

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

U308 Corp.
36 Toronto Street, Suite1050
Toronto, Ontario
M5C 2C5

Item 2 Date of Material Change

April 27, 2020.

Item 3 News Release

The press release attached as Schedule "A" was released on April 27, 2020.

Item 4 Summary of Material Change

The material change is described in the press release attached as Schedule "A".

Item 5 Full Description of Material Change

The material change is fully described in the press release attached hereto as Schedule "A".

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

Richard Spencer
Chief Executive Officer
U308 Corp.
416 868-1491

Item 9 Date of Report

April 27, 2020.

Schedule “A”



36 Toronto Street
Suite 1050
Toronto, ON M5C 2C5
Canada

T: 416-888-1491
www.u3o8corp.com
TSX: UWE
OCTQB: UWEFF

Press Release

U308 Corp. To Resume Trading

Toronto, Ontario – April 27, 2020 – **U308 Corp. (NEX: UWE.H)**, (“**U308**” or the “**Company**”) reports that, further to the press release dated March 30, 2020, announcing that the Company would not be proceeding with the reverse takeover described in its March 2, 2020 press release, the Company’s submission to TSX Venture Exchange for the lifting of the halt on trading of the Company’s shares, has been accepted. Subject to final regulatory approval, trading of the Company’s common shares will resume on the NEX on opening of the market today, April 27, 2020.

- Company will continue to evaluate acquisition opportunities and other business opportunities that may become available to it in the context of the market, and of a strengthening uranium price, with a view to completing a reactivation transaction in accordance with the policies of the TSX Venture Exchange.
- Due to The COVID-related lockdown in Argentina and Colombia that has severely impacted the Company’s ability to complete its year-end audit, the Company announces that it will take full advantage of the extension of the deadline for filing its audited Financial Statements and Management Discussion and Analysis for the fiscal year ended December 31, 2019 (the “**2019 FS**”) available under the Ontario Securities Commission instrument “Ontario Instrument 51-502”, dated March 23, 2020. Under the extended deadline the Company has until May 14, 2020 to file the 2019 FS.

About U308 Corp.

U308 Corp. is focused on exploration and development of deposits of uranium and battery commodities in South America. Battery commodities that occur with uranium resources include vanadium, nickel, zinc and phosphate. The Company’s mineral resources estimates were made in accordance with National Instrument 43-101, and are contained in the following deposits:

- **Laguna Salada Deposit, Argentina** – a PEA shows this near surface, free-digging uranium - vanadium deposit has low production-cost potential; and
- **Berlin Deposit, Colombia** – a PEA shows that Berlin also has low-cost uranium production potential due to revenue that would be generated from by-products of phosphate, vanadium, nickel, rare earths (yttrium and neodymium) and other metals that occur within the deposit.

A PEA is preliminary in nature, it includes inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves, and there is no certainty that the preliminary economic assessment will be realized.

The Company also owns approximately 39% of South American Silica, a private company with frac sand properties in Uruguay.

For further information, please contact:

Carolina Diaz at carolina@u3o8corp.com or phone (416) 868-1491 or Richard Spencer, President & CEO, U308 Corp., Tel: (647) 292-0225 richard@u3o8corp.com

Forward-Looking Statements

This news release includes certain “forward looking statements” related with the development plans, economic potential and growth targets of U3O8 Corp’s projects. Forward-looking statements consist of statements that are not purely historical, including statements regarding beliefs, plans, expectations or intentions for the future, and include, but not limited to, statements with respect to: (a) the completion of a reactivation transaction; (b) the low-cost and near-term development of Laguna Salada, (c) the Laguna Salada and Berlin PEAs, (d) the potential of the Kurupung district in Guyana, (e) impact of the U- pgradeTM process on expected capital and operating expenditures, and (f) the price and market for uranium. These statements are based on assumptions, including that: (i) the ability to find a profitable undertaking or successfully conclude a purchase of such an undertaking at all or on terms which are commercially acceptable; (ii) actual results of our exploration, resource goals, metallurgical testing, economic studies and development activities will continue to be positive and proceed as planned, and assumptions in the Laguna Salada and Berlin PEAs prove to be accurate, (iii) a joint venture will be formed with the provincial petroleum and mining company on the Argentina project, (iv) requisite regulatory and governmental approvals will be received on a timely basis on terms acceptable to U3O8 Corp., (v) economic, political and industry market conditions will be favourable, and (vi) financial markets and the market for uranium will improve for junior resource companies in the short-term. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in such statements, including, but not limited to: (1) changes in general economic and financial market conditions, (2) changes in demand and prices for minerals, (3) the Company’s ability to source commercially viable reactivation transactions and / or establish appropriate joint venture partnerships, (4) litigation, regulatory, and legislative developments, dependence on regulatory approvals, and changes in environmental compliance requirements, community support and the political and economic climate, (5) the inherent uncertainties and speculative nature associated with exploration results, resource estimates, potential resource growth, future metallurgical test results, changes in project parameters as plans evolve, (6) competitive developments, (7) availability of future financing, (8) the effects of COVID-19 on the business of the Company, including, without limitation, effects of COVID-19 on capital markets, commodity prices, labour regulations, supply chain disruptions and domestic and international travel restrictions, (9) exploration risks, and other factors beyond the control of U3O8 Corp. including those factors set out in the “Risk Factors” in our Annual Information Form dated March 27, 2019 for the fiscal year ended December 31, 2018 available on SEDAR at www.sedar.com. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements. U3O8 Corp. assumes no obligation to update such information, except as may be required by law. For more information on the above-noted PEAs, refer to the September 18, 2014 technical report titled “Preliminary Economic Assessment of the Laguna Salada Uranium-Vanadium Deposit, Chubut Province, Argentina” and the January 18, 2013 technical report titled “U3O8 Corp. Preliminary Economic Assessment on the Berlin Deposit, Colombia.”

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this press release.