

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Purepoint Uranium Group Inc. (the “Company”)
120 Adelaide St. West, Suite 2500,
Toronto, Ontario, M5H 1T1

Item 2. Date of Material Change

November 29, 2017 and November 6, 2017

Item 3. News Release

News releases were disseminated on November 29, November 30 and December 6, 2017 via a Canadian news wire service. A copy of each of the news releases has been filed on SEDAR and is attached hereto as Schedule “A”.

Item 4. Summary of Material Change

Announcement that the Company closed a non-brokered private placement, in 3 tranches, of a total of 12,000,000 flow-through units for aggregate gross proceeds of \$1,200,000. Each Flow-Through Unit consists of one common share in the capital of the Company to be issued on a “flow-through” basis pursuant to the *Income Tax Act* (Canada) and one common share purchase warrant. Each warrant entitles its holder to purchase one common share in the capital of the Company at an exercise price of \$0.15 per share for a period of 24 months from the date of issuance. The closing is subject to final acceptance by the TSX Venture Exchange of the Private Placement.

Item 5.1. Full Description of Material Change

Please refer to 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

The following executive officer of the Company is knowledgeable about the material change and this report:

Chris Frostad, President & CEO
Telephone: (416) 603-8368

Item 9. Date of Report

December 6, 2017

SCHEDULE "A"

PRESS RELEASE

Please see attached.

PUREPOINT URANIUM GROUP INC. ANNOUNCES PRIVATE PLACEMENT AND FIRST TRANCHE CLOSING

For Immediate Release – Not for Dissemination in the United States or through U.S. Newswire Services

Toronto, Ontario, November 29, 2017 – Purepoint Uranium Group Inc. (TSXV: PTU) (the “Company”) announced a non-brokered private placement (the “Private Placement”) of up to 8,500,000 flow-through units (the “Flow-Through Units”) at a price of \$0.10 per unit for aggregate gross proceeds up to \$850,000. Each Flow-Through Unit consists of one common share in the capital of the Company to be issued on a “flow through” basis pursuant to the *Income Tax Act* (Canada) and one common share purchase warrant. Each warrant entitles its holder to purchase one common share in the capital of the Company at an exercise price of \$0.15 per share for a period of 24 months from the date of issuance.

“With the financial support of our Hook Lake joint venture partners and a healthy balance sheet, the Company is well positioned for a successful 2018,” said Chris Frostad, President and CEO at Purepoint.

Today, the Company is announcing the first tranche closing of the Private Placement for gross proceeds of \$500,000. In connection with the first tranche closing, the Company issued 5,000,000 Flow-Through Units at a price of \$0.10 per unit. The closing is subject to final acceptance by the TSX Venture Exchange of the Private Placement.

The net proceeds of the Private Placement will be used to advance the Company’s Hook Lake exploration program in Saskatchewan. All securities issued in connection with the first tranche closing of the Private Placement are subject to a four-month hold period pursuant to the applicable securities laws with an expiry date of March 30, 2018.

About Purepoint Uranium Group Inc.

Purepoint Uranium Group Inc. is focused on the precision exploration of its seven projects in the Canadian Athabasca Basin. Purepoint proudly maintains project ventures in the Basin with two of the largest uranium producers in the world, Cameco Corporation and AREVA Resources Canada Inc. Established in the Athabasca Basin well before the initial resurgence in uranium earlier last decade, Purepoint is actively advancing a large portfolio of multiple drill targets in the world's richest uranium region.

Disclosure regarding forward-looking statements

This press release contains projections and forward-looking information that involve various risks and uncertainties regarding future events. Such forward-looking information can include without limitation statements based on current expectations involving a number of risks and uncertainties and are not guarantees of future performance of the Company. These risks and uncertainties could cause actual results and the Company’s plans and objectives to differ materially from those expressed in the forward-looking information. Actual results and future events could differ materially from those anticipated in such information. These and all subsequent written and oral forward-looking information are based on estimates and opinions of management on the dates they are made and expressly qualified in their entirety by this notice.

