Management's Discussion & Analysis

Fission Uranium Corp.

For the Year Ended
December 31, 2022

Introduction

The following Management's Discussion and Analysis ("MD&A"), prepared as of March 17, 2023, should be read in conjunction with the audited financial statements and accompanying notes of Fission Uranium Corp. (the "Company" or "Fission Uranium") for the year ended December 31, 2022 and the year ended December 31, 2021.

The Company's financial statements have been prepared in accordance with International Financial Reporting Standards, as issued by the International Accounting Standards Board ("IFRS"), as at December 31, 2022.

Additional information related to the Company, including the most recent Annual Information Form ("AIF"), is available for viewing on SEDAR at www.sedar.com. Further information that has also not been incorporated into this MD&A, including news releases and property maps, are available on the Company's website at www.fissionuranium.com, or by requesting further information from the Company's head office located at 700 – 1620 Dickson Ave., Kelowna, British Columbia, Canada, V1Y 9Y2.

Forward looking statements

Statements in this report that are forward looking could involve known and unknown risks and uncertainties, which could cause actual results to vary considerably from these statements. Should one or more of these unknown risks and uncertainties, or those described under the headings "Risk Factors" in the Company's AIF, which can be found on the Company's SEDAR profile at www.sedar.com, and those set forth in this MD&A under the heading "Cautionary notes regarding forward-looking statements" and "Risks and uncertainties" materialize, or should underlying assumptions prove incorrect, then actual results may vary materially from those described in forward-looking statements.

Scientific and technical disclosure

Scientific and technical information in this MD&A was reviewed and approved by Ross McElroy, P. Geol., CEO of Fission Uranium. Ross McElroy is a qualified person as defined by Canadian National Instrument 43-101 *Standards of Disclosure for Mineral Projects* ("NI 43-101").

Description of business

Fission Uranium is a resource issuer specializing in uranium exploration and development in Saskatchewan's Athabasca Basin in Western Canada. The Company was incorporated on February 13, 2013 under the laws of the Canada Business Corporations Act in connection with a court approved plan of arrangement to reorganize Fission Energy Corp. Fission Uranium's common shares are listed on the Toronto Stock Exchange under the symbol "FCU", the OTCQX marketplace in the U.S. under the symbol "FCUUF" and on the Frankfurt Stock Exchange under the symbol "2FU".

The Company's primary asset is the Patterson Lake South ("PLS") project, which hosts the Triple R deposit – a large, high-grade and near-surface uranium deposit that occurs within a 3.18km mineralized trend along the Patterson Lake Conductive Corridor. The deposit has one of the largest lateral mineralized footprints of comparable deposits in the Athabasca Basin region and remains open in multiple directions. The property comprises 17 contiguous claims totaling 31,039 hectares and is located geographically in the south-west margin of Saskatchewan's Athabasca Basin, notable for hosting the highest-grade uranium deposits and operating mines in the world.

The Company also has a new, 11,148-hectare property, recently staked in the western Athabasca Basin region of northern Saskatchewan. The West Cluff property is prospective for high-grade uranium and is located ~75km north of the Company's flagship PLS project, and less than 3km west of the past producing Cluff Lake mine.

Corporate goals

Management firmly believes that global uranium demand is rising, driven by an ongoing nuclear reactor construction boom. Uranium sentiment, as evidenced by government investment in small nuclear reactors as well as traditional reactors, and strongly supportive political statements from countries like the US, UK, and China, is strengthening. This is a result of the rapidly growing focus on clean energy, and the continually increasing global electrical energy demand. In addition, years of low uranium prices have led to the shuttering of higher OPEX uranium operations and minimal investment in new sources of production. In 2017, the number of nuclear reactors in the combined construction, planning and proposal stages, reached the highest level in 25 years and the amount of uranium required by utilities, currently uncovered by contracts, continues to increase rapidly. The result is a tightening of the supply and demand balance. As such, management is optimistic about the long-term prospects for the uranium market and is committed to developing its Triple R deposit at PLS, while continuing to explore for additional high-grade occurrences on the property. Fission Uranium is fortunate to have its property located in the politically stable and investment friendly province of Saskatchewan, Canada. The Fraser Institute as well as a number of other similar institutions publish an annual report of mining and exploration companies and ranks geographic regions globally in an attempt to assess how mineral endowments and public policy factors, such as taxation and regulatory uncertainty, affect exploration investment. Saskatchewan is consistently rated amongst the best jurisdictions in these annual reviews for mining investment and, most recently, was rated the third best jurisdiction globally in terms of investment risk by the Mining Journal in 2021.

Continued exploration and development success over the past eight years has enabled the Company to fund its operations primarily through share equity financing in a difficult uranium sector and challenging capital market environment for mineral exploration companies.

In addition to progressing the Company's exploration and development plans, management will continue to seek strategic opportunities to add further shareholder value and appropriately monetize the PLS property and Triple R deposit for shareholders.

Specific growth plans include:

- Continuing to develop the Triple R deposit, towards production;
- Improving and de-risking the strong economic parameters of the Triple R deposit (as defined by the 2023 feasibility study) through the advanced engineering design and procurement, through the permitting and regulatory process and continuing to develop strong cooperative and supportive relationships with indigenous rightsholders and local stakeholders; and
- Engaging in exploration designed to increase the size of the Triple R resource and to discover new occurrences of high-grade mineralization on the PLS property.

Environmental, Social and Governance initiatives

Fission is committed to the responsible development of the PLS project. The Company has engaged a specialized Environment, Social and Governance ("ESG") consulting firm to assist the Company in assessing and developing its ESG policies and strategy. The Company has also renamed its Corporate Governance and Nominating Committee as the ESG Committee and is working with advisors and counsel to expand that committee's mandate and formalize policies.

Additionally, the Company has strengthened its Board of Directors with a sustainability and ESG expert and its PLS operations team by adding an Environmental Manager. Fission is also committed to building mutually respectful, transparent and productive relationships with local rightsholders and stakeholders. The Company has signed separate Engagement and Capacity Funding agreements with six different Indigenous rightsholders who have the potential for impacts to their traditional land use and treaty rights due to the PLS project.

Summary of significant accomplishments for the year ended December 31, 2022 and subsequent

On February 9, 2023, the Company announced the appointment of Beatriz Orrantia to the Board of Directors. Ms. Orrantia has over 17 years of mining industry experience in both legal and operational capacities. She is a sustainability and ESG expert, previously VP Special Projects at Barrick Gold. Prior to joining Barrick Gold, she was an M&A, securities and mining lawyer at leading law firms in Toronto.

On January 26, 2023, the Company announced a winter program at its PLS property. The program will include geotechnical testing of key areas identified for surface infrastructure as identified in the recently released feasibility study. Also, five drill holes are designed to confirm groundwater modelling of certain sections of the R780E zone. Additionally, the Company staked a new, 11,148-hectare property in the western Athabasca Basin region of northern Saskatchewan.

