UEX CORPORATION

Management's Discussion and Analysis

For the Nine-Month Period Ended

September 30, 2015

Energy for the Future

TSX: UEX

www.uex-corporation.com

Message to Shareholders November 9, 2015

This past quarter has been a very busy one for UEX. The outstanding highlight for the quarter has clearly been one significant success in our ongoing process of opportunity evaluation with the signing of our LOI with JCU (a private Japanese exploration company) on the advanced Christie Lake Project in the eastern Athabasca Basin. In addition, we have received very encouraging geological insights resulting from our ongoing historical drill core review and recently completed resistivity survey at Hidden Bay.

Christie Lake Acquisition

UEX is truly excited to have the opportunity to earn a majority interest in JCU's Christie Lake Project. Christie Lake has outstanding exploration potential, both for new deposits on an existing mineralized trend and for significant expansion of the existing (non-compliant) resources. We believe that the P2 fault system which hosts the McArthur River mine extends onto the Christie Lake Project and also hosts the Ken Pen and Paul Bay deposits. The discovery of uranium at Christie Lake occurred around the same time that the world's largest uranium mine, McArthur River, was discovered 9 km to the southwest.

We are honoured that JCU selected UEX to be their partner on this highly sought-after project.

Umpherville Acquisition

UEX was able to acquire an additional 20% interest in the Umpherville River Project from Glencore Canada for $10,000 and a 2% NSR royalty on this 20% interest and capped at a maximum of $10 million.

Previously, we reported to you that Hole ML-5-77, drilled in 1977, encountered uranium mineralization at the unconformity that averaged 0.12% U_3O_8 over 1.5 m at a very shallow depth of approximately 50 m and that two follow-up holes adjacent to ML-5-77 failed to reach the target depth having been lost in strong hydrothermal clay alteration.

This summer, UEX's exploration team reviewed core, and historical drill logs from the property. In addition to the compelling need to follow-up ML-5-77, the team also discovered that significant basement-hosted alteration occurs along the drill fences to the west, where strong alteration was noted in the westernmost fence of drill holes that will be a focus of a future drill program.

Ongoing Hidden Bay Basement-Targeting Program

Our exploration team was also active this past August reviewing drill core from our historic core library along the Mitchell-Dwyer trend, and in the south Dwyer Lake Area. Several compelling shallow basement targets were identified in both areas to follow-up strong basement alteration and anomalous uranium concentrations.

What surprised our team the most was the discovery of a parallel graphitic fault below the main fault structure that projects to the unconformity surface north of the main Mitchell-Dwyer trend. This parallel fault represents an untested classic unconformity deposit-type target at a very shallow depth of approximately 50 m that has not been tested by more than two holes along its 7 km strike length.

Due to the summer forest fire situation, our DC Resistivity program was delayed until late August. We have received the data which appears to be of high quality and seems to image the Dwyer Lake alteration zone. Currently that data is being analyzed by our geophysical team. We are expecting the results of the survey to be completed before the end of the year.

Challenging Global Environment

All uranium equities have been battered in the last quarter by the uncertainty in the Chinese equity markets and the rapid abandonment of resource stocks by ETFs and institutions. While the UEX share price has been impacted, the Company remains strong and financially solid and has excellent growth prospects.

The impact of the retreat from resource stocks has been difficult for our shareholders. I am confident that the fundamentals that will drive our industry in the medium-term will allow us to unlock the value of our extensive uranium resources that will be developed upon the inevitable rise in uranium prices. Armed with the Christie Lake acquisition, UEX will have a steady stream of news as we mount our maiden drill program in the first quarter of next year.

UEX will continue to energetically grow through discovery, innovation and acquisition.

Roger Lemaitre
President & CEO

UEX CORPORATION

Management's Discussion and Analysis
For the nine-month periods ended September 30, 2015 and 2014
(Expressed in Canadian dollars, unless otherwise noted)

This Management's Discussion and Analysis ("MD&A") of UEX Corporation ("UEX" or the "Company") for the nine-month period ended September 30, 2015 is intended to provide a detailed analysis of the Company's business and compares its financial results with those of previous periods. This MD&A is dated November 9, 2015 and should be read in conjunction with the Company's unaudited condensed interim financial statements and related notes for the nine-month period ended September 30, 2015. The unaudited condensed interim financial statements are prepared in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB") and do not include all of the information required for full financial statements. This MD&A should also be read in conjunction with the audited annual financial statements for the years ended December 31, 2014 and 2013, prepared in accordance with International Financial Reporting Standards ("IFRS"), and the 2014 annual MD&A. Unless specified otherwise, all dollar amounts are in Canadian dollars.

Other disclosure documents of the Company, including its Annual Information Form, filed with the applicable securities regulatory authorities in Canada are available at www.sedar.com.

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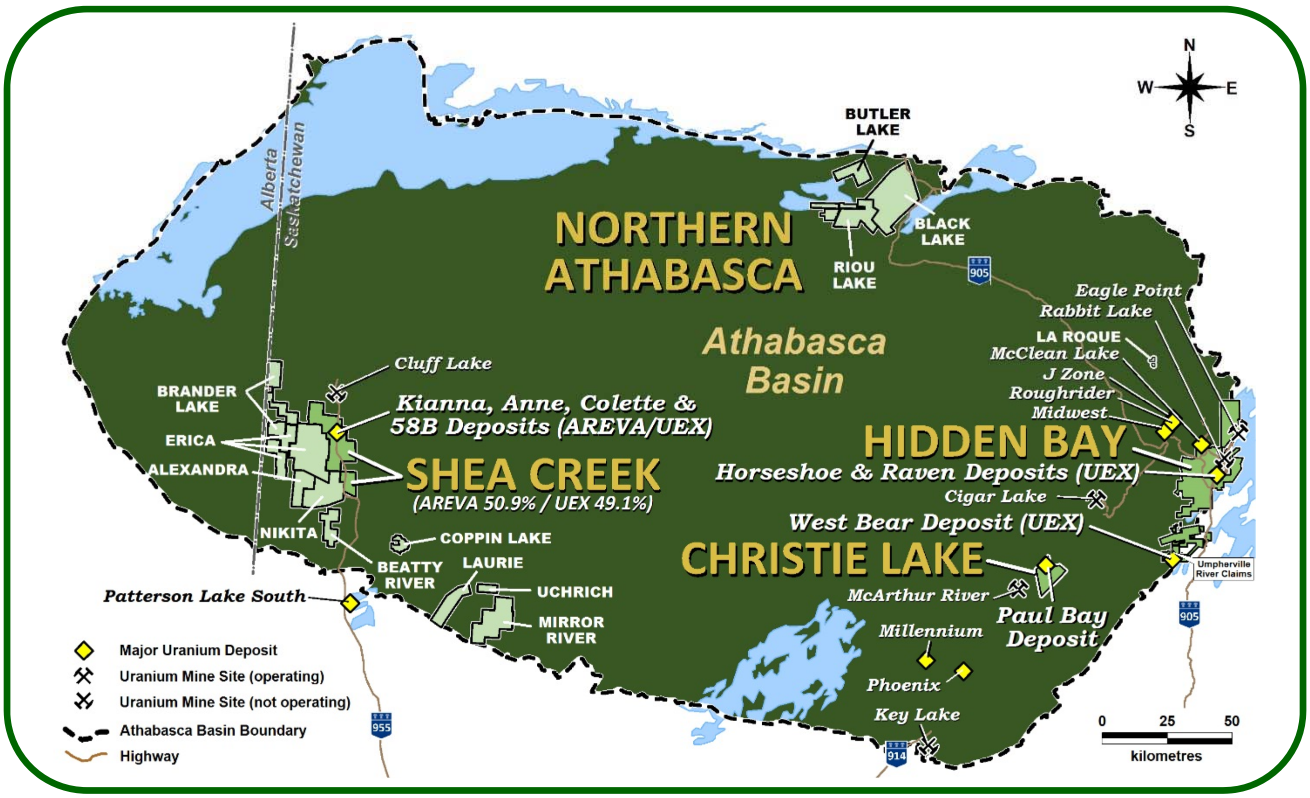
1. Introduction

Overview

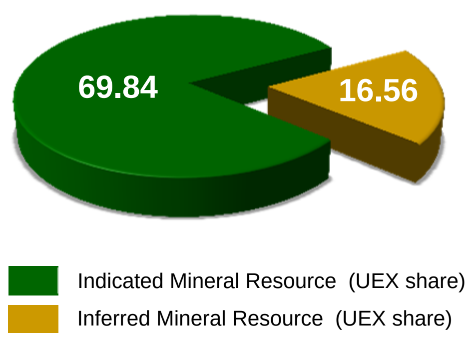
UEX's fundamental goal is to remain one of the leading global uranium explorers and to advance its portfolio of Athabasca Basin uranium deposits and discoveries through the development stage to the production stage. Since being listed on the Toronto Stock Exchange in 2002, UEX has pursued exploration on a diversified portfolio of prospective uranium projects in three areas within the Athabasca Basin in Saskatchewan, Canada. The Company is focusing its main efforts on three advanced projects, two in the eastern Athabasca Basin and one in the western Athabasca Basin. Eastern Basin advanced projects include the Hidden Bay Project ("Hidden Bay") that hosts the Horseshoe, Raven and West Bear deposits and the Christie Lake Project ("Christie Lake") that hosts the Paul Lake and Ken Pen Deposits and for which the Company recently signed an LOI to earn up to a 70% interest. The western Athabasca Basin advanced project is the 49.1%-owned Shea Creek Project ("Shea Creek") that hosts the Kianna, Anne, Colette and 58B deposits.

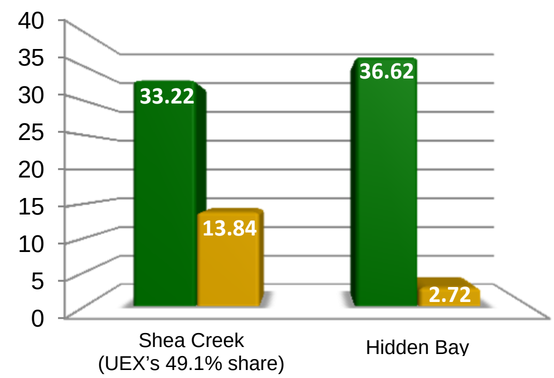


UEX is involved in sixteen uranium projects totaling 254,634 hectares (629,214 acres), located on the eastern, western and northern perimeters of the Athabasca Basin, the world's richest uranium district, which in 2014 accounted for approximately 16% of global primary uranium production. The Company's projects include four that are 100% owned and operated by UEX, one joint venture with AREVA Resources Canada Inc. ("AREVA") that is operated by UEX, nine projects joint-ventured with and operated by AREVA (Western Athabasca), one project joint-ventured with AREVA and JCU (Canada) Exploration Company, Limited ("JCU") that is operated by AREVA and one project to be under option from JCU and operated by UEX. AREVA is part of the AREVA group, one of the world's largest nuclear service providers, and JCU is a private company with significant investments in uranium projects in Canada.

Since inception, UEX has been successful discovering and advancing uranium resources in the Athabasca Basin. The Company has three 100%-owned uranium deposits in the eastern Athabasca Basin and a 49.1% interest in four uranium deposits joint-ventured with AREVA in the western Athabasca Basin. The following charts summarize UEX's ownership share of these mineral resources.