For more information, please contact:

Chris Frostad, President & CEO
Phone: (416) 603-8368
Email: cfrostad@purepoint.ca

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



Purepoint Uranium Group Inc. Raises Ceiling for Private Placement

Not for Dissemination in the United States or through U.S. Newswire Services

TORONTO, Nov. 30, 2017 -- Purepoint Uranium Group Inc. (TSXV:PTU) (the "Company") announced its intention to raise the ceiling for the previously announced non-brokered private placement (the "Private Placement") from \$850,000 to \$1,200,000. Up to 12,000,000 flow-through units (the "Flow-Through Units") at a price of \$0.10 per unit are issuable pursuant to the Private Placement. Each Flow-Through Unit consists of one common share in the capital of the Company to be issued on a "flow through" basis pursuant to the *Income Tax Act* (Canada) and one common share purchase warrant. Each warrant entitles its holder to purchase one common share in the capital of the Company at an exercise price of \$0.15 per share for a period of 24 months from the date of issuance.

"We are very encouraged by the strong response to this financing and we are scheduled to close the remainder of the private placement in the coming week," said Chris Frostad, President & CEO of Purepoint. "With the restart of the 2017 drilling program at Hook Lake and the budget secured for the 2018 exploration program, we look forward to advancing more high-priority targets along the Patterson Uranium District."

The Company also announced the second tranche closing of the Private Placement for gross proceeds of \$20,000. In connection with the second tranche closing, the Company issued 200,000 Flow-Through Units at a price of \$0.10 per unit and paid a finder's fee consisting of \$1,200 in cash and issued 12,000 non-transferrable compensation warrants. Each compensation warrant entitles its holder to purchase one common share in the capital of the Company at an exercise price of \$0.15 per share for a period of 24 months after the date of issuance. The closing is subject to final acceptance by the TSX Venture Exchange of the Private Placement.

The net proceeds of the Private Placement will be used to advance the Company's Hook Lake exploration program in Saskatchewan. All securities issued in connection with the second tranche closing of the Private Placement are subject to a four-month hold period pursuant to the applicable securities laws.

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Purepoint Uranium Closes Final Tranche of \$1,200,000 Private Placement

For Immediate Release – Not for Dissemination in the United States or through U.S. Newswire Services

Toronto, Ontario, December 6, 2017 – Purepoint Uranium Group Inc. (TSXV: PTU) (the “**Company**”) is pleased to announce the closing of the final tranche of the previously announced non-brokered private placement for aggregate gross proceeds of \$680,000. In connection with the final tranche closing, the Company issued 6,800,000 Flow-Through Units at a price of \$0.10 per unit. Each Flow-Through Unit consists of one common share in the capital of the Company to be issued on a “flow-through” basis pursuant to the *Income Tax Act* (Canada) and one common share purchase warrant. Each warrant entitles its holder to purchase one common share in the capital of the Company at an exercise price of \$0.15 per share for a period of 24 months from the date of issuance. The closing is subject to final acceptance by the TSX Venture Exchange of the Private Placement.

Together with the first and second tranches of the private placement, the Company issued a total of 12,000,000 Flow-Through Units for aggregate gross proceeds of \$1,200,000.

“The substantial production cuts recently announced by Cameco and Kazakhstan will undoubtedly result in a strengthening of uranium prices in the coming year,” said Chris Frostad, President & CEO of Purepoint Uranium. “That, in addition to the support of our partners Cameco and AREVA and the advancements of our discoveries in the Patterson Uranium District signal a strong 2018 for the Company.”

In connection with the final tranche closing, the Company paid finders’ fees consisting of \$33,300 in cash and issued 333,000 non-transferable compensation warrants. Each compensation warrant entitles its holder to purchase one common share in the capital of the Company at an exercise price of \$0.15 per share for a period of 24 months after the date of issuance.

The net proceeds of the Private Placement will be used to advance the Company’s Hook Lake exploration program in Saskatchewan. All securities issued in connection with the final tranche closing of the Private Placement are subject to a four-month hold period pursuant to the applicable securities laws with an expiry date of April 7, 2018.

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