On January 23, 2023, the Company announced the hiring of Jeff Pryznyk, Engineering Licensee, A.Sc.T as the Company's Environmental Manager. Mr. Pryznyk is an environment, health and safety professional with two decades of experience working in Saskatchewan, including 15 years in mining.

On January 17, 2023, the Company announced results of a Feasibility Study conducted by Tetra Tech Canada Inc. and titled "Feasibility Study on the Patterson Lake South Property" (the "Feasibility Study" or "FS", SEDAR filed on March 2, 2023) for its PLS property. These results further enhance the robust economics outlined in the 2019 pre-feasibility study and confirm the economic strength of the project as well as its minimal environmental footprint.

On January 12, 2023, the Company announced that it entered into a capacity funding agreement with the Métis Nation of Saskatchewan ("MN-S").

On November 10, 2022, the Company announced that it entered into an engagement and capacity agreement with the Birch Narrows Dene Nation ("BNDN").

On November 8, 2022, the Company announced further assay results from the summer 2021 "metallurgical & geotechnical testwork" drilling on the R840W zone. Assays confirmed that all 7 holes intersected wide intervals of mineralization, with 6 holes returning strong, high-grade intervals including one of the strongest holes drilled to date at the PLS project.

On September 12, 2022, the Company announced results of an updated independent resource estimate for the Triple R deposit at its PLS property. Total Indicated tonnes have increased by ~21.3% (~472,000 tonnes) compared to the previous Mineral Resource (dated September 19, 2019), with an associated increase of approximately 12.3% in contained U_3O_8 and a minor decrease in grade from 2.10% U_3O_8 to 1.94% U_3O_8. The new, larger indicated resource is primarily due to the successful infill drilling programs on the R780E and R840W zones from 2019 to 2021 and will be fundamental to the feasibility study, including life of mine (LOM) calculations and processing schedule.

On July 18, 2022, the Company announced that it entered into an engagement and communication agreement with the Buffalo River Dene Nation ("BRDN").

On June 20, 2022, the Company announced that it entered into an engagement and capacity agreement with the Ya'thi Néné Lands and Resources Office ("YNLR"). The YNLR represents the Athabasca Nations and Communities of the Nuhenéné.

On April 25, 2022, the Company entered into an equity distribution agreement, providing for an at-the-market ("ATM") equity offering program. The ATM will allow Fission, through its agents, to, from time to time, offer and sell, in Canada through the facilities of the Toronto Stock Exchange, such number of common shares as would have an aggregate offering price of up to $50 million. The sale of the Company's common shares in the ATM will be made pursuant to, and qualified in Canada by, a prospectus supplement dated April 25, 2022 (the "Prospectus Supplement") to the base shelf prospectus of the Company dated November 10, 2021 (the "Base Prospectus"). Copies of the Prospectus Supplement and Base Prospectus may be obtained for free from SEDAR at www.sedar.com.

On April 7, 2022, the Company provided an update on its winter drilling program and announced that it repaid the remaining ~US$7 million balance of its secured credit facility. The geotechnical drill program at the PLS site, utilizing a combination of sonic and core drilling of 6 large diameter HQ drill holes was completed successfully. Four zones of the Triple R deposit (R1515W, R840W, R00E and R780E) were the focus of the drilling and results will be used as part of the overall feasibility study.

On February 24, 2022, the Company announced additional technical and operation team employee hires. These additional, full-time personnel will provide support for senior management in the areas of regulatory and permitting, geology, operations, and northern business opportunities.

On January 31, 2022, the Company announced results from its resource upgrade drill program on the R840W zone. A total of 25 holes were completed. All 25 holes hit mineralization, with nineteen intercepting significant intervals of high-grade mineralization. The goal of the resource drilling is to upgrade the majority of the R840W zone to Indicated classification, for potential inclusion in the resource used for the feasibility study. The holes include PLS21-624 (line 630W), which intersected a continuous interval measuring 46.0m @ 8.01% U3O8, incl 19.0m @ 18.27% U3O8, and total composite grade x thickness "GT" value of 368.8 and PLS21-635 (line 750W) with a continuous interval measuring 51.5m @ 2.71% U3O8, incl 8.0m @ 14.58% U3O8, and a total composite GT value of 139.6.

Exploration and Evaluation Properties

Details of the Company's properties as of December 31, 2022 are shown below:

Property	Location	Ownership	Claims	Hectares	Stage	Carrying value
Patterson Lake South	Athabasca Basin, SK	100%	17	31,039	Feasibility	$ 357,300,684
West Cluff Lake	Athabasca Basin, SK	100%	3	11,148	Prospecting	$ 10,100
Totals			20	42,187		$ 357,310,784

PLS Property

In January 2016, the Company executed an offtake agreement with CGN Mining Company Limited ("CGN Mining"). Under the terms of the agreement, CGN Mining will purchase 20% of annual U_3O_8 production and has an option to purchase up to an additional 15% U_3O_8 production from the PLS property for a certain period of time, after commencement of commercial production.

Feasibility Study

In 2019, the Company completed first a "hybrid open-pit and underground" prefeasibility level development scenario and followed up with an "underground-only" prefeasibility study "U/G PFS". While both mining studies showed positive outcomes, the results of the U/G PFS study showed stronger merits in most measurable criteria. The report titled "Technical Report on the Prefeasibility Study on the Patterson Lake South Property Using Underground Mining Methods, Northern Saskatchewan, Canada" dated November 7, 2019 with an Effective Date of September 19, 2019 is the current technical report (the "U/G PFS"). The U/G PFS recommended that the Company advance the PLS project to a feasibility study which the Company.

In June 2021, the Company announced the commencement of its Feasibility Study for the PLS project following the results of the Company's U/G PFS which outlined the potential for PLS to be one of the lowest operating cost uranium mines in the world. Concurrent with initial FS field work, a 25-hole core drill program targeting to upgrade the majority of the R840W Zone to Indicated category, was completed in August 2021.

On January 17, 2023, the Company announced results of the Feasibility Study conducted by Tetra Tech Canada Inc. ("Tetra Tech") and titled "Feasibility Study on the Patterson Lake South Property" (the "Feasibility Study" or "FS", SEDAR filed on March 2, 2023). The impressive FS results further enhance the robust economics outlined in the 2019 U/G PFS.