Millions of Pounds U_3O_8 by Category and Project (UEX Share)





N.I. 43-101 Mineral Resource Estimates

Deposit	SHEA CREEK – Indicated Category at 0.30% U_3O_8 Cut-Off (1)(2)(4)			SHEA CREEK – Inferred Category at 0.30% U_3O_8 Cut-Off (1)(2)(4)		
	Tonnes	Grade U_3O_8 (%)	U_3O_8 (lbs)	Tonnes	Grade U_3O_8 (%)	U_3O_8 (lbs)
Kianna	1,034,500	1.526	34,805,000	560,700	1.364	16,867,000
Anne	564,000	1.992	24,760,000	134,900	0.88	2,617,000
Colette	327,800	0.786	5,680,000	493,200	0.716	7,780,000
58B	141,600	0.774	2,417,000	83,400	0.505	928,000
Total	**2,067,900**	**1.484**	**67,663,000**	**1,272,200**	**1.005**	**28,192,000**

Deposit	HIDDEN BAY – Indicated Category at 0.05% U_3O_8 Cut-Off (1)(3)			HIDDEN BAY – Inferred Category at 0.05% U_3O_8 Cut-Off (1)(3)		
	Tonnes	Grade U_3O_8 (%)	U_3O_8 (lbs)	Tonnes	Grade U_3O_8 (%)	U_3O_8 (lbs)
Horseshoe	5,119,700	0.203	22,895,000	287,000	0.166	1,049,000
Raven	5,173,900	0.107	12,149,000	822,200	0.092	1,666,000
West Bear	78,900	0.908	1,579,000	-	-	-
Total	**10,372,500**	**0.16**	**36,623,000**	**1,109,200**	**0.111**	**2,715,000**

(1) *The mineral resource estimates follow the requirements of National Instrument 43-101 – Standards of Disclosure for Mineral Projects and classifications follow CIM definition standards.*

(2) *The Shea Creek mineral resources were estimated at a cut-off of 0.30% U_3O_8, and are documented in the Shea Creek Technical Report with an effective date of May 31, 2013 which was filed on SEDAR at www.sedar.com on May 31, 2013.*

(3) *The Hidden Bay mineral resources were estimated at a cut-off of 0.05% U_3O_8, and are documented in the Hidden Bay Technical Report with an effective date of February 15, 2011 which was filed on SEDAR at www.sedar.com on February 23, 2011.*

(4) *Certain amounts presented in the Shea Creek N.I. 43-101 report have been rounded for presentation purposes. This rounding may impact the footing of certain amounts included in the tables above.*

Mineral resources that are not mineral reserves do not have demonstrated economic viability. Further information on each of these deposits and the mineral resource estimates presented above is available under the *Western Athabasca Projects – Shea Creek* and *Hidden Bay Project* sections of this MD&A.

Growth Strategy – UEX

- To plan and execute the exploration and evaluation work required to delineate and develop economic uranium resources at Christie Lake, as part of our project earn-in.
- To find new uranium deposits at the Hidden Bay Project and in the Western Athabasca Projects with our joint-venture partner AREVA.
- To continue the exploration and evaluation work required to delineate and develop economic uranium resources at Shea Creek.
- To advance the evaluation/development process at the Horseshoe, Raven and West Bear uranium deposits at the Hidden Bay Project to a production decision once uranium commodity prices have demonstrated a sustained recovery from current spot and long-term prices.
- To maintain, explore and advance to discovery our other uranium projects.

(Expressed in Canadian dollars, unless otherwise noted)

2. Exploration and Evaluation Update

The following is a general discussion of UEX's recent exploration and evaluation activities. For more detailed information regarding UEX's exploration projects, please refer to UEX's current Annual Information Form, available at *www.sedar.com*, or to UEX's website at *www.uex-corporation.com*.

Western Athabasca Projects ("WAJV") – Overview

AREVA's former Cluff Lake Mine produced over 62 million pounds of U_3O_8 during its successful 22 years of operation*

* Source: *http://www.saskmining.ca/commodity-info/Commodities/38/uranium.html*

- Joint venture: AREVA 50.9%, UEX 49.1%
  - Option to earn up to an additional 0.8% interest (*0.1% per $2 million of discretionary exploration expenditures in addition to the annual approved budget*) (see WAJV 2013 Option Agreement below)
- Year-round access, Provincial Highway 955
- Flagship project: Shea Creek Project (see *Shea Creek – 2015 exploration*)
- Four deposits: Kianna, Anne, Colette & 58B
- 2016 draft budget of $2.21 million proposed
  - If approved, UEX's share would be approximately $1.085 million
  - Given market conditions, UEX may consider diluting and not funding some early stage exploration work

Western Athabasca Projects	Number of claims	Hectares	Acres	Project Operator	UEX Ownership %	AREVA Ownership %
Alexandra	3	8,010	19,793	AREVA	49.0975	50.9025
Brander Lake	9	13,993	34,577	AREVA	49.0975	50.9025
Coppin Lake	10	2,768	6,840	AREVA	49.0975	50.9025
Erica	19	36,600	90,441	AREVA	49.0975	50.9025
Laurie	4	8,778	21,691	AREVA	49.0975	50.9025
Mirror River	5	17,400	42,996	AREVA	49.0975	50.9025
Nikita	6	15,131	37,390	AREVA	49.0975	50.9025
Shea Creek	14	27,343	67,566	AREVA	49.0975	50.9025
Uchrich	1	2,263	5,592	AREVA	49.0975	50.9025
Total	71	132,286	326,886			

In 2004, UEX entered into an agreement with AREVA to fund $30 million of exploration costs in exchange for a 49% interest in the Western Athabasca Projects, which include Shea Creek. UEX successfully met its funding target and earned its 49% interest in 2007. The current 49.1% ownership interest reflects additional amounts funded 100% by UEX under the WAJV option agreement dated April 4, 2013 (see discussion below).

The 2015 programs with a combined budget of $4.8 million are nearly complete (Shea Creek - $2.8 million, Erica - $1.5 million, Laurie - $500,000 and Alexandra/Brander/Nikita - $30,000) of which UEX has funded approximately $1.9 million of its $2.1 million share. UEX has elected not to participate in the 2015 Laurie program, which focused exclusively on geophysics. UEX's decision to not fund exploration work at the Laurie Project will result in a reduction in the Company's ownership interest effective December 31, 2015, should AREVA complete and fund the program as proposed (see *Western Athabasca Projects – Other Projects* below). The decision not to fund our share of the proposed Laurie program does not have an impact on UEX's ownership interest in the other eight WAJV projects, which will remain at 49.097%, including the Company's ownership of the existing uranium resources at the Shea Creek Project. As at September 30, 2015, approximately $0.2 million remains as a funding commitment for the Company.

Please refer to the *Western Athabasca Projects - Shea Creek* and *Western Athabasca Projects - Other Projects* sections below for further discussion of the 2015 programs.

Cumulative expenditures (inclusive of non-cash items) at September 30, 2015 by UEX on exploration and evaluation were $57.0 million and $7.4 million, respectively, with approximately 274,000 m of drilling completed.

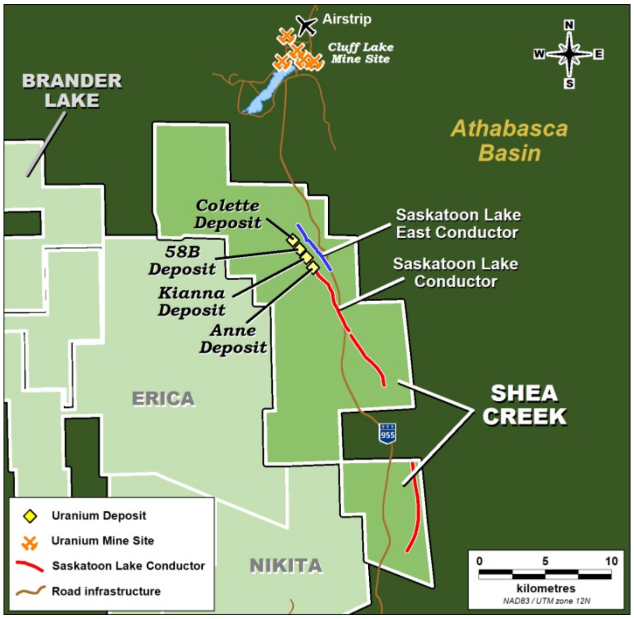
WAJV 2013 Option Agreement

Pursuant to this agreement with AREVA dated April 4, 2013, UEX has the option to increase its ownership interest in the Western Athabasca Projects, which includes Shea Creek, to 49.9% through the expenditure by UEX of an aggregate of up to $18.0 million (the "Additional Expenditures") by December 31, 2018. For further details on the terms of this agreement, please refer the most recent Annual Information Form, which is available at *www.sedar.com*.

Total expenditures of approximately $2.0 million relating to this agreement were incurred in 2013 with exploration work completed in December 2013 and minimal costs were incurred in early 2014. This increased UEX's ownership interest in the WAJV by approximately 0.1% to 49.1%.

Due to uranium market conditions, UEX did not propose supplemental program budgets for the Western Athabasca for 2015 and did not propose a supplemental program for 2014; however, the Company retains the ability to propose budgets that would allow UEX to increase its ownership interest under the agreement.

Western Athabasca Projects – Shea Creek

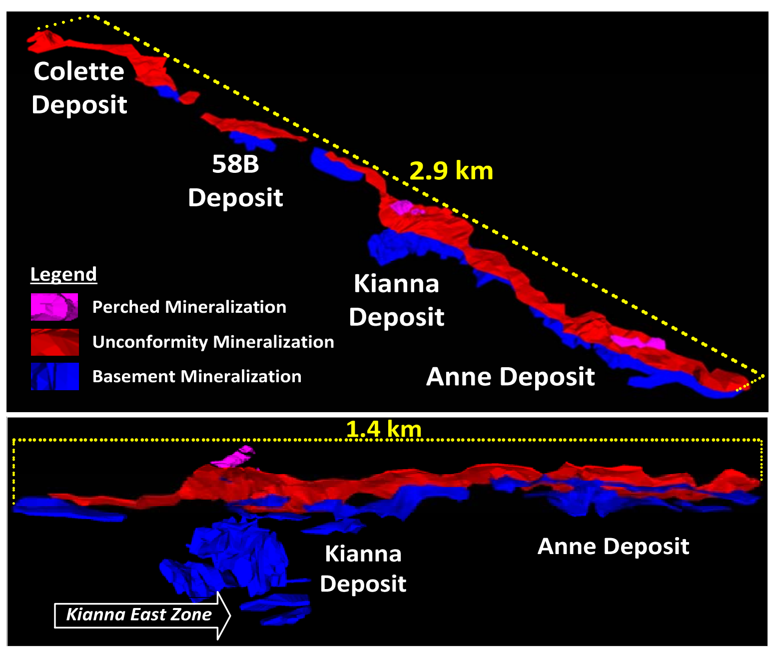


- Four known deposits – Kianna, Anne, Colette and 58B, distributed along a 3 km strike-length at the north end of the 33 km Saskatoon Lake Conductor ("SLC")
- 2015 approved exploration program budget was $2.8 million and consisted of:
  - Drilling near SHE-02 and the southernmost portion of Shea Creek on the SLC
  - Moving-loop SQUID electromagnetic survey on the southernmost Shea Creek claim
- Former Cluff Lake airstrip is not actively maintained due to mine decommissioning

Cumulative expenditures (inclusive of non-cash items) at September 30, 2015 by UEX on exploration and evaluation were $45.7 million and $7.4 million, respectively, with approximately 265,000 m of drilling completed.

Shea Creek – Colette, 58B, Kianna and Anne Deposits

- Third largest undeveloped uranium resource in the Athabasca Basin (the "Basin") and fifth largest existing uranium resource in the Basin.
- Resources are open in almost every direction and have excellent potential for significant expansion.
- Three styles of mineralization have been observed at Shea Creek: unconformity-hosted, basement-hosted and perched.



