

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Company**

F3 Uranium Corp. (the “Company” or “F3 Uranium”)  
Suite 750 – 1620 Dickson Avenue  
Kelowna, B.C.  
V1Y 9Y2

**Item 2: Date of Material Change**

November 16, 2023

**Item 3: News Release**

The news release announcing the material change referred to in this report was disseminated on November 17, 2023, and filed on F3 Uranium’s SEDAR+ profile at [www.sedarplus.ca](http://www.sedarplus.ca).

**Item 4: Summary of Material Change**

The Company announced it received total proceeds of \$8,224,747 from the exercise of warrants, between May 12 and Nov 10, 2023.

**Item 5.1: Full Description of Material Change**

For a full description of the material change, see the news release attached as Schedule “A” to this Material Change Report.

**Item 5.2: Disclosure for Restructuring Transactions**

Not applicable.

**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 senior officer of the Company is knowledgeable about the material change and this report:

Ryan Cheung, CFO  
Email: [ir@fission3corp.com](mailto:ir@fission3corp.com)  
Phone: 778-484-8030

**Item 9: Date of Report**

November 17, 2023

## SCHEDULE A



[www.f3uranium.com](http://www.f3uranium.com)

TSX VENTURE SYMBOL : FUU

OTC SYMBOL : FUUFF

### **F3 RECEIVES \$8,224,747 FROM EXERCISE OF WARRANTS**

**Kelowna, British Columbia, November 16, 2023. – F3 Uranium Corp.** (TSXV: FUU) (the “Company” or “F3”) is pleased to announce that it has received total proceeds of \$8,224,747 from the exercise of warrants, between May 12, 2023, and November 10, 2023.

The Aggregate proceeds received from the exercise of the warrants will be used for future exploration work on the Company's projects, corporate development and general corporate and working capital purposes.

" We are pleased to see over \$8 million in warrants exercised. With the addition of the \$15 million investment from uranium leader, Denison Mines at .56 (convertible debenture), we continue to see the confidence in the management and the PLN asset of F3", says Dev Randhawa, Chairman and CEO. "I have been in this industry since 1996 and have never seen the support from both sides of the aisle that nuclear is now receiving. Uranium spot prices have hit a 12-year high of \$77. Nuclear energy is the solution for the two leading concerns of the world's energy industry, security of supply and clean, baseload energy supply.

F3 also announces it has engaged Torque Capital Partners, to create content and coordinate digital marketing campaigns, pay per-click digital services, email and newsletter marketing. This program will be for 3 months, commencing November 16, 2023. Upon TSXV approval, Torque will invoice F3 an upfront amount of \$100,000 USD. Adam Giddens is the director of Torque but holds no securities in F3 and no securities will be issued in connection with Torque's engagement.

#### **About F3 Uranium Corp.**

F3 Uranium is advancing the newly discovered high-grade JR Zone on the PLN Property in the Western Athabasca Basin. This area of Saskatchewan is poised to become a major uranium producing region and is home to large deposits including Triple R, Arrow and Shea Creek. F3 Uranium currently has 18 projects in the Athabasca Basin.

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**Suite 750 – 1620 Dickson Ave.  
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### **Forward Looking Statements**

This news release contains certain forward-looking statements within the meaning of applicable securities laws. All statements that are not historical facts, including without limitation, statements regarding future estimates, plans, programs, forecasts, projections, objectives, assumptions, expectations, or beliefs of future performance, including statements regarding the suitability of the Properties for mining exploration, future payments, issuance of shares and work commitment funds, entry into of a definitive option agreement respecting the Properties, are "forward-looking statements." These forward-looking statements reflect the expectations or beliefs of management of the Company based on information currently available to it. Forward-looking statements are subject to a few risks and uncertainties, including those detailed from time to time in filings made by the Company with securities regulatory authorities, which may cause actual outcomes to differ materially from those discussed in the forward-looking statements. These factors should be considered carefully, and readers are cautioned not to place undue reliance on such forward-looking statements. The forward-looking statements and information contained in this news release are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws.

*The TSX Venture Exchange and the Canadian Securities Exchange have not reviewed, approved, or disapproved the contents of this press release, and do not accept responsibility for the adequacy or accuracy of this release.*

### **F3 Uranium Corp.**

750-1620 Dickson Avenue  
Kelowna, BC V1Y9Y2

#### **Contact Information**

Investor Relations  
Telephone: 778 484 8030  
Email: [ir@f3uranium.com](mailto:ir@f3uranium.com)

### **ON BEHALF OF THE BOARD**

*"Dev Randhawa"*

**Dev Randhawa, CEO**