PLS Feasibility Study "FS" highlights:

- Construction timeline of 3 years with an estimated initial capital cost of C$1.155B
- Increased mine life to ten years with LOM production of 90.9 million lbs of U_3O_8
- Addition of R840W orebody into the FS mine plan contributing to increased Mineral Reserves
- Average unit operating cost of C$13.02/lb U_3O_8
- Robust post-tax economics:
    - IRR of 27.2%
    - NPV of $1.204B at 8% discount
    - Payback period of 2.6 years

Scope for Resource Growth

While the FS only considers Indicated Resources from the R780E, R840W and R00E zones, the mine plan has been deliberately designed to ~~easily~~ accommodate additional material from the R1515W and R1620E zones based on the potential future conversion of Inferred Resources to Indicated Resources. The majority of mineralization at these two on-strike, high-grade zones is currently defined as Inferred Mineral Resource classification and thus not considered for inclusion in the FS mine plan. As proven by drilling the R780E, R840W and R00E zones, the Company has an excellent track record of converting Inferred-category resources to Indicated-category. Most zones that make up the Triple R deposit are open in multiple directions. As a result, there is a clear path for growing the Triple R deposit, potentially leading to an increased resource as well as a longer mine life.

- **Mine Life and Zone Expansion:** The FS mine plan has increased the mine life to 10 years, compared to the U/G PFS. Both the R780E and R840W zones are open at depth and along the plunge to the east. Further opportunity exists to grow the resource in those directions, potentially extending the underground mine life even further.
- **Additional Zones:** The FS mine plan has a future opportunity to accommodate the potential conversion of Inferred Resources to Indicated Resources at two high-grade, on-strike zones - R1515W and R1620E – that are not yet part of Mineral Reserves.
- **Mineralization Upgrade:** The FS mine plan does not include areas of Inferred Mineral Resources in the R00E, R840W and R780E zones. An opportunity exists to upgrade to Indicated Mineral Resource with future planned drilling.

Reduced Environmental Impact

- The underground mine plan eliminates direct physical impacts on Patterson Lake and the Clearwater River drainage. Other than a dock, freshwater intake and treated effluent diffuser, all other infrastructure related to mining and processing at PLS is set back to maintain an acceptable riparian buffer to the shoreline of Patterson Lake.
- The revised Project layout maintains a compact footprint, and facilities have been placed to avoid local areas of old-growth jack pine forest and heritage resource sites.
- In the absence of hydro utilities, using LNG for site power generation instead of diesel, while only marginally reducing the greenhouse gases, significantly decreases emissions of particulates and sulphur and nitrogen compounds.
- Metallurgical test work indicates that the Project will be able to meet the water quality ranges for treated effluent discharges found at other uranium mining operations in Saskatchewan.
- Modelling of the Tailings Management Facility (TMF) interactions with groundwater indicates that the current design will be protective of groundwater quality in the long term and thus protective of the Patterson Lake drainage.
- At year-end 2022, Fission had capacity communication and funding engagement agreements with all the Indigenous groups with the potential for impacts to their traditional land use and treaty rights due to the Project.
- Fission responded to local concerns over the proposed bypass of Highway 955 around the site by leaving the road route as it is.

On September 12, 2022, the Company announced results of an updated independent resource estimate for the Triple R deposit at its PLS property, which included the incorporation of drill assay results from the 2021 drilling on the R780E and R840W zones. Total Indicated tonnes have increased by ~21.3% (~472,000 tonnes) compared to the previous Mineral Resource (dated September 19, 2019), with an associated increase of approximately 12.3% in contained U_3O_8 and a minor decrease in grade from 2.10% U_3O_8 to 1.94% U_3O_8, using a cut-off grade of 0.25% U_30_8. The new, larger indicated resource is primarily due to the successful infill drilling programs on the R780E and R840W zones from 2019 to 2021 and will be fundamental to the Feasibility Study, including life of mine (LOM) calculations and processing schedule.

Summary of Triple R Mineral Resources by Zone – May 17, 2022

Classification	Zone	Tonnes	Grade ($\%U_3O_8$)	Grade (Au g/t)	Contained Metal	
					U_3O_8 (lb)	Gold (oz)
Indicated						
	R780E_HG	162,000	16.91	2.73	60,400,000	14,200
	R780E_MZ	1,578,000	0.79	0.48	27,500,000	24,100
	R780E_OTHER	429,000	0.95	0.62	9,000,000	8,600
	R000E	98,000	1.50	0.15	3,200,000	500
	R1620E	42,000	1.98	0.19	1,900,000	300
	R840W	303,000	1.35	0.36	9,000,000	3,600
	R840W_HG	9,000	11.32	2.38	2,200,000	700
	R1515W	67,000	1.15	0.38	1,700,000	800
Indicated Total		**2,688,000**	**1.94**	**0.61**	**114,900,000**	**52,700**
Inferred						
	R780E_HG	400	11.8	5.73	100,000	100
	R780E_MZ	16,000	0.33	0.29	100,000	200
	R780E_OTHER	254,000	0.60	0.46	3,400,000	3,800
	R000E	9,000	3.83	0.79	700,000	200
	R1620E	59,000	3.55	0.48	4,600,000	900
	R840W	63,000	1.10	0.37	1,500,000	700
	R1515W	234,000	0.96	0.42	5,000,000	3,100
Inferred Total		**635,000**	**1.10**	**0.44**	**15,400,000**	**9,000**

Notes:

1. CIM (2014) definitions were followed for Mineral Resources.
1. Mineral Resources are reported at a cut-off grade of 0.25% U_3O_8.
2. The cut-off grades are based on price of US$50/lb U_3O_8 and an exchange rate of US$0.75/C$1.00.
3. A minimum mining width of 1.0 m was used.
4. Mineral Resources are inclusive of Mineral Reserves.
5. Numbers may not add due to rounding.

Environmental Assessment

The Environmental Assessment ("EA") phase has as its purpose to ready the project for eventual environmental impact assessment ("EIA"). The EA phase is triggered at the time the Saskatchewan Ministry of Environment "MOE" accepts the submittal of the Project Description (Technical Proposal). On December 1, 2021, the Company announced that the MOE had formally accepted the recently submitted Project Description ("Technical Proposal") for the PLS uranium project (the "Project") in Saskatchewan, Canada. With this acceptance, Fission commenced the EA as per the requirements of The Saskatchewan Environmental Assessment Act. Fission had requested approval under Section 15 of the Canada Impact Assessment Act for a determination from the MOE that the Project is a "development". The result of this is that Fission will be required to produce an EIA for the Project. In support of this, Fission had also submitted a draft Terms of Reference "TOR". The final TOR will guide Fission's EA development.

While the proposed project does not formally trigger an Impact Assessment (IA) under the Canada Impact Assessment Act, 2019, there will be close coordination required between the province and the Canadian Nuclear Safety Commission (CNSC), Canada's life cycle nuclear regulator, to ensure that the EA includes components that will support the environmental aspects of CNSC licensing. On February 9, 2023, Fission submitted a "Notice of Intent to Submit an Application for a License to Prepare Site and Construct a Facility" to CNSC.