(Expressed in Canadian dollars, unless otherwise noted)

A N.I. 43-101 independent mineral resource estimate for Shea Creek was prepared by James N. Gray, P.Geo. of Advantage Geoservices Limited in April 2013 (see UEX news release dated April 17, 2013). This estimate includes resources from the Kianna, Anne, Colette and 58B deposits based on drilling information up to December 31, 2012. A technical report entitled "Technical Report on the Shea Creek property, northern Saskatchewan, with an updated mineral resource estimate", prepared by by R.S. Eriks, P.Geo., J.N. Gray, P.Geo., D.A. Rhys, P.Geo. and S. Hasegawa, P.Geo. with an effective date of May 31, 2013 supporting this mineral resource estimate was filed on SEDAR on May 31, 2013. Details of the mineral resource estimate at a cut-off grade of 0.30% U_3O_8 are as follows:

Deposit		Tonnes	Grade U_3O_8 (%)	U_3O_8 (lbs)		Tonnes	Grade U_3O_8 (%)	U_3O_8 (lbs)
Kianna	**Indicated**	1,034,500	1.526	34,805,000	**Inferred**	560,700	1.364	16,867,000
Anne		564,000	1.992	24,760,000		134,900	0.880	2,617,000
Colette		327,800	0.786	5,680,000		493,200	0.716	7,780,000
58B		141,600	0.774	2,417,000		83,400	0.505	928,000
TOTALS [1][2]		**2,067,900**	**1.484**	**67,663,000**		**1,272,200**	**1.005**	**28,192,000**

(1) Certain amounts presented in the Shea Creek N.I. 43-101 report have been rounded for presentation purposes. This rounding may impact the footing of certain amounts included in the tables above.

(2) The mineral resource estimates follow the requirements of National Instrument 43-101 – Standards of Disclosure for Mineral Projects and classifications follow CIM definition standards.

Mineral resources that are not mineral reserves do not have demonstrated economic viability. For additional information on the mineral resource estimate, please refer to Refer to "Technical Report on the Shea Creek property, northern Saskatchewan, with an updated mineral resource estimate" as filed on SEDAR on May 31, 2013.

Shea Creek – 2015 Exploration

The 2015 exploration programs consisted of drilling in four areas for a total of 8,184.9 m of drilling in twelve holes and approximately 31.5 km of electromagnetic surveying on the southernmost Shea Creek claim using a moving-loop SQUID electromagnetic survey:

- In the first quarter of 2015, one drill hole was completed to test the sparsely explored southernmost extent of the SLC at the southern end of the Shea Creek property where unconformity depths are in the range of 450 to 500 m. This hole successfully intersected its target at the unconformity but did not encounter anomalous uranium radioactivity or alteration.

- Approximately 31.5 km of electromagnetic surveying was completed in mid-April 2015 on the southernmost Shea Creek claim using a moving-loop SQUID electromagnetic survey. The interpretation of the data is ongoing and should be available in late November.

- During the summer 2015 program, six holes were drilled to follow up on hole SHE-2 which was the first mineralized hole encountered on the property during a systematic drilling campaign of the SLC undertaken in 1992 by Amok, a previous operator of the project. SHE-2 intersected uranium mineralization (0.342% U_3O_8 over 0.4 m) associated with the SLC. Until now, this intersection had not been followed up with additional drilling as other mineralized holes that tested the SLC led the exploration team toward the discovery of the current Shea Creek Deposits approximately 2.0 km to the north. In addition, SHE-127, located approximately 200 m northwest and along strike of SHE-2, also encountered basement mineralization approximately 35 m below the unconformity.
    - AREVA, the project operator, was motivated by the drilling results to allocate remaining WAJV funds to drill additional holes. This drilling was encouraging, but was still over 100 m away from the SHE-2 target which remains open for testing.
    - Five directional offcuts were completed from SHE-127 to test the extent of mineralization to the north of SHE-2. Notable alteration and structure were intersected in all offcuts with three returning significant elevated radioactivity. The sixth hole was completed 185 m north of SHE-127 and successfully intersected the unconformity and narrow zones of structure and alteration within the sandstone.
- A total of four holes were drilled to test along the sparsely explored SLC 3 to 4 km south of the Shea Creek Deposits. Conductive basement lithologies and notable structure were intersected in three holes; however no significant alteration or elevated radioactivity was noted.
- One drill hole was completed to intersect a previously untested electromagnetic conductor parallel to and west of the SLC, approximately 650 m southwest of the Anne Deposit. This hole intersected fresh basement lithologies with no apparent conductive package.
- The summer 2015 drilling program was temporarily suspended in June by AREVA and the Government of Saskatchewan when forest fires were burning on the property. Drilling operations resumed in August. No joint venture assets were lost to the fires.

Western Athabasca Projects – Other Projects

The Western Athabasca Projects – Other Projects include Erica, Laurie, Mirror River, Alexandra, Brander Lake, Nikita, Uchrich and Coppin Lake. See area map above under *Western Athabasca Projects ("WAJV") – Overview*.

Erica Project

2015 Drilling Program

A $1.5 million winter drilling program was completed at the Erica Project in the first quarter of 2015. The program consisted of two pilot holes and two off-cut holes (one off each pilot hole) totaling 2,643 m, which tested one of the five electromagnetic conductor trends that is coincident with a magnetic low located 15 km west-southwest of the Shea Creek Deposits. The trend is oriented parallel to the SLC and exhibits a similar geophysical signature as the basement rocks on the Shea Creek property. UEX funded its 49.1% share of the Erica program, or approximately $736,000. None of the holes encountered significant uranium, radioactivity or alteration; however, these were the first holes drilled following up on the electromagnetic survey which was completed in 2014.

(Expressed in Canadian dollars, unless otherwise noted)

Laurie Project

2015 Geophysical Program

A $500,000 winter geophysical program was completed at the Laurie Project. Exploration activities consisted exclusively of a moving-loop time-domain electromagnetic ("ML-TEM") survey on the southern end of the project where the Athabasca sandstone ranges from 0 to 225 m thick. A total of 49 km of ML-TEM was completed on fourteen profiles with the objective of defining future drill targets. UEX elected not to participate in the 2015 Laurie program. UEX's interest in this project is anticipated to drop from the current 49.097% interest to approximately 42.25% effective December 31, 2015. The ML-TEM survey has been completed; however, interpreted results from the survey are not expected until the end of the year.

UEX's decision to not fund exploration work at the Laurie Project does not have an impact on UEX's ownership interest in the other eight WAJV projects which will remain at 49.097%, including the Company's ownership of the existing uranium resources at the Shea Creek Project.

Alexandra, Brander Lake and Nikita Projects – 2015 Program

No significant exploration activities were undertaken on the Brander, Alexandra and Nikita Projects in 2015. Budgets of $10,000 were approved for each of these projects in 2015 to prepare for future exploration activities, possibly as soon as 2017. UEX is funding its 49.1% share of these budgets or approximately $14,700.

Beatty River Project

	Number of claims	Hectares	Acres	Project Operator	UEX Ownership %	AREVA Ownership %	JCU Ownership %
Beatty River	7	6,688	16,526	AREVA	25.0	50.7	24.3

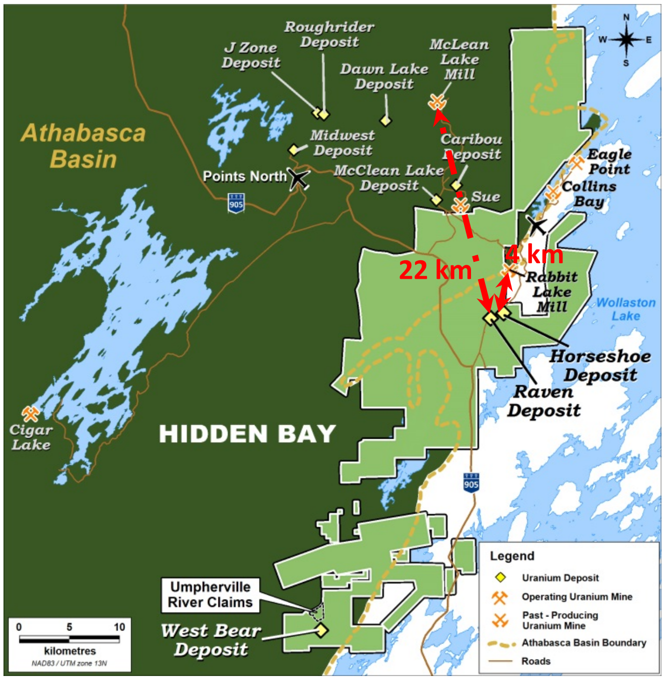
The Beatty River Project is located in the western Athabasca Basin approximately 40 km south of the Shea Creek Deposits. Please see the Western Athabasca Projects map for the location of the Beatty River Project.

Pursuant to an option agreement dated June 15, 2004 and subsequently amended on March 20, 2013, UEX acquired a 25% interest in Beatty River from JCU in 2013.

No program has been proposed for 2016.

(Expressed in Canadian dollars, unless otherwise noted)

Hidden Bay Project



- Cameco's Rabbit Lake Mill (including Eagle Point) has produced over 198 million pounds of U_3O_8 to date [(1)]
- AREVA's McLean Lake JEB Mill has produced close to 50 million pounds of U_3O_8 to date [(2)]

- Three known deposits: Horseshoe, Raven and West Bear.
- Proximal to operating uranium mills, year-round access by road and air, electric transmission lines transect the property.
- Competitive advantage due to extensive historic core library and large historic drilling database:
  - o Has identified targets for new basement uranium mineralization;
- 10,179 m - $2.5 million exploration program focused on Dwyer Lake and Wolf Lake for basement-hosted uranium deposits in 2015.
- Umpherville River Project added to Hidden Bay Project in Q2 2015 and ownership interest increased from 70% to 90% in October 2015.

(1) Source: *http://www.cameco.com/northernsk/cameco_in_north/operation_major_projects/rabbit_lake*
(2) Source: *http://us.areva.com/EN/home-984/areva-resources-canada-mcclean-lake.html*

	Number of claims	Hectares	Acres	UEX Ownership %
Hidden Bay	54	59,424	146,841	100
Hidden Bay – Umpherville JV	10	160	395	90

Hidden Bay was acquired from Cameco upon UEX's formation in 2002 establishing Cameco's initial equity position in UEX.

In October of 2014, UEX staked five new mineral claims which now form a part of the Hidden Bay Project. Most of the newly staked claims are contiguous to existing Hidden Bay claims and expand the Company's holdings in the Dwyer Lake and Wolf Lake areas.

In April of 2015, UEX staked six new mineral claims, which expand the Company's holdings in the Dwyer Lake area of the Hidden Bay Project.

(Expressed in Canadian dollars, unless otherwise noted)

In May of 2015, UEX acquired a 70% interest in the Umpherville River Project ("Umpherville") from Cameco (20.33% shareholder of UEX Corporation) for cash consideration of $12,000. On October 7, 2015, the Company acquired a further 20% interest in Umpherville from Glencore for cash consideration of $10,000 plus an agreement to pay to Glencore a 2% NSR royalty on Glencore's current 20% interest for each mineral produced from the project (equivalent to a 0.4% NSR on the total project) with the NSR on uranium capped at $10 million. The Umpherville claims abut against Hidden Bay mineral claims in the West Bear area, with any future exploration easily coordinated through our Raven exploration camp.

The 2015 Hidden Bay exploration program commenced in December 2014 with the field work completed early in the third quarter and consisted of drilling at Wolf Lake and Dwyer Lake (completed in Q2 2015), geophysical surveys at Dwyer Lake (completed in Q3 2015) and ongoing historical core and field data review at Umpherville and the south block of Hidden Bay to identify exploration targets for future drill programs.

