,074
West Bear Co-Ni	5,824,985	645,951	6,470,936	6,784,641	811,076	7,595,717
<u>Western Athabasca</u>						
Shea Creek	54,268,480	31,870	54,300,350	54,338,389	374	54,338,763
Other WAJV	10,904,088	9,095	10,913,183	10,929,302	-	10,929,302
All Projects Total	\$ 175,691,911	\$ 947,683	\$ 176,639,594	\$ 177,861,856	\$ 1,273,667	\$ 179,135,523

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

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

Exploration and evaluation expenditures for the three-month period ended March 31, 2021 and 2020 include the following expenditures:

	Three months ended March 31	
	2021	2020
Depreciation	\$ 13,297	\$ 13,565
Share-based compensation	6,740	12,939
Project management fee	75,148	77,749
Project surcharge	37,425	30,425
	\$ 132,610	\$ 134,678

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

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the Company's general working capital. For further information on joint operations and ownership interests, please refer to the *Exploration and Evaluation Activities* section.

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 December 2, 2020, the Company completed a private placement of 18,498,665 units at a price of \$0.12 per unit and 27,001,144 flow-through common shares at a price of \$0.14 per common share, for gross proceeds of \$6,000,000. Each unit consisted of one common share and one-half share purchase warrant. Each whole warrant entitles the holder to acquire one common share at an exercise price of \$0.18 until June 2, 2023. Total share issuance costs of \$706,319 included agents' cash commissions of \$341,040 equal to 6% of the gross proceeds of the financing, other issuance cost of \$178,710 and the fair value of the broker warrants of \$186,569. The agents received 2,581,631 broker warrants equal to 6% of the total number of units and flow-through shares sold. Each broker warrant is exercisable for a common share of the Company until June 2, 2023 at a price of \$0.13 per common share. The weighted average assumptions used for the Black-Scholes valuation of the warrants were annualized volatility of 63.32%, risk-free interest rate of 0.29%, expected life of 2.5 years and a dividend rate of Nil.

No commission was paid nor brokers' warrants issued on a portion of the financing made to president's list subscribers. As the market price of the Company's common shares on the date of issuance exceeded the flow-through issuance price, no flow-through share premium liability was recorded in 2020.

The proposed use of proceeds from the December 2, 2020 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	\$	9,572	\$	1,990,428
West Bear Project		580,160		721,664		(141,504)
Hidden Bay Project		1,200,000		423,451		776,549
Western Athabasca		-		-		-
Other Projects		-		1,783		(1,783)
TOTAL	\$	3,780,160	\$	1,156,470	\$	2,623,690

The Company renounced the income tax benefits of the December 2, 2020 private placement to its subscribers effective December 31, 2020 and will incur Part XII.6 tax at a rate of Nil% for January 2021 and 2% from February to June 2021 and 1% from July to December 2021 on unspent amounts. For the three-month period ended March 31, 2021, the Company incurred \$9,578 of Part XII.6 tax (2019 - \$3,031).

- On May 20, 2020, the Company completed a private placement of 12,500,000 units at a price of \$0.16 per unit, for gross proceeds of \$2,000,000. Each unit consists of one common share and one-half share purchase warrant. Each whole warrant entitles the holder to acquire one common share at an exercise price of \$0.21 until May 20, 2023. Share issuance costs totaled \$138,647, inclusive of agent commissions of \$67,140.

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- 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 deducted from share capital and recorded in other liabilities.

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	\$	770,273	\$	29,727
West Bear Project		476,700		759,240		(282,540)
Hidden Bay Project		-		63,169		(63,169)
Western Athabasca		-		-		-
Other Projects		323,300		7,318		315,982
TOTAL	\$	1,600,000	\$	1,600,000	\$	-

The Company renounced the income tax benefits of the November 29, 2019 private placement to its subscribers effective December 31, 2019 and incurred Part XII.6 tax at a rate of Nil% for January 2020, 2% from February to June 2020 and 1% from July to December 2020 on unspent amounts. The Company incurred \$7,806 of Part XII.6 tax relating to this placement.

- For the three-month period ended March 31, 2021, 1,082,000 stock options were exercised for gross proceeds of \$222,050 and 417,000 warrants were exercised for gross proceeds of \$75,060.
- The remaining non-flow-through funds at March 31, 2021 of \$3,548,397 will be used for general and administrative expenses for 2021 and beyond.

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Liquidity and Capital Resources

Working capital as at March 31, 2021 was \$5,751,030 compared to working capital of \$7,115,905 as at December 31, 2020 and includes the following:

- Current assets as at March 31, 2021 and December 31, 2020 were \$6,320,915 and \$7,417,083 respectively, including:
 - Cash and cash equivalents of \$6,172,087 at March 31, 2021 and \$7,213,551 at December 31, 2020. The Company's cash balances are invested in highly liquid term deposits redeemable within 90 days or less and savings accounts.
- Current liabilities as at March 31, 2021 and December 31, 2020 were \$569,885 and \$301,178, respectively, including:
 - Accounts payable and other liabilities of \$522,115 at March 31, 2021 and \$254,569 at December 31, 2020.