Rightsholders Engagement Activities

As part of its progress within the EA phase for the PLS project in Saskatchewan, Canada, the Company is committed to building mutually respectful, transparent and productive relationships with local rightsholders and stakeholders. The Company has signed separate Engagement and Capacity Funding agreements with six different Indigenous rightsholders who have the potential for impacts to their traditional land use and treaty rights due to the Project.

This includes agreements with:

1. Clearwater River Dene Nation ("CRDN")
2. Metis Nation of Saskatchewan ("MN-S")
3. Birch Narrows Dene Nation ("BNDN")
4. Buffalo River Dene Nation ("BRDN")
5. Ya'thi Néné Lands and Resources Office ("YNLR")
6. Athabasca Chipewyan First Nations ("ACFN")

To achieve the outcomes of these processes in a meaningful and collaborative way, Fission and its Indigenous rightsholders will continue to establish open lines of communication, and connect regularly by phone, email, and/or meeting.

As part of the agreements, Fission is funding ongoing engagement work by CRDN, MN-S, BNDN, BRDN, YNLR and ACFN. These studies will inform the various Indigenous groups and will be incorporated into the ongoing assessment of PLS.

In the fall of 2021, Fission shared a summary of its engagement approach, which can be found on the 'Engagement' page of the Fission website. The approach has been designed to reflect feedback that Fission receives from rightsholders, related to their engagement expectations, capacity needs, and preferred timelines. The engagement approach guides how Fission shares information with rightsholders and stakeholders, how information is collected and shared with Fission, and how that information or feedback is used to inform key, iterative phases of the environmental impact assessment process.

PLS mineralized trend & Triple R deposit summary

Uranium mineralization of the Triple R deposit at PLS occurs within the Patterson Lake Conductive Corridor and has been traced by core drilling over ~3.18km of east-west strike length in five separated mineralized "zones" which collectively make up the Triple R deposit. From west to east, these zones are: R1515W, R840W, R00E, R780E and R1620E. Through successful exploration programs completed to date, Triple R has evolved into a large, near surface, basement hosted, structurally controlled high-grade uranium deposit. The discovery hole was announced on November 5, 2012 with drill hole PLS12-022, from what is now referred to as the R00E zone.

The R1515W, R840W and R00E zones make up the western region of the Triple R deposit and are located on land, where overburden thickness is generally between 55m to 100m. R1515W is the western-most of the zones and is drill defined to ~90m in strike-length, ~68m across strike and ~220m vertical and where mineralization remains open in several directions. R840W is located ~515m to the east along strike of R1515W and has a drill defined strike length of ~430m. R00E is located ~485m to the east along strike of R840W and is drill defined to ~115m in strike length. The R780E zone and R1620E zones make up the eastern region of the Triple R deposit. Both zones are located beneath Patterson Lake where water depth is generally less than six metres and overburden thickness is generally about 50m. R780E is located ~225m to the east of R00E and has a drill defined strike length of ~945m. R1620E is located ~210m along strike to the east of R780E, and is drill defined to ~185m in strike length.

Mineralization along the Patterson Lake Corridor trend remains prospective along strike in both the western and eastern directions. Basement rocks within the mineralized trend are identified primarily as mafic volcanic rocks with varying degrees of alteration. Mineralization is both located within and associated with mafic volcanic intrusives with varying degrees of silicification, metasomatic mineral assemblages and hydrothermal graphite. The graphitic sequences are associated with the PL-3B basement Electro-Magnetic (EM) conductor. The Triple R deposit remains open in several directions. High-priority exploration targets remain further west on-trend, towards the high-grade boulder field, as well as elsewhere on the PLS property.

West Cluff property

In December 2022, Company staked a new 11,148-hectare property in the western Athabasca Basin region of northern Saskatchewan. The West Cluff property is prospective for high-grade uranium and is located ~75km north of the Company's flagship PLS project, and less than 3km west of the past producing Cluff Lake mine.

The highly prospective property covers both the margin and near margin western side of the Carswell Structure, in the Western Athabasca Basin district. The Carswell Impact Structure is a large, circular shaped section measuring ~18km in diameter, comprised primarily of the basement rock that underlies the Athabasca Basin sandstone formations. A major geologic tectonic event, possibly related to a meteorite impact, resulted in the basement rock of the Carswell Structure being quickly thrust upwards for several hundred meters through the overlying Athabasca sandstones. The Carswell Structure is tectonically complex, with a number of ring faults surrounding the margin of the structure and a series of linear faults perpendicular to the ring faults within the basement structure, often expressing themselves as discrete Electromagnetic "EM" conductors. High grade Athabasca Basin related uranium deposits are often associated with EM fault conductors, within hydrothermal altered rock, in a setting similar to the West Cluff property.

The major past producing Cluff Lake mine (over 62 million pounds of uranium produced) is located on the southern edge of the Carswell Structure in a tectonically complex environment, similar to that interpreted on the West Cluff property and is within 3km of the property.

Uranium outlook

Management believes that the development of PLS presents an opportunity to increase shareholder value based on a number of factors, including but not limited to: supply/demand fundamentals, geopolitics and the global transition to clean power. This "greening", or decarbonization continues to gain pace thanks to a variety of financial incentives, as shown by announcements from the EU and nations such as the United States, China and India. Nuclear has a critical role to play because renewable sources of energy, alone, cannot replace fossil fuel energy because power grids require a large percentage of energy generation to be baseload (available 24/7 regardless of weather and other conditions). The continued strengthening of government sentiment is, in turn, further improving public and investor sentiment.

Uranium is well known and well proven as a thin market. After years of low prices, utilities have finally worked their way through the supply overhang. As a result, the underlying fundamentals affecting supply and demand are coming to bear. This can be seen in the rapid increases in the uranium spot price since April 2021, more than doubling to a high of $63.50 in April 2022 - first time since 2012 that spot prices have risen above $60. An even stronger indicator of fundamental change is the rise in long-term contract pricing (the "Term" price). Unlike the spot price, which is highly sensitive to action by financial players and speculators, the term price reflects bulk uranium sales to utilities. The Term price has been trending upwards since August 2021 and, as recently as January 31, 2023, was trading at $52.50/lb.

Clean and in demand

As emissions figures conclusively prove, nuclear power is one of the cleanest forms of energy available. It is on par with, and in some cases superior to, renewable energy when it comes to carbon emissions. More crucially, it provides baseload energy for large power grids that cities around the world rely upon.

According to the International Energy Association, nuclear power currently provides just over 10% of the world's electricity requirements and, as a result, prevents the emission of 2.1 billion tonnes of CO2 equivalent every year.

According to the Intergovernmental Panel on Climate Change, a minimum of 80% of the world's electricity needs to be low carbon by 2050 if we are to prevent global temperature increases beyond 2°C. However, with global electricity demand forecast to grow between 80% and 130% by 2050, studies show that without nuclear energy, significant carbon emission reduction will not be possible.