Cumulative expenditures (inclusive of non-cash items) at September 30, 2015 by UEX on exploration and evaluation at Hidden Bay were $71.7 million and $7.4 million, respectively, with approximately 498,000 m of drilling completed.

Horseshoe and Raven Deposits

- Positive PA at US$60/lb U_3O_8 – see discussion below
- Seventh largest undeveloped uranium resource in the Athabasca Basin
- Located 4 km from Cameco's Rabbit Lake Mill and 22 km from AREVA's McClean Lake Mill
- Existing power line supplying Rabbit Lake Mill crosses over the deposits
- Year-round all-weather access by commercial airport and via Provincial Highway 905

West Bear Deposit

- Shallowest undeveloped uranium deposit in the Athabasca Basin
- Near existing milling infrastructure and power lines
- Short distance from year-round all-weather access by commercial airport and via Provincial Highway 905

Mineral Resource Estimates

The current technical report, "Preliminary Assessment Technical Report on the Horseshoe and Raven Deposits, Hidden Bay Project, Saskatchewan, Canada" (the "Preliminary Assessment Technical Report", the "PA" or the "Hidden Bay Report"), prepared by SRK Consulting (Canada) Inc. ("SRK Consulting") and G. Doerksen, P.Eng., L. Melis, P.Eng., M. Liskowich, P.Geo., B. Murphy, FSAIMM, K. Palmer, P.Geo. and Dino Pilotto, P.Eng., with an effective date of February 15, 2011 was filed on SEDAR at *www.sedar.com* on February 23, 2011. Details for the mineral resource estimates at a cut-off grade of 0.05% U_3O_8 as follows:

Deposit		Tonnes	Grade U_3O_8 (%)	U_3O_8 (lbs)		Tonnes	Grade U_3O_8 (%)	U_3O_8 (lbs)
Horseshoe	**Indicated**	5,119,700	0.203	22,895,000	**Inferred**	287,000	0.166	1,049,000
Raven		5,173,900	0.107	12,149,000		822,200	0.092	1,666,000
West Bear		78,900	0.908	1,579,000		-	-	-
TOTAL(1)		**10,372,500**	**0.160**	**36,623,000**		**1,109,200**	**0.111**	**2,715,000**

(1) The mineral resource estimates follow the requirements of National Instrument 43-101 – Standards of Disclosure for Mineral Projects and classifications follow CIM definition standards.

The PA is preliminary in nature, includes inferred mineral resources that are considered too speculative geologically to have economic considerations applied to them that would enable them to be categorized as mineral reserves. There is no certainty that the preliminary economic assessment will be realized. Mineral resources that are not mineral reserves do not have demonstrated economic viability.

The PA found the economics of mining the Horseshoe and Raven deposits to be positive and, based on a spot price of US$60 per pound of U_3O_8, reported undiscounted earnings before interest and taxes ("EBIT") of $246 million, a pre-tax net present value ("NPV") at a 5% discount rate of $163 million and an internal rate of return ("IRR") of 42%.

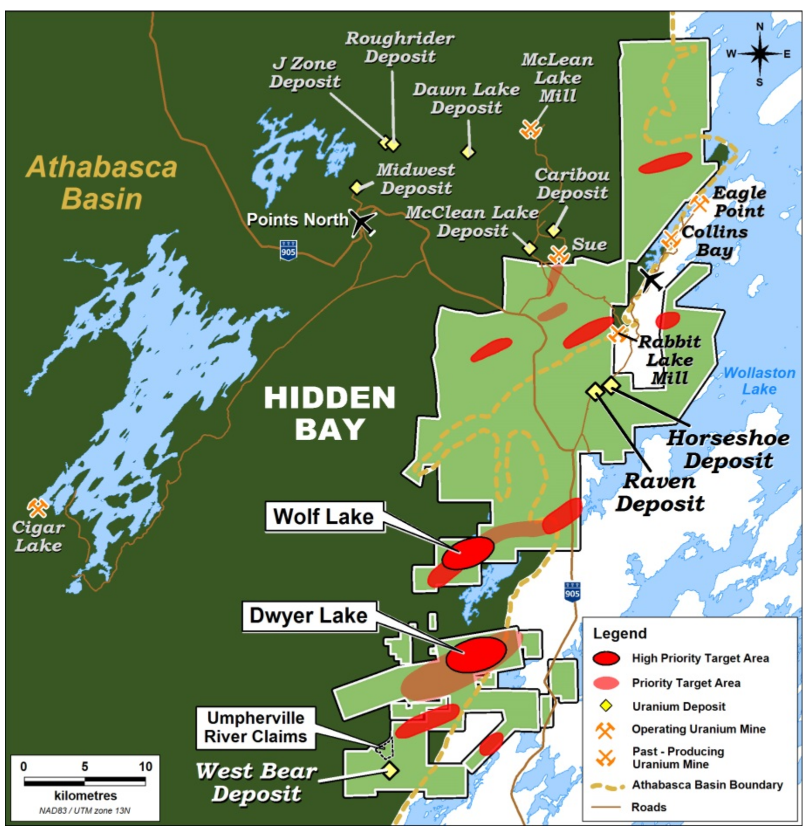
Projects in the mining sector have experienced rising costs, including rising capital and operating costs, during the past few years. The price of uranium has declined since the date of the PA which could negatively impact the results of the PA. Projects in the mining sector have also experienced significant fluctuations of costs, which could impact EBIT, NPV and IRR which have been calculated based upon historical costs. Accordingly, readers should bear these factors in mind when reading the PA and should not place undue reliance on the PA.

- PA recommended the Horseshoe and Raven deposits be advanced to a preliminary feasibility level.
- The PA for Horseshoe and Raven deposits (see discussion above) also recommended that the West Bear deposit be advanced to a preliminary feasibility level along with the Horseshoe and Raven deposits.

Basement Targeting at Hidden Bay

Recent work completed has confirmed that previous operators on the Hidden Bay Project focused primarily on testing unconformity targets with little effort expended on testing basement targets at depths below the unconformity where the Millennium, Gryphon and Roughrider basement-hosted deposits were found. In the western half of the Hidden Bay property where Athabasca sandstone cover is present, less than 25% of the historical drilling extended deep enough below the unconformity to test for basement uranium mineralization.

UEX's existing unconformity-focused exploration database confers a substantial competitive advantage, as it can be used to generate high-quality basement targets with limited capital outlay. Substantial investment in geophysics, prospecting and drilling would be required to obtain a fraction of the information that UEX already possesses and is using to vector toward basement-hosted deposits.



Field review of historical drill core was undertaken in the summer of 2014 and 2015 and identified high priority basement uranium targets:

- Thirteen target areas were identified from the Company's database of 1,800+ historic drill holes and exploration data as being prospective for basement-hosted uranium deposits.
- Ten of the thirteen target areas require additional historic core review to select future drill targets.
- The 2015 drilling program confirmed that Dwyer Lake and Wolf Lake, two of the thirteen identified target areas, exhibit key characteristics associated with basement-hosted uranium deposits similar to the Millennium, Roughrider and Eagle Point deposits.
- The summer 2015 Umpherville core and historical data review identified a previously unrecognized target.

Dwyer Lake – Key Characteristics

- The Athabasca sandstone cover is approximately 25 to 35 m thick in the area.
- A 65 m thick strong hydrothermal alteration zone was identified starting at 35 m depth.
    - The basement alteration observed resembles known basement alteration systems proximal to and within the Millennium, Roughrider and Eagle Point uranium deposits.
    - Previous operators did not follow up on this prospective basement alteration zone down-dip or along-strike.

Wolf Lake – Key Characteristics

- The Athabasca sandstone cover is approximately 35 to 55 m thick in the area.
- Alteration systems were found in the 50 to 150 m depth range.
    - Massive continuous clay alteration was observed in multiple holes with extensive core lengths in basement rocks. The alteration resembles that of the basement alteration system associated with the Millennium, Roughrider and Eagle Point uranium deposits.
    - Prospective radioactive fault system discovered in 2015.
    - Previous operators did not follow up on this prospective basement alteration with additional holes in either the down-dip or along-strike directions.

2015 Exploration Program

This exploration program was the first of a series of programs intended to discover new basement-hosted deposits on Hidden Bay, based on ongoing re-interpretation and leveraging of the extensive historical dataset compiled when historical exploration in the area was targeting unconformity-style mineralization.

The $2.5 million winter drilling program of 47 holes totalling 10,179 m was completed in the first quarter, based out of the Company's Raven exploration camp. As at September 30, 2015, approximately $2.3 million of the Company's 2015 Hidden Bay exploration program budget has been expended.

The winter program tested two of the initial twelve target areas recently identified and confirmed that they exhibit characteristics associated with known basement uranium deposits. These characteristics or markers were present in the core extracted from areas with shallow sandstone cover drilled by previous explorers looking for unconformity style mineralization.

Highlights of the winter program and plans for the remainder of the year at Hidden Bay are outlined below:

- At Dwyer Lake, a major hydrothermal clay alteration zone over an area 175 m by 75 m was encountered, significantly expanding the area of intense clay alteration first indicated in historic hole D-57. Massive kaolinite-illite clay replacement of the sandstone and basement rocks is considered highly prospective and confirms Dwyer Lake as a high priority area for follow-up exploration work. The ultimate limits of the clay alteration zone have not yet been defined and the Company believes that following this alteration zone could ultimately lead to a location where uranium could have been deposited.

- A ground resistivity survey was completed in September to define the geographical limits of the clay alteration zone at Dwyer Lake. Data collection was of a high quality and interpretation of the results is ongoing.

- At Wolf Lake, a new radioactive and hydrothermally-altered graphitic fault system oriented in an east-northeasterly direction in the Wolf Lake area was identified that extends eastward from a known area of hydrothermal alteration, geochemically anomalous uranium and radioactivity that occurs along the main Wolf Lake north-south fault system. The two highest readings of radioactivity intersected during the winter program were encountered in this newly identified fault structure:

  - Hole WO-151 returned a down-hole radiometric probe peak of 12,771 cps
  - Hole WO-152 returned a down-hole radiometric probe peak of 4,348 cps

  This new fault zone has potential for both unconformity-style and basement-type uranium mineralization and remains untested along strike to the east.

  East-northeasterly fault systems that splay off regional fault structures are known to host important basement-uranium mineralization in the district. The nearby Eagle Point Mine (Cameco's Rabbit Lake Operation) is currently mining uranium from such a fault system.

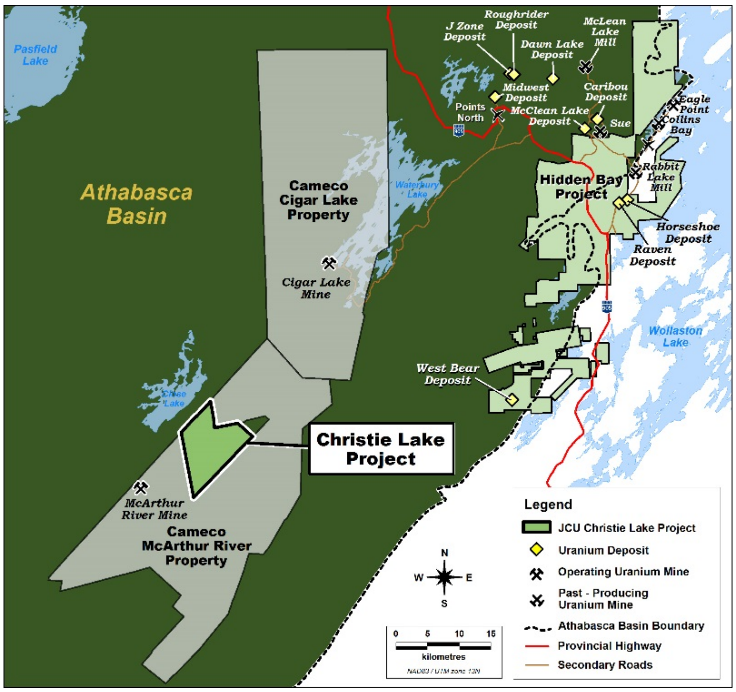
- During August 2015, the UEX exploration team continued the review of historic drill core from the some of the remaining ten areas identified during the 2014 database review, which began in the summer of 2014. The objective of the review was to identify and prioritize additional targets for testing in future drilling programs in the winter of 2016. The 2015 core review focused on the southern half of the Hidden Bay property extending our knowledge in the vicinity of the winter drilling programs at Dwyer and Wolf Lakes, in the Michael Lake area and along the key Mitchell-Dwyer trend leading to our newly acquired Umpherville River claims.