The Company has sufficient financial resources for exploration, evaluation, and administrative costs. The Company will require additional financing and although it has been successful in the past, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be available on acceptable terms.

On March 11, 2020 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.

The Company purchased an exploration camp for the Christie Lake Project for \$162,844 during 2020. There were no other significant capital expenditures for the year ended December 31, 2020 and none are planned for 2021.

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Lease Liability

The Company has obligation under lease for its Saskatoon office which expires in February 2024. The obligation for its Vancouver office expired in October 2020.

	March 31 2021	December 31 2020
Current	\$ 47,770	\$ 46,609
Non-current	101,424	113,681
	\$ 149,194	\$ 160,290

The following table presents the contractual undiscounted cash flows for lease obligations as at March 31, 2021:

	March 31 2021
2021	\$ 42,525
2022	56,700
2023 and beyond	66,150

Interest expense on lease obligations for the three-month period ended March 31, 2021 was \$2,742 (Q1 2020 - \$4,291). Total cash outflow for leases was \$13,838 (Q1 2020 - \$29,608), including \$11,096 of principal payments on lease liabilities (Q1 2020 - \$25,317).

Off-Balance Sheet Arrangements

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

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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.

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

Investments – as at December 31, 2020	Level 1	Level 2	Level 3	Total
Shares – Vanadian (TSX-V: VEC)	\$ 4,375	\$ -	\$ -	\$ 4,375
Shares – ALX (TSX-V: AL)	400,000	-	-	400,000
	\$ 404,375	\$ -	\$ -	\$ 404,375

Investments – as at March 31, 2021	Level 1	Level 2	Level 3	Total
Shares – Vanadian (TSX-V: VEC)	\$ 6,563	\$ -	\$ -	\$ 6,563
Shares – ALX (TSX-V: AL)	425,000	-	-	425,000
	\$ 431,563	\$ -	\$ -	\$ 431,563

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

	Number of Shares	Change in Fair Value	Fair Value
Balance, December 31, 2019	5,087,500		\$ 225,875
Gains (losses) for the three months ended March 31, 2020		\$ (74,562)	
Gains (losses) for the three months ended June 30, 2020		27,625	
Gains (losses) for the three months ended September 30, 2020		201,750	
Gains (losses) for the three months ended December 31, 2020		<u>23,687</u>	
Changes in fair value – total unrealized gain (loss) on financial assets at FVOCI (shares) – year ended December 31, 2020		\$ 178,500	178,500
Balance, December 31, 2019	5,087,500		\$ 404,375
Gains (losses) for the three months ended March 31, 2021		\$ <u>27,188</u>	
Changes in fair value – total unrealized gain (loss) on financial assets at FVOCI (shares) – three months ended March 31, 2021		\$ 27,188	27,188
Balance, March 31, 2021	5,087,500		\$ 431,563

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Related Party Transactions

The Company was involved in the following related party transactions for three-month period ended March 31, 2021 and 2020. Related party transactions include the following payments which were made to related parties other than key management personnel:

	Three months ended	
	March 31	
	2021	2020
Cameco group of companies ⁽¹⁾	\$ 622	\$ 1,055
Management advisory board share-based payments ⁽²⁾	2,452	-
	\$ 3,074	\$ 1,055

⁽¹⁾ Payments related to fees paid for equipment repairs.

⁽²⁾ 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 11(c) of the financial statements.

Key management personnel compensation includes management and director compensation as follows:

	Three months ended	
	March 31	
	2021	2020
Salaries and short-term employee benefits ⁽¹⁾⁽²⁾⁽⁵⁾	\$ 113,653	\$ 113,244
Share-based payments ⁽³⁾	63,009	88,365
Other compensation ⁽¹⁾⁽⁴⁾	53,452	55,269
	\$ 230,114	\$ 256,878

⁽¹⁾ 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.

⁽²⁾ In the event that Mr. Lemaitre's (UEX's President and CEO) employment is terminated by the Company for any reason other than as a result of a change of control, death or termination for cause, the Company 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.

⁽³⁾ 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 11(c) of the financial statements.

⁽⁴⁾ Represents payments to Evelyn Abbott for CFO services rendered to UEX. In the event that Ms. Abbott's consulting agreement is terminated by the Company for any reason other than as a result of a change of control, death or termination for cause, the Company 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.

⁽⁵⁾ Salaries and short-term employee benefits disclosed are gross amounts paid and does not include the reduction for the Canadian Emergency Wage Subsidy (Note 19 of the financial statements).