The world's largest economies, including the USA and China, are already major users of nuclear energy, and they are not alone. Russia, UK, France, Canada, South Korea, India and Belgium, all rely heavily on nuclear energy. Even countries like the United Arab Emirates have nuclear power stations in operation and have more in the proposal stage.

The following is a list of select countries with operable nuclear reactors or those that are either under construction, planned or proposed:

Country	In Operation	Under construction	Planned	Proposed
China	55	21	47	156
India	22	8	12	28
Russia	37	3	25	21
USA	92	2	3	18
Canada	19	-	-	2
Japan	33	2	1	8
Saudi-Arabia	-	-	-	16
South Korea	25	3	-	6
Ukraine	15	2	-	9
Others	140	17	16	77
Total	**438**	**58**	**104**	**341**

Source: World Nuclear Association (World Nuclear Reactors & Uranium Requirements – www.world-nuclear.org – Updated February 2023)

Uranium outlook (continued)

As the numbers demonstrate, nuclear energy is not only well established but it is in a continued state of expansion. In fact, the most recent World Nuclear Association's Fuel Report, 2020, shows a 26% increase in uranium demand over the next decade.

Supply remains weakened

While uranium demand prospects have continued to strengthen in recent years, uranium production has been suffering. For nearly a decade, a state of oversupply, combined with large, end-user stockpiles, resulted in years of low uranium prices. Eventually, the pricing environment forced major supplier action, such as:

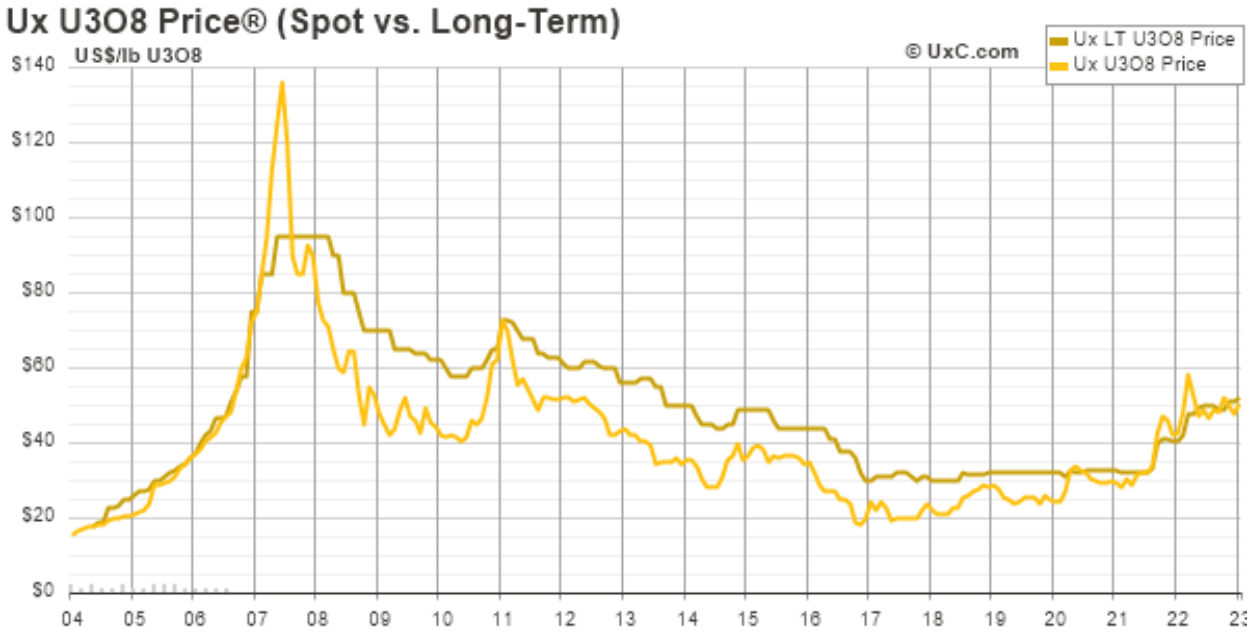
- Kazatoprom, the world's largest uranium supplier, has cut production by 20%. In addition, recent civil unrest has highlighted Kazakhstan as an unstable jurisdiction. Events in January 2022 included the resignation of the government, and a request for foreign military aid to suppress the unrest. According to the company's news release dated January 27, 2023, production in 2023 is expected to drop by 4 million lbs compared to its 2022 production.
- Cameco, the 2nd largest supplier in the world, shut down McArthur River - the world's highest-grade uranium mine. Due to the current, sustained higher prices, Cameco has announced it will restart the mine but that it will not re-enter production until 2024.
- Rio Tinto, one of the world's largest mining companies, has been winding down their uranium operations, thus removing 6 million lbs of annual uranium production from the market.
- Investment dried up for any project or expansion that did not show highly competitive operating costs. While some previously dormant exploration and development projects are now obtaining funding, it typically takes more than a decade to move from discovery to production and only a few advanced projects, such as Fission Uranium's PLS, that can enter production this cycle.

Additional factors include:

- In order to fulfill contractual obligations, Cameco has purchased material on the spot market rather than increase production. Cameco has also stated on multiple occasions that higher uranium prices are required in order to incentivize new production.
- Investment funds holding uranium inventories sold double the amounts they purchased in 2020, leading to a large drawdown of low-cost inventories available.
- In April 2021, the Sprott Physical Uranium Trust ("SPUT") was launched as an investment trust. The Trust has been purchasing physical uranium on the spot market and, by sharing information on all of its transactions, it has been increasing the transparency of the uranium market. By the end of 2021, SPUT had acquired approximately one third of global annual uranium supply. With its purchases, SPUT has the potential to provide significant further upwards pressure on uranium prices. Kazatomprom has since co-founded a rival physical uranium fund.
- A rapid increase in Small Modular Reactor ("SMR") development has highlighted the potential for a paradigm shift in uranium demand fundamentals. Russia now has two commercial SMRs in operation, China connected its first to the grid in December 2021, and Canada is expected to have at least two commercial SMRs operating by 2028. In addition, countries including the US and UK are pouring billions of dollars into development and commercialization of SMR designs for domestic use and export. Importantly, leading SMR developer, NuScale Power LLC, has partnered with manufacturers to begin construction of equipment and machinery for an SMR production factory. With their numerous advantages over traditional, full-size reactors, SMRs could have a significant medium term demand impact, and could dramatically change the uranium fundamentals in the long term.
- The need to transition to carbon free energy has led to a global change in both sentiment and government action. This has been accelerated by Russia's invasion of Ukraine and has also led many countries to re-evaluate their energy security. As a result of these, and other factors, uranium prices enjoyed the largest jump in five years during 2020 and long-term contract pricing continues to trend higher.