  - The 2015 core review led to the discovery of previously unknown graphitic fault zone parallel to and north of the Mitchell-Dwyer trend that is untested by diamond drilling over a 7 km strike length and represents a classic unconformity style target.

Umpherville River

UEX geologists were in the field this past quarter locating and reviewing historical drill core as well as other cross sections and data related to the Umpherville River Project. Of particular interest was a historic weakly mineralized intercept in hole ML-5-77 drilled in 1977. ML-5-77 encountered uranium mineralization at the unconformity that averaged 0.12% U_3O_8 over 1.5 m at a very shallow depth of approximately 50 m. Later the same year, two holes were drilled to follow up this intersection down dip; however, both of these holes were lost in highly altered clay at the unconformity and did not properly test the target. Significant alteration can be an indicator for basement-hosted uranium deposits. We expect to follow up on these indicators in an upcoming program and are optimistic that advancements in drilling technology should allow us to properly test this promising target.

Christie Lake Project



- Located in the eastern Athabasca Basin, 9 km northeast and along strike of the McArthur River mine and 30 km southwest of the Cigar Lake mine.
- Two known uranium deposits: Paul Bay and Ken Pen
- Historical non-compliant resource of 20.87 Mlbs with an average grade of 3.22%*.
- UEX signed a LOI on October 26, 2015 to earn up to a 70% interest in the project from JCU.

Historical Resource*

Ore Body	Cut-Off Grade (% U_3O_8)	Ore (t)	Resources (t U_3O_8)	Resources (million lbs U_3O_8)	Average Grade (% U_3O_8)
Paul Bay Ore Shoot	0.3	231,298	7,078	15.60	3.06
Ken Pen Ore Shoot	0.3	62,956	2,392	5.27	3.80
Total		294,254	9,470	20.87	3.22

Source:

Geological Resource Estimation Christie Lake Project Saskatchewan September 1997 by Resource Analysis/Evaluation Group PNC Tono Geoscience Center Japan

* *This is a historic resource estimation which does not use resource classifications consistent with NI 43-101. A qualified person has not done sufficient work to classify the historic estimate as current mineral resources or mineral reserves. UEX is not treating the historic estimate as current mineral reserves or mineral resources. The historical resource estimate was presented in an internal report titled Christie Lake Project, Geological Resource Estimate completed by PNC Tono Geoscience Center, Resource Analysis Group, dated September 12, 1997. The historical resource was calculated using a 3-D block model using block sizes of 2 m by 2 m by 2 m, and block grades interpolated using the inverse distance squared method over a circular search radius of 25 m and 1 m height. Specific gravities for each deposit were averaged from specific gravity measures of individual samples collected for assay. UEX plans to complete additional infill drilling on the deposits during the option earn-in period to upgrade these historic resources to indicated and inferred resources.*

(Expressed in Canadian dollars, unless otherwise noted)

The Christie Lake Project is currently 100% owned by JCU (Canada) Exploration Company, Limited (JCU) with UEX having signed a Letter of Intent (LOI) on October 26, 2015 to earn up to a 70% interest in the project by making cash payments of CAD $7.0 million and funding CAD $15.0 million in exploration work commitments over 5 years.

UEX believes that the P2 Fault trend that hosts the McArthur River mine may continue onto the Christie Lake Project. UEX intends to convert the historical resource to a NI 43-101 resource in the coming years with additional drilling and detailed review of the historical work completed. Beyond the known mineralized zones, management believes that the full potential of the productive corridor has only begun to be understood and that it holds very good potential for the discovery of new uranium deposits and expansion of the historical resources. Many kilometers of conductors exist on the southern half of the project which have never been drill tested and provide excellent greenfields exploration potential proximal to producing uranium mines.

Letter of Intent (LOI) – Christie Lake

On October 26, 2015, UEX made the $250,000 payment upon signing of the LOI agreement with JCU related to the Christie Lake Project. Upon signing, UEX has a 90 day period of exclusivity with JCU to complete the Option Agreement that is currently in draft form. If the Option Agreement is not signed within 90 days and UEX has not made the $1,750,000 payment required before January 1, 2016, the $250,000 payment is forfeited.

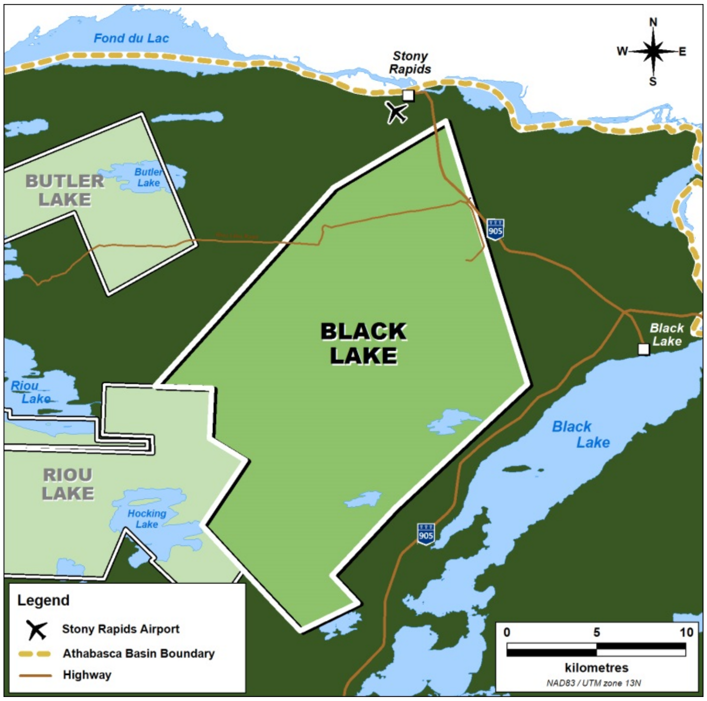
Should UEX complete the milestones noted above, which may require the issuance of additional shares, then the Company must complete the remainder of the cash payments and exploration work as outlined in the table below to fully earn a 70% interest in the Christie Lake Project.

Date	Cash Payment	Exploration Work Commitment	UEX Cumulative Interest Earned
Upon signing of the LOI	$ 250,000	$ -	- %
Before January 1, 2016	1,750,000	-	10.00
Before January 1, 2017	2,000,000	2,500,000	30.00
Before January 1, 2018	1,000,000	2,500,000	45.00
Before January 1, 2019	1,000,000	5,000,000	60.00
Before January 1, 2020	1,000,000	5,000,000	70.00
	$ 7,000,000	$ 15,000,000	70.00 %

UEX could elect to cease cash payments and work commitments and instead vest a reduced interest in the property according to the schedule in the table above.

(Expressed in Canadian dollars, unless otherwise noted)

Black Lake Project



- Located at the northern edge of the Athabasca Basin.
- Uracan Resources (TSX.V:URC) has an option to earn a 60% interest.
- Year-round access by road and air, electric transmission lines transect the property.
- Village of Stony Rapids provides accommodations and other support services.
- Uranium mineralization has been encountered on three separate areas of the property.

	Number of claims	Hectares	Acres	Project Operator	UEX Ownership %	AREVA Ownership %
Black Lake	12	30,381	75,073	UEX	90.69	9.31

Cumulative expenditures by UEX (inclusive of non-cash items) to September 30, 2015 on exploration at Black Lake were $15.3 million, inclusive of non-option costs that are not covered under the earn-in agreement, with approximately 67,629 m of drilling completed. A total of 71,695 m of drilling had been completed at Black Lake as at September 30, 2015, which includes 4,066 m of drilling funded by Uracan Resources Ltd. ("Uracan"). The exploration expenditures funded by Uracan are not reflected in UEX's financial statements, with the exception of the 10% management fee received from Uracan, which is netted against salaries expense.

Pursuant to an agreement dated January 24, 2013 and amended June 23, 2014 and December 15, 2014, Uracan can earn a 60% interest in the Black Lake Project by funding $10 million in exploration expenditures over 10 years with a minimum of $1 million per year, with no partial earn-in permitted. UEX remains the project operator until such time as Uracan has earned its 60% interest in the Project and is entitled to a 10% management fee under the Black Lake joint-venture agreement. Uracan has also granted to UEX a 1% NSR royalty from their ownership interest and upon UEX receiving a total of $10.0 million in royalty payments, the NSR royalty will terminate.

In consideration for signing the initial agreement, Uracan issued 300,000 common shares and 150,000 warrants to UEX in 2013. In consideration for signing the June 23, 2014 amendment, Uracan issued a further 50,000 shares and 25,000 warrants to UEX in 2014.

The June 23, 2014 amendment reduced the 2014 expenditure requirement from $2,000,000 to $1,577,560. The $422,440 reduction to the 2014 expenditure requirement was added to the 2015 requirement, increasing it from $1,000,000 to $1,422,440. The December 15, 2014 amendment extended Uracan's 2014 exploration expenditures deadline to January 31, 2015, which have been fulfilled by Uracan. Except for the amendment of the annual expenditure requirements for 2014 and 2015 described above, all original terms of the earn-in agreement remain unchanged.

As at November 9, 2015, Uracan has funded approximately $1.6 million in exploration expenditures toward its earn-in resulting in approximately 4,066 m of drilling on the Black Lake Project. These amounts are in addition to those incurred by UEX on Black Lake to date. The Black Lake claims are in good standing until at least January 2023.

Uracan was presented with a budget of $1.6 million for 2015. Uracan has indicated to UEX that they will be unable to meet their 2015 amended exploration work commitments. UEX has verbally agreed to extend Uracan's amended 2015 funding requirements by 11 months until November 30, 2016 and all other work commitments will be extended by one year. Should Uracan be unable to meet its 2015 funding commitment by that time, the earn-in agreement shall terminate.

Notable Historic Intersections

Previous drilling by UEX encountered uranium mineralization in three separate areas of the property (as described in UEX press releases dated October 12, 2004, August 14, 2006, February 27, 2007 and August 21, 2007, respectively):

- BL-018: 0.69% U_3O_8 over 4.4 m, including 1.96% U_3O_8 over 0.5 m;
- BL-082: 0.50% U_3O_8 over 3.3 m, including 1.60% U_3O_8 over 0.7 m;
- BL-110: 0.79% U_3O_8 over 2.82 m; and
- BL-140: 0.67% U_3O_8 over 3.0 m, including 1.58% U_3O_8 over 1.0 m.

