

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Fission Uranium Corp. ("Fission" or the "Company")
Suite 700 – 1620 Dickson Ave.
Kelowna, British Columbia V1Y 9Y2

Item 2: Date of Material Change

April 29, 2015

Item 3: News Release

A news release announcing the material change was disseminated over Marketwired on April 29, 2015 and a copy was filed on the Company's profile at www.sedar.com.

Item 4: Summary of Material Change

On April 29, 2015 Fission announced it had completed its previously announced bought deal financing for aggregate gross proceeds of C\$20,010,000 (the "Offering").

Lead underwriter Dundee Securities Ltd., along with BMO Nesbitt Burns Inc., Macquarie Capital Markets Canada Ltd., Raymond James Ltd. and TD Securities Inc. (the "Underwriters") purchased, on a bought deal basis, 13,340,000 flow-through common shares of the Company (the "Flow-Through Shares") (inclusive of the Underwriters' over-allotment option for an additional 1,740,000 Flow-Through Shares) at a price of C\$1.50 per Flow-Through Share the ("Issue Price").

Item 5: Full Description of Material Change

On April 29, 2015 Fission announced it had completed its previously announced bought deal financing for aggregate gross proceeds of C\$20,010,000.

The Underwriters purchased, on a bought deal basis, 13,340,000 Flow-Through Shares (inclusive of the Underwriters' over-allotment option for an additional 1,740,000 Flow-Through Shares) at a price of C\$1.50 per Flow-Through Share.

The Company intends to use the gross proceeds of the Offering for "Canadian exploration expenses" that are "flow through mining expenditures" (within the meaning of the Income Tax Act (Canada)) related to the Company's Patterson Lake South project. The Company will agree to renounce such Canadian exploration expenses with an effective date of no later than December 31, 2015.

The Flow-Through Shares were offered by way of a short form prospectus filed in all of the provinces of Canada, except Québec, on April 16, 2015 pursuant to National Instrument 44-101 - Short Form Prospectus Distributions.

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7: Omitted Information

Not applicable.

Item 8: Executive Officer

For further information, please contact Ross McElroy, President & COO of the Company at 250-868-8140.

Item 9: Date of Report

April 30, 2015