Uranium outlook (continued)

- A few of the positive actions announced include:
  - Japan plans to restart an additional seven reactors within the next 12 months. This, combined with polls showing a majority of Japanese citizens now support nuclear energy, highlights a reversal of the last 10 years of Japanese nuclear policy and sentiment. These restarts will also bring more utilities back into the market sooner than expected.
  - The UK has announced that nuclear power will form the backbone of its new energy strategy and has already announced eight new reactors.
  - South Korea has announced a reversal of its plan to phase out nuclear energy and instead will resume construction of four additional reactors.
  - The US has announced a $6 billion financial package to help existing nuclear power stations.
  - France, already a heavy user of nuclear power, is seeking to build another 14 reactors.
  - Germany also extended the operation of two reactors.



Source: Ux Consulting Company LLC ("UXC", www.uxc.com: March 2023)

Looking to the future

According to the UxC, an estimated 70% of uranium is produced at below $30 per lb. Further analysis by UxC shows that, beyond 2025, higher-cost production will need to be brought online because of declining inventories and depletion of low-cost reserves. With spot prices rising, producers like Cameco have announced plans to resume shuttered production. However, Russia's invasion of Ukraine sent shock waves through the western world and security of supply has become a focus for utilities. Considering that the world's largest source of production is Kazakhstan, which sits firmly in the Russian sphere of influence, the spotlight is firmly on Canada's Athabasca Basin, which contains the highest-grade uranium deposits in the world. As highlighted by the Company's Feasibility Study, Fission's PLS project has the potential to become one of the lowest cost sources of uranium production in the world.

To compound the problem for uranium fuel customers, long-term contracting between 2014 and 2020 only occurred at a moderate level. Producers were slow to reduce supply because they were protected by higher price contracts and the high inventories protected consumers from temporary shortfalls. These factors are no longer in play to the same degree and analysts such as UxC believe that we could be approaching the start of a much larger contracting lifecycle, which may place upward pressure on prices.

Selected annual information

The financial information presented below for the annual periods was derived from financial statements prepared in accordance with IFRS and is expressed in Canadian dollars.

	Year Ended December 31 2022	Year Ended December 31 2021	Year Ended December 31 2020
	$	$	$
Net loss and comprehensive loss	(8,759,171)	(6,800,894)	(9,008,140)
Total assets	403,383,791	399,187,604	351,567,107
Current liabilities	1,468,190	1,646,532	821,875
Non-current liabilities	224,789	10,476,923	9,857,300
Shareholders' equity	401,690,812	387,064,149	340,887,932
Basic and diluted loss per common share	(0.01)	(0.01)	(0.02)

Summary of quarterly results

The financial information presented below for the current and comparative periods was derived from annual financial statements prepared in accordance with IFRS or interim financial statements prepared in accordance with IFRS applicable to the preparation of interim financial statements, including *IAS 34, Interim Financial Reporting.*

	December 31 2022	September 30 2022	June 30 2022	March 31 2022
	$	$	$	$
Exploration and evaluation assets	357,310,784	354,206,547	350,426,698	346,871,822
Working capital	40,859,897	32,210,728	36,462,312	47,971,325
Net gain (loss) and comprehensive gain (loss)	675,624	(1,404,371)	(2,830,864)	(5,199,560)
Net loss per share basic and diluted	0.00	(0.00)	(0.00)	(0.01)

	December 31 2021	September 30 2021	June 30 2021	March 31 2021
	$	$	$	$
Exploration and evaluation assets	341,961,502	339,781,526	330,206,604	324,816,853
Working capital	52,851,029	48,483,604	53,753,100	26,281,397
Net loss and comprehensive loss	(922,100)	(1,248,017)	(1,541,841)	(3,088,936)
Net loss per share basic and diluted	(0.00)	(0.00)	(0.00)	(0.01)

The net gain and comprehensive gain for the three month period ended December 31, 2022 and decreased net loss and comprehensive loss for the three month period ended December 31, 2021 were primarily the result of significant fair value changes on its investment in F3 Uranium Corp. (formerly Fission 3.0 Corp.) Net loss and comprehensive loss for the three month periods ended March 31, 2022 and March 31, 2021 increased compared to the other periods presented in the table above primarily as the result of stock based compensation recognized in those periods.

Results of operations

The expenses incurred by the Company are typical of exploration and development companies that do not have established cash flows from mining operations. Changes in these expenditures from quarter to quarter are impacted directly by non-recurring activities or events.

Comparison of the three months ended December 31, 2022 and December 31, 2021

The Company had a net gain and comprehensive gain of $675,624 ($0.00 basic and diluted earnings per share) compared to a net loss and comprehensive loss of $922,100 ($0.00 basic and diluted loss per share). The change is primarily attributable to the following factors:

- Share based compensation increased to $574,671 from $313,802 due to the vesting of stock options during the period.
- The recognition of deferred financing costs decreased to $nil from $361,380 in correlation with repayment of the credit facility during the prior quarter.
- Gain on investment in F3 Uranium Corp. increased to $2,482,298 from $593,593 due to fair value changes during the period.
- Gain on short-term investments decreased to $nil from $127,596 in correlation with the underlying warrants being exercised earlier in the current year.
- Loss on warrant liability decreased to $nil from $165,466 in correlation with the underlying warrants being exercised earlier in the current year.

Comparison of the years ended December 31, 2022 and December 31, 2021

The Company had a net loss and comprehensive loss of $8,759,171 ($0.01 basic and diluted loss per share) compared to a net loss and comprehensive loss of $6,800,894 ($0.01 basic and diluted loss per share). The change in net loss is primarily attributable to the following factors:

- Business development, public relations and communications, and trade shows and conferences fees increased to $1,032,074 from $418,145 in correlation with a return to in-person meetings and conferences attended during the period.
- Share based compensation increased to $4,946,724 from $2,884,933 due to the vesting of stock options during the period.
- Foreign exchange loss amounted to $4,491 compared to a gain of $446,446 due to fair value changes of USD denominated liabilities during the comparative fiscal period and offsetting financial assets and liabilities denominated in USD in the current period.
- Gain on investment in F3 Uranium Corp. decreased to $1,081,410 from $1,349,075 due to fair value changes during the period.
- Loss on short-term investments increased to $304,136 from a gain of $337,435 due to fair value changes and exercises during the period.
- Gain on warrant liability increased to $410,577 from a loss of $1,540,576 due to fair value changes and exercises during the period.

Liquidity and capital resources

Fission Uranium is an exploration and evaluation stage company and has not yet determined whether its exploration and evaluation assets contain ore reserves that are economically recoverable. The recoverability of the amounts shown for exploration and evaluation assets, including the acquisition costs, is dependent upon the existence of economically recoverable reserves, the ability to obtain necessary financing to complete the development of those reserves, and future profitable production.