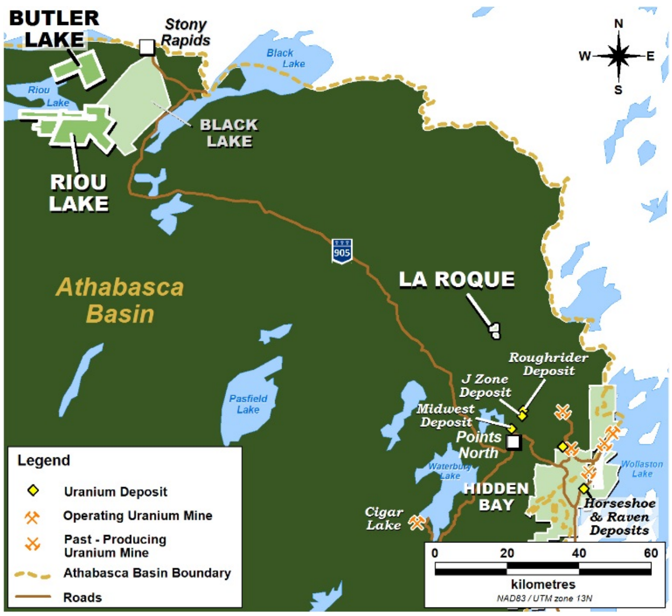
These mineralized intervals were encountered at the unconformity between the overlying Proterozoic Athabasca sandstones and underlying Archean/Aphebian basement rocks at relatively shallow down-hole depths between 274 m and 318 m.

2015 Exploration Program

A $455,000 winter diamond drilling program totaling 1,318 m was completed in January 2015. Report writing for this program has been completed and the assessment report will be submitted for credit in the near future. This program was fully funded by Uracan as part of the earn-in agreement.

(Expressed in Canadian dollars, unless otherwise noted)

Northern Athabasca and Riou Lake Projects



UEX is actively seeking partners to advance the Northern Athabasca and Riou Lake Projects

- Located at the northern edge of the Athabasca Basin.
- Year-round access by road and air, close to existing electric transmission lines.
- Village of Stony Rapids provides accommodation and other support services.
- Uranium mineralization has been encountered on three areas of the Riou Lake Project.
- Lack of recent activity and exploration budgets triggered impairment charges on these projects despite their potential.
- La Roque claims adjacent to Cameco's La Roque Lake deposits.

Northern Athabasca

	Number of claims	Hectares	Acres	UEX Ownership %
Butler Lake	2	7,245	17,903	100
La Roque	3	378	934	100
Total	5	7,623	18,837	100

UEX continues to hold claims on our Northern Athabasca Projects; however, the Company does not have any exploration plans at this time.

- One claim at each of the former Monroe Lake and Fond du Lac projects lapsed in February 2015. These claims had been written off in 2010 due to a lack of planned exploration activity at that time.

(Expressed in Canadian dollars, unless otherwise noted)

Riou Lake

	Number of claims	Hectares	Acres	UEX Ownership %
Riou Lake	12	18,071	44,656	100

The Riou Lake Project was written off in June 2014 due to a lack of planned future activity and the lapsing of two claims. One claim lapsed in March 2015 and was re-staked in April 2015. A second claim lapsed on June 30, 2015 and was not re-staked. UEX maintains several Riou Lake claims in good standing.

The Company will continue to seek partners that may be interested in earning into this project to follow up on historic uranium mineralization encountered on the property.

Qualified Person

The disclosure of technical information regarding UEX's properties in this MD&A has been reviewed and approved by Roger Lemaitre, P.Eng., P.Geo., UEX's President and CEO, who is a Qualified Person as defined by *National Instrument 43-101 – Standards of Disclosure for Mineral Projects* and is non-independent of UEX.

(Expressed in Canadian dollars, unless otherwise noted)

3. Financial Update

Selected Financial Information

The following is selected financial data from the audited financial statements of UEX for the last three completed fiscal years. The data should be read in conjunction with the audited financial statements for the years ended December 31, 2014, 2013 and 2012 and the notes thereto.

Summary of Annual Financial Results

	December 31, 2014	December 31, 2013	December 31, 2012
Interest income	$ 131,399	$ 202,074	$ 221,465
Net loss for the year	(9,456,981)	(2,348,002)	(3,911,251)
Write-down of mineral properties	(10,425,937)	-	(1,609,741)
Basic and diluted loss per share	(0.041)	(0.010)	(0.018)
Capitalized exploration and evaluation expenditures, net of fair value consideration received (if any)	1,560,079	4,670,032	5,934,804
Total assets	$ 164,943,741	$ 173,871,037	$ 172,460,671

The following quarterly financial data is derived from the unaudited condensed interim financial statements of UEX as at (and for) the three-month periods ended on the dates indicated below.

Summary of Quarterly Financial Results (Unaudited)

	2015 Quarter 3	2015 Quarter 2	2015 Quarter 1	2014 Quarter 4	2014 Quarter 3	2014 Quarter 2	2014 Quarter 1	2013 Quarter 4
Interest income	$ 26,993	$ 27,168	$ 31,601	$ 34,660	$ 29,358	$ 32,279	$ 35,102	$ 42,073
Net loss for the period	(363,589)	(402,500)	(612,845)	(573,455)	(364,243)	(8,067,108)	(452,175)	(1,175,040)
Write-down of mineral properties	-	-	-	-	-	(10,425,937)	-	-
Basic and diluted loss per share	(0.001)	(0.002)	(0.003)	(0.003)	(0.002)	(0.035)	(0.002)	(0.005)
Capitalized exploration and evaluation expenditures, net of fair value consideration received (if any)	769,345	808,757	2,791,159	236,706	179,835	515,064	628,474	1,104,791
Total assets	$166,668,889	$167,117,327	$165,232,996	$164,943,741	$165,032,267	$162,766,315	$174,264,271	$173,871,037

UEX's business is not affected by seasonality as the Company is able to perform exploration and evaluation work year round. In late Q2 2015, there were some delays to our exploration programs in the Athabasca Basin due to forest fires that have led to travel restrictions and evacuations in some areas. Variations in capitalized exploration and evaluation expenditures from quarter to quarter and year to year are affected by the timing and size of the exploration and evaluation programs in the periods. Beginning in 2012 and continuing through 2015, in response to a decrease in uranium prices following the earthquake and tsunami that damaged Japan's Fukushima nuclear power plant and the global economic slowdown that affected UEX's share price, certain discretionary exploration and evaluation expenditures were deferred. This reduced level of activity in exploration and evaluation expenditures is reflected in the 2014 financial results. In 2015, UEX commenced exploration at Hidden Bay targeting basement deposits, with the majority of this work occurring in the first quarter of 2015. Variations in loss are primarily affected by the number of options granted and/or vesting in the period and the associated inputs used in calculating share-based payment expense, by the timing of mineral property impairments that may have occurred during the period (inclusive of the tax impact thereon) and the timing of the recognition of deferred taxes associated with the renunciation of tax benefits related to flow-through expenditures.

- *Impairment:*
  - There were no impairment charges in Q3 2015 or in any of the previous quarters in 2015.
  - In the second quarter of 2014, the Company determined that the carrying value of UEX's 100%-owned Riou Lake Project was impaired and a $10,425,937 charge is reflected in the loss for the second quarter of 2014 (net deferred tax effect, which reduced the impact of the impairment by approximately $2,815,000). This impairment was recognized because the Company does not have any exploration activity planned or currently budgeted for the area. UEX continues to maintain several Riou Lake claims in good standing.
- *Renunciation of tax benefits:*
  - The $3,300,000 flow-through placement which was completed on May 11, 2015 has had approximately $1.3 million expended on exploration to September 30, 2015. The tax benefits of this placement shall be renounced to eligible shareholders in the first quarter of 2016 effective December 31, 2015.
  - The majority of the required flow-through expenditures from the September 2014 flow-through private placement were incurred by the end of the first quarter of 2015. In the three-month period ended December 31, 2014, $229,819 in exploration expenditures were funded with flow-through dollars. In the three-month period ended March 31, 2015, $2,781,366 in exploration expenditures were funded with flow-through dollars, with all remaining proceeds expended by April 30, 2015. All of the flow-through expenditures from the June 2013 flow-through private placement were incurred prior to December 31, 2013.
  - The renunciation of tax benefits to eligible subscribers effective December 31, 2014 did not result in a significant increase in deferred tax expense in the fourth quarter of 2014 or for the year ended December 31, 2014 as had occurred in 2013 due to the timing of expenditures described above. The tax effect of the renunciation effective December 31, 2014 is reflected in Q1 2015 as the renunciation was filed in February 2015.
  - In the fourth quarter of 2013 and for the year ended December 31, 2013, the loss was increased by $625,617 in deferred tax expense as a result of the renunciation of the tax benefits associated with qualified exploration expenditures which were incurred with flow-through dollars, net of the reversal of the flow-through premium.
- *Deferred tax recovery*
  - The loss for the second quarter of 2014 was reduced by $3.3 million in deferred tax recovery as a result of the impairment of Riou Lake as well as the increase in non-capital loss carryforwards due to the operating losses incurred.

Share Capital

The Company is authorized to issue an unlimited number of common shares without par value, of which 246,015,069 common shares were issued and outstanding as at September 30, 2015 and November 9, 2015, and an unlimited number of preferred shares (no par value) issuable in series, of which 1,000,000 preferred shares have been designated Series 1 Preferred Shares, none of which are issued and outstanding. At September 30, 2015 and November 9, 2015, the Company had reserved a total of 17,316,000 common shares related to director, employee and consultant share purchase options. The share purchase options are exercisable into common shares at exercise prices ranging from $0.18 per share to $1.45 per share.

Results of Operations for the Three-Month Period Ended September 30, 2015

For the three-month period ended September 30, 2015, the Company earned interest income of $26,993 (Q3 2014 - $29,358). The decrease in interest income was due to lower interest rates on investments and slightly lower average cash balances during the current three-month period. In the third quarter of 2015, the Company had an average cash balance invested of approximately $6.8 million versus $6.9 million in the comparative period.

For the three-month period ended September 30, 2015, the Company incurred expenses of $489,089 (Q3 2014 - $498,367) with significant changes from the comparative period identified as follows:

- Legal and audit fees of $27,026 (Q3 2014 - $15,597) increased primarily in response to staffing changes during the quarter;
- Maintenance costs of $32,647 (Q3 2014 - $229) related to maintenance and repair work at the Company's Raven exploration camp during the quarter. No similar costs were incurred in the comparative quarter;
- Office expenses of $81,163 (Q3 2014 - $108,818) decreased primarily due to lower consulting fees in the current quarter as the comparative quarter included higher costs associated with geological data compilation and claims management;
- Project investigation costs of $6,232 (Q3 2014 - $56,752) primarily related to the Umpherville River and Christie Lake Project evaluations, with no significant charges for external consultants, and decreased compared to Q3 2014 which included travel costs and advisory fees for opportunities which were evaluated but not completed;
- Salaries expense of $189,151 (Q3 2014 - $184,816) increased primarily as a result of lower Black Lake Project management fees earned in the period, which are netted against and reduce salaries expense (Q3 2015 - $61 versus Q3 2014 - $2,617). The lower management fees resulted from a smaller Black Lake exploration program in Q3 2015 versus Q3 2014. The remainder of the increase relates to annual adjustments to salaries and an increase to directors' fees;
- Share-based compensation expense of $85,446 (Q3 2014 - $78,122) increased from Q3 2014 primarily as a result of 2,060,000 share purchase options granted in Q2 2015 under the Company's option plan, one-third of which vested immediately. In the comparative quarter, the annual option grant had not yet occurred; and
- Travel and promotion costs of $27,330 (Q3 2014 - $18,141) increased as UEX conducted marketing in the UK in Q3 2015 which did not occur in Q3 2014.

Deferred income tax recovery for the three-month period ended September 30, 2015 was $98,507 (Q3 2014 - recovery of $104,766) and reflects the smaller loss before income taxes in the current quarter.

The vesting of share purchase options during the three-month period ended September 30, 2015 resulted in total share-based compensation of $92,567 (Q3 2014 - $85,344), of which $7,121 was allocated to mineral property expenditures (Q3 2014 - $7,222) and the remaining $85,446 was expensed (Q3 2014 - $78,122).