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Government Assistance

In response to the negative economic impact of COVID-19, the Government of Canada announced the Canada Emergency Wage Subsidy program in April 2020 ("CEWS"). CEWS provides a wage subsidy on eligible remuneration to eligible employers based on certain criteria.

During the three months ended March 31, 2021, the Company assessed its eligibility related to CEWS and determined it has qualified for this subsidy from the January 1, 2021 through to April 10, 2021. It has accordingly applied for and received \$17,452 for the period ended February 13, 2021, and has applied for additional periods ended April 10, 2021 and recorded a receivable of \$14,818 for the period February 14, 2021 through to March 31, 2021. This subsidy has been recorded as a reduction to the eligible remuneration expense incurred by the Company during this period. Government assistance related to an expense has been recognized as a reduction of related expense for which the grant is intended to compensate. The Company intends to apply for the CEWS in subsequent application periods, subject to continuing to meet the applicable qualification criteria.

Exploration and evaluation salaries for the period that have been compensated by the CEWS have been excluded as flow-through eligible expenditures.

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.

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.

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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.

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

For equity settled plans, the fair value is estimated using the Black-Scholes option-pricing model at the grant date and amortized over the vesting periods. Upon exercise, consideration received on the exercise of share purchase options is recorded as share capital and the related share-based payments reserve is reclassified into share capital. The amount recognized as an expense is adjusted to reflect the number of awards expected to vest. Awards issued under these plans that are forfeited before vesting are reversed from share-based payments reserve. For those that expire or are forfeited after vesting, the amount previously recorded in share-based payments reserve is transferred to deficit.

For cash settled plans, the fair value is based on the Company's stock price on the date of grant. The fair value of the amount payable is recognized as stock based compensation expense, with a corresponding increase in accrued liabilities over the vesting period. The liability is re-measured at each reporting date and at settlement date. Any changes in fair value of the liability are recognized as stock based compensation expense.

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.

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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.

Equipment

The Company uses assumptions to estimate the useful lives of property, plant and equipment for determining appropriate depreciation rates.

New Standards not yet adopted

There are no new standards not yet adopted that are expected to have a material impact on the Company's financial statements.

Subsequent events

- (a) On April 22, 2021, UEX announced that the Company has signed a definitive purchase agreement with Overseas Uranium Resources Development Co., Ltd. ("OURD") to acquire 100% ownership of OURD's wholly-owned subsidiary, JCU (Canada) Exploration Company, Limited ("JCU"). UEX will acquire 100% of the shares of JCU from OURD by making cash payments of up to \$12.5 million and assuming JCU's existing liabilities. UEX's cash payments will consist of \$10 million on closing and up to \$2.5 million which is expected to be paid within 45 days of the closing date, subject to adjustment based upon JCU's actual working capital on the closing date. The transaction is subject to approval of OURD shareholders at a meeting scheduled for June 18, 2021. Closing is subject to UEX securing the necessary purchase financing and obtaining any required regulatory approvals. The transaction is expected to close on or prior to June 29, 2021.

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4. Risks and Uncertainties

The following factors are those which are the most applicable to the Company. The discussion which follows is not inclusive of all potential risks. Risk management is an ongoing exercise upon which the Company spends a substantial amount of time. While it is not possible to eliminate all risks inherent to the mining business, the Company strives to manage these risks, to the greatest extent possible, to ensure that its assets are protected.

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.

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

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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. 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 Trade Tech on May 7, 2021, is US\$35.00/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.

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.

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Requirement for financing

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 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

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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 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

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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.

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.

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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.

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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 unaudited consolidated interim 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, 2020. 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, 2020 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.

There were no changes in these controls during the most recent interim period ending March 31, 2021 that materially affected, or are reasonably likely to materially affect, such controls.

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, completion of the acquisition of JCU, statements about future market conditions, supply and demand conditions, forecasts of future costs and expenditures, 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 prices, results of operations, performance and business prospects and opportunities.

Statements concerning mineral reserve and mineral resource estimates may also constitute forward-looking statements to the extent that they involve estimates of the mineralization that will be encountered if the property is developed and, in the case of mineral reserves, such statements reflect the conclusion based on certain assumptions that the mineral deposit can be economically exploited.

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 2011 technical report on UEX's Horseshoe-Raven project 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 mineral reserve 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 UEX's ability to access its exploration projects or disruptions to its business due to internal or government guidelines, legislation or other restrictions due to the COVID-19 pandemic;
- risks related to the JCU acquisition, including the inability to complete the transaction due to the failure to obtain the approval of OURD shareholders and the required financing to complete the acquisition, the reliability of historic resource estimates on JCU's mineral properties and the liabilities and working capital of JCU at closing;
- 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.

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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. 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.