The Company's ability to meet its obligations and fund exploration and evaluation programs depends on its ability to raise funds. The Company anticipates being able to raise funds, as necessary, primarily through the issuance of common shares or debt. To date the Company has been successful in raising funds however there are no assurances that the Company will be successful in raising funds in the future. On an ongoing basis, the Company monitors and adjusts, when required, exploration and evaluation programs as well as general and administrative costs to ensure that adequate levels of working capital are maintained. The Company has no exploration and evaluation asset agreements that require it to meet certain expenditures.

Credit Facility

In April 2020, the Company entered into a senior secured credit facility (the "Facility") with Sprott Resource Lending II (Collector) L.P. ("Sprott"). Under the terms of the Facility, Sprott advanced the Company a gross amount of US$10,000,000 with a four-year term (the "Maturity Date") at an interest rate of 10% per annum. The Company may voluntarily repay the Facility in whole or in part anytime before the Maturity Date, provided that a minimum of 24 months interest has been paid. On April 7, 2022, the Company repaid the remaining Facility balance in full.

At-the-market financing program

In April 2022, the Company entered into an equity distribution agreement providing for an at-the-market ("ATM") equity offering program. The ATM will allow Fission, through its agents, to, from time to time, offer and sell, in Canada through the facilities of the Toronto Stock Exchange, such number of common shares as would have an aggregate offering price of up to $50 million.

During the year ended December 31, 2022, the Company issued a total of 10,899,300 shares at an average price of $0.7339 per share for gross proceeds of $7,998,601 under the ATM program. The Company paid the agents a commission equal to 3.0% of the gross proceeds.

Bought Deal Financing

In May 2021, the Company closed a bought deal financing of 57,500,000 units at a price of $0.60 per unit for gross proceeds of $34,500,000. Each unit consists of one common share and one half of one common share purchase warrant. Each whole warrant is exercisable into one common share at a price of $0.85 for a period of 36 months.

The fair value of the common shares was determined based on the closing trading price on May 11, 2021 and the fair value of warrants was determined using the Black-Scholes pricing model. A total of $29,325,621 was recorded in share capital in relation to the common shares and $5,174,379 was recorded in other capital reserves in relation to the warrants. A total of $310,157 was recorded in other capital reserves for the proportionate share of financing costs related to the warrants in the units issued. The fair value of the warrants was determined using the following assumptions: volatility of 94.91%; risk-free interest rate of 0.30%; expected life of 1.5 years; and a dividend rate of 0%.

The following table provides a comparison of the actual use of proceeds to the intended use of proceeds related to the above-noted bought deal financing:

	Intended use of proceeds	**Actual use as of December 31, 2022**
	$	$
May 2021:		
PLS feasibility study/engineering support/Permitting, G&A	34,500,000	34,500,000

Liquidity and capital resources (continued)

Changes in working capital for the year ended December 31, 2022

Working capital is a non-GAAP measure calculated as total current assets less total current liabilities. Working capital does not have any standardized meaning prescribed by IFRS and is therefore unlikely to be comparable to similar measures presented by other companies.

At December 31, 2022, the Company had a working capital balance of $40,859,897 as compared to $52,851,029 at December 31, 2021. The decrease in working capital is primarily due to the repayment of the Credit Facility, PLS program expenditures and regular administrative expenses, net of the proceeds from sales under the Company's ATM facility and exercises of stock options and warrants.

Cash flow for the three months ended December 31, 2022

Cash and cash equivalents for the three months ended December 31, 2022 increased by $8,551,956 as a result of:

- Cash outflows from operating activities of $1,130,251;
- Cash outflows related to exploration and evaluation asset additions of $3,497,552;
- Cash inflows related to interest income earned on cash and cash equivalents of $393,332;
- Cash inflows from the issuance of common shares of $7,998,601;
- Cash outflows related to share issuance costs of $276,798;
- Cash inflows from the exercise of warrants of $5,077,706; and
- Cash outflows from lease obligation payments of $13,082.

Cash flow for the year ended December 31, 2022

Cash and cash equivalents for the year ended December 31, 2022 decreased by $12,245,056 as a result of:

- Cash outflows from operating activities of $4,595,639;
- Cash outflows related to exploration and evaluation asset additions of $13,964,996;
- Cash inflows related to interest income earned on cash and cash equivalents of $916,301;
- Cash inflows from the disposition of short-term investments of $56,112;
- Cash outflows related to the acquisition of property and equipment of $70,438;
- Cash outflows related to share issuance costs of $650,297;
- Cash inflows from the issuance of common shares of $7,998,601;
- Cash inflows from the exercise of warrants of $6,417,005;
- Cash inflows from the exercise of stock options of $479,566;
- Cash outflows from repayment of the credit facility of $8,773,134;
- Cash outflows related to repayment the credit facility of $8,619 and
- Cash outflows from lease obligation payments of $49,518.

Related party transactions

The Company has identified the President and CEO, current and former CFO, VP Project Development, VP Exploration, and the Company's current and former directors as its key management personnel during all or part of the periods presented below.

	Year Ended December 31 2022	Year Ended December 31 2021
	$	$
Compensation Costs		
Wages, consulting and directors fees paid or accrued to key management personnel and companies controlled by key management personnel	**1,963,086**	1,814,692
Share-based compensation pursuant to the vesting schedule of options granted to key management personnel	**4,289,887**	2,463,115
	6,252,973	4,277,807

The Company has a Directors Remuneration Plan (the "DRP Plan") whereby a portion of director fees can be paid through the issuance of common shares in lieu of the payment of cash or other means of remuneration. Included in compensation costs is the value of shares issued under the DRP Plan. During the year ended December 31, 2022, the Company issued 121,792 shares with a total value of $101,083 under the DRP Plan (December 31, 2021 – 118,434 shares valued at $85,333).

Included in accounts payable at December 31, 2022 is $490,295 (December 31, 2021 - $421,808) for wages payable and consulting fees due to key management personnel and companies controlled by key management personnel.

Transactions with CGN Mining, which is deemed to be a related party as it accounts for its investment in the Company as an investment in an associate, have been disclosed in the "PLS property" section of this MD&A.

These transactions were in the normal course of operations.

Outstanding share data

As at March 17, 2023, the Company has 716,925,831 common shares issued and outstanding, 54,795,001 incentive stock options outstanding with exercise prices ranging from $0.31 to $0.87 per share and 25,627,050 warrants outstanding with an exercise price of $0.85.

Internal controls over financial reporting

The Company's management is responsible for designing and maintaining an adequate system of internal controls over financial reporting as required under National Instrument 52-109 – *Certification of Disclosure in Issuers' Annual and Interim Filings*. Management designed the internal control system based on the Internal Control – Integrated Framework (2013) published by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). From this framework, an evaluation of the internal control system was completed, and management concluded that the system of internal controls over financial reporting was effective as at December 31, 2022.

Any internal control system, no matter how well designed, has inherent limitations. Therefore, internal controls can only provide reasonable assurance with respect to financial statement preparation and presentation.