Results of Operations for the Nine-Month Period Ended September 30, 2015

For the nine-month period ended September 30, 2015, the Company earned interest income of $85,762 (2014 - $96,739). The decrease in interest income was due to lower cash balances during the current nine-month period as well as $940 of Part XII.6 tax, which has been netted against interest income in the current nine-month period versus $nil in the comparative period. In the first nine months of 2015, the Company had an average cash balance invested of approximately $7.0 million versus $8.0 million in the comparative nine-month period.

For the nine-month period ended September 30, 2015, the Company incurred expenses of $1,740,872 (2014 - $12,138,335) with significant changes from the comparative period identified as follows:

- Filing fees and stock exchange costs of $81,609 (2014 - $112,472) decreased due to a change in the method of distributing the materials for the annual general meeting to shareholders;

- Legal and audit fees of $97,673 (2014 - $84,786) were higher primarily due to professional fees for tax advice and legal costs incurred related to staffing changes that were not incurred in the comparative nine-month period;

- Maintenance costs of $38,621 (2014 - $365) relate to costs at Raven Camp in advance of the winter 2015 exploration program, maintenance and repairs related to the septic field and servicing of the Company's geological server, with no similar costs incurred in the comparative period;

- Office expenses of $331,079 (2014 - $302,626) increased primarily due to fees paid to consultants for database management services related to the evaluation and assessment of the Company's geological database and related processes, which in Q2 2015 culminated in the purchase of a new geological database solution and the configuration of geological data required for the transition;

- Project investigation costs of $19,221 (2014 - $90,054) decreased due to the lower complexity of opportunities which were evaluated. The first nine months of 2014 included travel costs and advisory fees not incurred in 2015;

- Salaries expense of $571,645 (2014 - $478,451) increased primarily as a result of lower Black Lake Project management fees earned in the period, which are netted against salaries expense (2015 - $38,128 versus 2014 - $103,361). The lower management fees resulted from a smaller Black Lake exploration program during the first nine months of 2015 versus the comparative period. The remainder of the increase relates to annual adjustments to salaries, an increase to directors' fees and the fact that the comparative period does not include the CEO's remuneration for the full nine-month period;

- Share-based compensation expense of $288,954 (2014 - $335,936) decreased from the first nine months of 2014 as the comparative period expense reflects the impact of the 1,000,000 share purchase options granted to the CEO as part of his employment contract, one-third of which vested immediately;

(Expressed in Canadian dollars, unless otherwise noted)

- No write-down of mineral properties was required during the first nine months of 2015. An impairment charge of $10,425,937 for Riou Lake was recorded in the comparative period due to a lack of planned or budgeted exploration activity.

Deferred income tax recovery for the nine-month period ended September 30, 2015 was $276,176 (2014 - recovery of $3,158,070). The difference primarily relates to the Q2 2014 tax impact of the Riou Lake impairment charge of $10,425,937 recorded in June 2014, which created a deferred income tax recovery of $2,815,003. No comparable impairment charge was recognized in the first nine months of 2015. The difference also relates to the timing of expenditures using the proceeds from the flow-through private placements that occurred in each of 2014 and 2013 and the tax effects thereon. The majority of the 2014 placement proceeds were expended in 2015 whereas the 2013 placement proceeds were fully expended in 2013. The deferred income tax expense during the nine-month period ended September 30, 2015 reflects the deferred income tax liability created by the renouncement of the 2014 flow-through proceeds renounced under the look-back rule (net of the reversal of the flow-through premium).

The vesting of share purchase options during the nine-month period ended September 30, 2015 resulted in total share-based compensation of $314,839 (2014 - $369,263), of which $25,885 was allocated to mineral property expenditures (2014 - $33,327) and the remaining $288,954 was expensed (2014 - $335,936). The comparative period share-based compensation expense reflects the granting of options to the CEO upon his starting with the Company in January 2014.

The continuity of expenditures on uranium projects for the nine-month periods ended September 30, 2015 and 2014 is as follows:

	Hidden Bay [(1)]	Riou Lake	Western Athabasca [(2)]	Black Lake [(3)]	Beatty River	Total [(4)]
Balance at December 31, 2013	$ 76,223,469	$ 10,425,937	$ 61,357,244	$ 15,230,180	$ 869,391	$ 164,106,221
Additions - exploration	262,024	-	1,009,382	37,943	-	1,309,349
Additions - evaluation	17,663	-	-	-	-	17,663
Fair value consideration	-	-	-	(3,639)	-	(3,639)
Impairment charge for the period	-	(10,425,937)	-	-	-	(10,425,937)
Balance at September 30, 2014	76,503,156	-	62,366,626	15,264,484	869,391	155,003,657
Additions - exploration	194,412	-	40,941	(375)	-	234,978
Additions - evaluation	1,728	-	-	-	-	1,728
Balance at December 31, 2014	76,699,296	-	62,407,567	15,264,109	869,391	155,240,363
Additions - acquisitions/staking	24,180	-	-	-	-	24,180
Additions - exploration	2,334,017	-	1,953,319	4,114	3,678	4,295,128
Additions - evaluation	49,953	-	-	-	-	49,953
Balance at September 30, 2015	$ 79,107,446	$ -	$ 64,360,886	$ 15,268,223	$ 873,069	$ 159,609,624

(1) Hidden Bay

- The balance at September 30, 2015 includes evaluation expenditures of $7,361,644 (December 31, 2014 - $7,311,691) which represent costs associated with the continuing evaluation of and advancement of the Raven, Horseshoe and West Bear deposits at Hidden Bay. These costs include the West Bear Preliminary Feasibility Study (February 24, 2010), the Hidden Bay Preliminary Assessment Technical Report (February 23, 2011) and various component technical studies.
- Exploration expenditures in the nine-month period ended September 30, 2015 primarily relate to the Hidden Bay winter 2015 drilling program at Dwyer Lake and Wolf Lake. Comparative period exploration costs primarily related to the review of the Company's geological database to identify basement targets.

(Expressed in Canadian dollars, unless otherwise noted)

- Evaluation expenditures in the nine-month period ended September 30, 2015 primarily relate to leaching evaluation and onsite barrel testing. Comparative evaluation costs related to component technical studies and the setup of field barrel testing.
- Acquisitions/staking in the nine-month period ended September 30, 2015 includes $12,000 paid to Cameco (20.33% shareholder of UEX Corporation) and $10,000 paid to Glencore to acquire a 70% and 20% interest, respectively, in the Umpherville River Project, plus the staking of several small claims in the Dwyer Lake area.

(2) Western Athabasca

- Shea Creek: The balance at September 30, 2015 includes evaluation expenditures at Shea Creek of $7,370,026 (December 31, 2014 - $7,370,026) which represent costs associated with the continuing evaluation of and advancement of the Shea Creek Project. There were no evaluation expenditures incurred in the nine-month period ended September 30, 2015 or 2014 that were related to this project as AREVA and UEX have focused on exploration activities.
- Current and comparative period exploration costs include both drilling and geophysics at the Western Athabasca Projects.

(3) Black Lake: Exploration drilling in early 2015 was fully funded by Uracan per the farm-out agreement.

(4) Exploration and evaluation additions in the first nine months of 2015 for all projects include non-cash share-based compensation and depreciation totaling $50,885 (2014 - $71,402).

For further information regarding expenditures on the projects shown in the table above, please refer to "Exploration and Evaluation Activities". Also please refer to the "Critical Accounting Estimates, Valuation of mineral properties" section.

The Company has an interest in several joint operations relating to the exploration and evaluation of various properties in the western, eastern and northern Athabasca Basin. These interests are governed by contractual arrangements but have not been organized into separate legal entities or vehicles. The joint arrangements that the Company is party to in some cases entitle the Company, or its joint venture partner, to a right of first refusal on the projects should one of the partners choose to sell their interest. The joint arrangements are governed by management committees which set the annual exploration budgets for these projects. Should the Company be unable to, or choose not to, fund its required contributions as outlined in the agreements, there is a risk that the Company's ownership interest could be diluted. As a result of decisions to fund exploration programs for the joint arrangements, the Company may choose to complete further equity issuances or fund these amounts through the Company's general working capital.

UEX is party to the following joint arrangements:

Ownership interest **Effective September 30, 2015**	**Umpherville (1) River**	**Western (2) Athabasca**	**Black (2) Lake**	**Beatty (2) River**
UEX Corporation	70.000 %	49.097 %	90.690 %	25.000 %
AREVA Resources Canada Inc.	-	50.903	9.310	50.702
JCU (Canada) Exploration Company, Limited	-	-	-	24.298
Glencore (Noranda Exploration Company, Limited)	20.000	-	-	-
Imperial Oil (Esso Resources (1989) Ltd.)	10.000	-	-	-
	100.000 %	100.000 %	100.000 %	100.000 %

(1) Umpherville River claims are contiguous with Hidden Bay claims and as such are included under Hidden Bay in the mineral property presentation of our financial statements and MD&A.

(2) Joint venture project ownership interests are updated effective December 31 upon receipt of notification from the joint venture operator.

(Expressed in Canadian dollars, unless otherwise noted)

Ownership interest **Effective November 9, 2015**	**Christie [(1)] Lake**	**Umpherville [(2)] (Hidden Bay)**	**Western [(3)] Athabasca**	**Black [(3)] Lake**	**Beatty [(3)] River**
UEX Corporation	- %	90.000 %	49.097 %	90.690 %	25.000 %
AREVA Resources Canada Inc.	-	-	50.903	9.310	50.702
JCU (Canada) Exploration Company, Limited	100.000	-	-	-	24.298
Imperial Oil (Esso Resources (1989) Ltd.)	-	10.000	-	-	-
	100.000 %	100.000 %	100.000 %	100.000 %	100.000 %

(1) On October 26, 2015 UEX signed a LOI with JCU to earn up to a 70% interest in the Christie Lake Project by making cash payments of $7 million and incurring $15 million in exploration expenditures before January 1, 2020. Upon signing of the LOI, UEX made a cash payment of $250,000 to JCU (see "Christie Lake Project").

(2) On October 7, 2015, UEX purchased Glencore's interest in the Umpherville River Project for cash consideration of $10,000 plus an agreement to pay to Glencore a 2% NSR royalty on Glencore's former 20% interest for each mineral produced from the project (0.4% on the total project) with the NSR on uranium capped at $10 million.

(3) Joint venture project ownership interests are updated effective December 31 upon receipt of notification from the joint venture operator.

Financing Activities

As UEX has not begun production on any of its mineral properties, the Company does not generate cash from operations and has historically funded its operations through monies raised in the public equity markets:

- On May 11, 2015, the Company completed an private placement of 11,000,000 flow-through common shares at a price of $0.30 per share to raise proceeds of $3,300,000 with issue costs of $78,558 and paid an agent a cash commission of $165,000, both of which were paid from existing cash reserves. A flow-through premium related to the sale of the associated tax benefits was determined to be $275,000 and a related $65,761 deferred income tax was recorded in share capital. Cameco did not exercise its pre-emptive right to participate in the offering and as a result its ownership interest in UEX declined from approximately 21.28% to approximately 20.33%.

  The use of proceeds from the May 11, 2015 flow-through private placement as at September 30, 2015 is presented in the table below:

	PROPOSED USE OF PROCEEDS [(1)]	**ACTUAL USE OF PROCEEDS**	
	Flow-through Private Placement	Use of Proceeds	Remaining to be Spent
Hidden Bay	$ 1,300,000	$ 332,315	$ 967,685
Western Athabasca	2,000,000	985,442	1,014,558
TOTAL	**$ 3,300,000**	**$ 1,317,757**	**$ 1,982,243**

(1) Expenses of $243,558 related to the offering were funded from existing working capital.