There have not been any significant changes in the Company's internal control over financial reporting during the year ended December 31, 2022 that have materially affected or are reasonably likely to materially affect the Company's internal controls over financial reporting.

Disclosure controls and procedures

The Company's disclosure controls and procedures are designed to provide reasonable assurance that information required to be disclosed by the Company is recorded, processed, summarized and reported within the time periods specified in the securities legislation. The Company's management has concluded that the disclosure controls and procedures were effective as at December 31, 2022.

Any control system, no matter how well designed, has inherent limitations. Therefore, disclosure controls and procedures can only provide reasonable assurance with respect to timely disclosure of material information.

Financial assets

All financial assets are initially recorded at fair value and categorized into the following two categories for subsequent measurement purposes: amortized cost and fair value through profit or loss ("FVTPL").

A financial asset is classified at 'amortized cost' only if both of the following criteria are met: a) the objective of the Company's business model is to hold the asset to collect the contractual cash flows; and b) the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding.

The Company has classified its cash and cash equivalents and amounts receivable at amortized cost for subsequent measurement purposes. The Company has classified its investment in F3 Uranium Corp. at FVTPL for subsequent measurement purposes.

Financial liabilities

Financial liabilities include accounts payable and accrued liabilities and are initially recorded at fair value. Subsequently, financial liabilities are measured at amortized cost using the effective interest rate method.

Key estimates and judgments

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Exploration and evaluation assets

The application of the Company's accounting policy for exploration and evaluation assets requires judgment in the following areas:

(i) Determination of whether any impairment indicators exist at each reporting date giving consideration to factors such as mining title expiration dates, budgeted expenditures, discontinuation of activities in any area and evaluation of any data which would indicate that the carrying amount of exploration and evaluation assets is not recoverable; and

(ii) Assessing when the commercial viability and technical feasibility of the project has been determined, at which point the asset is reclassified to property and equipment.

Significant accounting policies

A summary of the Company's significant accounting policies is included in Note 2 of the audited financial statements for the year ended December 31, 2022.

Cautionary notes regarding forward-looking statements

Certain information contained in this MD&A constitutes "forward-looking statements" and "forward-looking information" within the meaning of Canadian legislation.

Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur", "be achieved" or "has the potential to".

Forward looking statements are based on the opinions and estimates of management as of the date such statements are made, and are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking statements. The Company believes that the expectations reflected in this forward-looking information are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking information included in this MD&A should not be unduly relied upon. This information speaks only as of the date of this MD&A. In particular, this MD&A may contain forward-looking information pertaining to the following: the net present value, metal recoveries, capital costs, operating costs, production, rates of return, payback and impact of the R1515W, R840W and R1620E zones on the operations; the likelihood of completing and benefits to be derived from corporate transactions; the estimates of the Company's mineral resources on its PLS property; estimated exploration and development expenditures; expectations of market prices and costs; supply and demand for uranium; possible impacts of litigation and regulatory actions on the Company; exploration, development and expansion plans and objectives; expectations regarding adding to its mineral resources through acquisitions and exploration; and receipt of regulatory approvals, permits and licences under governmental regulatory regimes.

There can be no assurance that such statements will prove to be accurate, as the Company's actual results and future events could differ materially from those anticipated in this forward-looking information as a result of the factors discussed below in this MD&A under the heading "Risks and Uncertainties". Accordingly, readers should not place undue reliance on forward-looking statements.

Cautionary notice to US investors regarding mineral resource estimates

These factors are not, and should not, be construed as being exhaustive. Statements relating to "mineral resources" are deemed to be forward-looking information, as they involve the implied assessment, based on certain estimates and assumptions, that the mineral resources described can be profitably produced in the future. The forward-looking information contained in this MD&A is expressly qualified by this cautionary statement. The Company does not undertake any obligation to publicly update or revise any forward-looking information after the date of this MD&A or to conform such information to actual results or to changes in the Company's expectations except as otherwise required by applicable legislation.

Disclosure of mineral resource estimates and mineral classification terms herein are made in accordance with the Canadian National Instrument 43-101 *Standards of Disclosure for Mineral Projects*. NI 43-101 is a rule established by the Canadian Securities Administrators ("CSA") that sets the standards for all public disclosure by issuers regarding scientific information and technical data concerning mineral projects. Unless otherwise indicated, all mineral resource estimates contained in the technical disclosure have been prepared in accordance with NI 43-101 and the Canadian Institute of Mining, Metallurgy and Petroleum Definition Standards on Mineral Resources and Reserves ("CIM Definition Standards"). Canadian standards, including NI 43-101, differ significantly from the historical requirements of the United States Securities and Exchange Commission ("SEC"), and mineral resource information contained or incorporated by reference in this prospectus supplement may not be comparable to similar information disclosed by U.S. companies.

The SEC has adopted amendments to its disclosure rules to modernize the mineral property disclosure requirements for issuers whose securities are registered with the SEC. These amendments became effective February 25, 2019 (the "SEC Modernization Rules") and, following a two-year transition period, the SEC Modernization Rules replaced the historical property disclosure requirements for mining registrants that are included in SEC Industry Guide 7 for fiscal years beginning January 1, 2021 or later.

Under the SEC Modernization Rules, the definitions of "proven mineral reserves" and "probable mineral reserves" have been amended to be substantially similar to the corresponding CIM Definition Standards and the SEC has added definitions to recognize "measured mineral resources", "indicated mineral resources" and "inferred mineral resources" which are also substantially similar to the corresponding CIM Definition Standards; however, there are still differences in the definitions and standards under the SEC Modernization Rules and the CIM Definition Standards. Therefore, the Company's mineral resources as determined in accordance with NI 43-101 may be significantly different than if they had been determined in accordance with the SEC Modernization Rules.

Risks and uncertainties

The Company is subject to a number of risks and uncertainties, including: uncertainties related to the impact of the COVID-19 pandemic on capital markets and supply chains; uncertainties related to exploration and development; uncertainties related to the nuclear power industry; the ability to raise sufficient capital to fund exploration and development; changes in economic conditions or financial markets; increases in input costs; litigation, legislative, environmental and other judicial, regulatory, political and competitive developments; technological or operational difficulties or inability to obtain permits encountered in connection with exploration activities, labour relations matters, and economic issues that could materially affect uranium exploration and mining. The cost of conducting and continuing mineral exploration and development is significant, and there is no assurance that such activities will result in the discovery of new mineralization or that the discovery of a mineral deposit will be developed and advanced to commercial production. The Company continually seeks to minimize its exposure to these adverse risks and uncertainties, but by the nature of its business and exploration activities, it will always have some degree of risk. For further discussion related to risks and uncertainties, please refer to the Company's annual information form for the year ended December 31, 2022 available on SEDAR at www.sedar.com.