UEX may allocate some of the remaining May 11, 2015 flow-through proceeds to exploration at the Christie Lake Project. Depending on the timing of upcoming exploration programs, UEX could incur Part XII.6 tax on unspent amounts after the end of January 2016 and until unspent amounts are fully expended.

(Expressed in Canadian dollars, unless otherwise noted)

- On September 29, 2014, the Company completed a non-brokered private placement of 7,176,390 flow-through shares at a price of $0.43 per share for gross proceeds of $3,085,848 with issue costs of $89,736 and paid an agent a cash commission of $154,292, both of which were paid from existing cash reserves. A flow-through premium related to the sale of the associated tax benefits was determined to be $681,757 and a related $65,887 deferred income tax was recorded in share capital. Cameco did not exercise its pre-emptive right to participate in the offering and as a result, their ownership interest in UEX declined from approximately 21.95% to 21.28%.

  The proceeds from the September 29, 2014 flow-through private placement were fully expended by April 30, 2015 and the allocation by project is presented in the table below:

	PROPOSED USE OF PROCEEDS [(2)]	ACTUAL USE OF PROCEEDS	
	Flow-through Private Placement	Use of Proceeds	Remaining to be Spent
Hidden Bay	$ 2,500,000	$ 2,173,523	$ 326,477
Western Athabasca	585,848	908,725	(322,877)
Beatty River	-	3,600	(3,600)
TOTAL	**$ 3,085,848**	**$ 3,085,848**	**$ -**

(2) Expenses of $244,028 related to the offering were funded from existing working capital.

  The Company renounced the income tax benefit of the September 29, 2014 private placement to its subscribers effective December 31, 2014 and incurred Part XII.6 tax at a rate of nil% for January 2015 and 1% per month thereafter on unspent amounts. As at April 30, 2015, the placement proceeds had been fully expended and Part XII.6 tax expense of $940 had been incurred and remitted to the CRA.

- No share purchase options were exercised during the nine-month periods ended September 30, 2015 or 2014.

Liquidity and Capital Resources

Working capital as at September 30, 2015 was $5,839,545 compared to working capital of $8,246,867 as at December 31, 2014 and includes the following:

- Current assets as at September 30, 2015 and December 31, 2014 were $6,830,728 and $9,569,306 respectively, including:
  - Cash and cash equivalents of $6,569,162 at September 30, 2015 and $9,321,596 at December 31, 2014. The Company's cash balances are invested in highly liquid term deposits redeemable within 90 days or less.
- Accounts payable and other liabilities as at September 30, 2015 and December 31, 2014 were $991,183 and $1,322,439, respectively:
  - The balance at September 30, 2015 is primarily comprised of exploration-related amounts, as well as the flow-through share premium liability of $275,000 related to the private placement completed on May 11, 2015.

(Expressed in Canadian dollars, unless otherwise noted)

- The balance at December 31, 2014 is primarily comprised of the remaining flow-through share premium liability of $630,984 related to the private placement completed in September 2014 as well as $424,034 relating to the Uracan prepayment for the 2015 exploration program at Black Lake.

The Company had sufficient cash resources at September 30, 2015 to fund its approved 2015 budgets for exploration, evaluation and administrative costs and anticipates a cash balance at December 31, 2015 of approximately $4.0 million.

The Company's net deferred income tax liability of $10,350,569 at September 30, 2015 is comprised of a $14,701,961 deferred income tax liability primarily related to the tax effect of the difference between the carrying value of the Company's mineral properties and their tax values, offset by the Company's deferred income tax assets totaling $4,351,392. At December 31, 2014, the Company's net deferred income tax liability was $10,063,649 and was comprised of a $13,917,555 deferred income tax liability related to the tax effect of the difference between the carrying value of the Company's mineral properties and their tax values, offset by the Company's deferred income tax assets totaling $3,853,906. The net deferred income tax liability increased from December 31, 2014 to September 30, 2015 primarily due to the filing of the September 29, 2014 flow-through renouncement under the look-back rule.

Commitments

In the normal course of business, the Company enters into contracts and performs business activities that give rise to commitments for future minimum payments. The Company has obligations under operating leases for its premises, which expire between November 30, 2015 and October 31, 2020. Future minimum lease payments as at September 30, 2015 are as follows:

	2015	2016	2017	2018	2019 and beyond
Leases for premises	$ 28,077	$ 71,040	$ 71,675	$ 67,774	$ 114,403

UEX has agreements with partners to fund exploration and make other acquisition related payments that if not made would result in project dilution or potentially loss of the project in its entirety.

As of November 9, 2015, UEX has not finalized exploration budgets for the Western Athabasca; however, we expect that they may be approximately $2.21 million of which UEX would be required to fund approximately $1.085 million or dilute on a project by project basis.

UEX has made the $250,000 payment upon signing of the LOI agreement with JCU related to the Christie Lake Project. Upon signing, UEX has a 90 day period of exclusivity with JCU to complete the Option Agreement that is currently in draft form. If the Option Agreement is not signed within 90 days and UEX has not made the $1,750,000 payment required before January 1, 2016, the $250,000 payment is forfeited.

Should UEX complete the milestones noted above, which may require the issuance of additional shares, then the Company must complete the cash payments and exploration work outlined in the table below or it risks not achieving its objective of earning a 70% interest in the Christie Lake Project.

(Expressed in Canadian dollars, unless otherwise noted)

Date	Cash Payment	Exploration Work Commitment	UEX Cumulative Interest Earned
Upon signing of the LOI	$ 250,000	$ -	- %
Before January 1, 2016	1,750,000	-	10.00
Before January 1, 2017	2,000,000	2,500,000	30.00
Before January 1, 2018	1,000,000	2,500,000	45.00
Before January 1, 2019	1,000,000	5,000,000	60.00
Before January 1, 2020	1,000,000	5,000,000	70.00
	$ 7,000,000	$ 15,000,000	70.00 %

UEX could elect to cease cash payments and work commitments and instead vest a reduced interest in the property according to the schedule in the table above.

In December 2014, UEX received a prepayment of $455,884 from Uracan, which amounted to 100% of the budgeted 2015 winter drilling program at Black Lake. This program was completed in January 2015. As at September 30, 2015, Uracan has $14,212 in prepayments remaining for 2015 exploration programs (December 31, 2014 - $424,034) and has funded approximately $1.6 million (December 31, 2014 - $1.6 million) toward its earn-in on the Black Lake Project. All previous prepayments received from Uracan were fully expended by December 31, 2014.

Uracan was presented with a budget of $1.6 million for 2015. Uracan has indicated to UEX that they will be unable to meet their 2015 amended exploration work commitments. UEX has verbally agreed to extend Uracan's amended 2015 funding requirements by 11 months until November 30, 2016 and all other work commitments will be extended by one year. Should Uracan be unable to meet its 2015 funding commitment by that time, the earn-in agreement shall cease.

As at December 31, 2014, UEX had committed to fund $2.1 million of the $4.8 million 2015 Western Athabasca exploration budget. UEX has decided not to fund its share of the $500,000 2015 geophysical program at the Laurie Project, or approximately $245,375. UEX's interest in this project is anticipated to dilute from the current 49.097% interest to approximately 42.25% on December 31, 2015. This dilution would only apply to UEX's interest in the Laurie Project. The program was completed in the second quarter of 2015. As at September 30, 2015, UEX has funded approximately $1.9 million in 2015 exploration expenditures toward the 2015 Western Athabasca exploration budget.

Off-Balance Sheet Arrangements

The Company does not have any off-balance sheet arrangements.

Financial Instruments

The Company's financial instruments consist of cash and cash equivalents, amounts receivable, investments and accounts payable and other liabilities. Interest income is recorded in the statement of operations and comprehensive loss. Cash and cash equivalents, as well as amounts receivable, are classified as loans and receivables, and accounts payable and other liabilities are classified as other financial liabilities and recorded at amortized cost using the effective interest rate method. In addition, any impairment of loans and receivables is deducted from amortized cost. Investments include warrants which have been classified as *Financial assets at fair value through profit or loss* ("FVTPL") and as such are stated at fair value with any changes in fair value recognized in profit or loss. The investments also include shares which have been classified as *Available-for-sale financial assets* and are carried at fair value with changes in fair value recognized in other comprehensive income with amounts accumulated in other comprehensive income recognized in profit or loss when they are sold.

The Company operates entirely in Canada and is not subject to any significant foreign currency risk. The Company's financial instruments are exposed to limited liquidity risk, credit risk and market risk.

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure. The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern in order to pursue the exploration and development programs on its mineral properties. The Company manages its capital structure, consisting of shareholders' equity, and makes adjustments to it, based on funds available to the Company, in order to support the exploration and development of its mineral properties. Historically, the Company has relied exclusively on the issuance of common shares for its capital requirements. Accounts payable and other liabilities are due within the current operating period.

Credit risk is the risk of an unexpected loss if a third party to a financial instrument fails to meet its contractual obligations. The Company's exposure to credit risk includes cash and cash equivalents and amounts receivable. The Company reduces its credit risk by maintaining its bank accounts at large international financial institutions. The maximum exposure to credit risk is equal to the carrying value of cash and cash equivalents and amounts receivable. The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments that are redeemable 90 days or less from the original date of acquisition.

Market risk is the risk that changes in market prices such as foreign exchange rates and interest rates will affect the Company's income. The Company is subject to interest rate risk on its cash and cash equivalents. The Company reduces this risk by investing its cash in highly liquid short-term interest-bearing investments that earn interest on a fixed rate basis.

The carrying values of amounts receivable and accounts payable and other liabilities are a reasonable estimate of their fair values because of the short period to maturity of these instruments.

Cash and cash equivalents are classified as loans and receivables and are initially recorded at fair value and subsequently at amortized cost with accrued interest recorded in accounts receivable.

Investments are recorded at fair value. The fair value change for the Uracan shares represents the change to the quoted price of these publicly traded securities from the date they were acquired. These common shares and common share purchase warrants are being held for long-term investment purposes. The fair value change for the common share purchase warrants reflects the changes to the Black-Scholes valuation input assumptions at the September 30, 2015 revaluation date, as compared to December 31, 2014. The warrants have expiry dates of February 13, 2016 (150,000 warrants) and June 23, 2017 (25,000 warrants) and have exercise prices of $0.15 and $0.12 per share, respectively (which are currently above market share price).

(Expressed in Canadian dollars, unless otherwise noted)

The impacts of fair value changes are incidental to the Company as the assets impacted by these changes do not represent significant value in comparison with the core assets of the Company. The Company has not exercised any of the Uracan common share purchase warrants that it holds.

The fair value of the Uracan shares, classified as Level 1, is based on the market price for these actively traded securities at September 30, 2015 and December 31, 2014, the financial statement fair value dates.

The fair value of the warrants received from Uracan, classified as Level 3, has been determined using the Black-Scholes option-pricing model with the following assumptions as at the dates indicated:

February 13, 2013 Agreement	**September 30 2015**	**December 31 2014**
Number of warrants – Uracan [1]	150,000	150,000
Expected forfeiture rate	0.00%	0.00%
Valuation date share price	$ 0.01	$ 0.06
Expected volatility	265.14%	124.13%
Risk-free interest rate	0.53%	1.01%
Dividend yield	0.00%	0.00%
Expected life	0.37 years	1.12 years
Valuation date fair value	$ 0.00	$ 0.01

(1) Initial fair value of the 150,000 Uracan warrants on February 13, 2013 was determined to be $8,931 using the Black-Scholes option-pricing model with the following assumptions: Pre-vest forfeiture rate – 0.00%; Expected volatility – 127.26%; Risk-free interest rate – 1.22%; Dividend yield – 0.00%; and Expected life of warrants – 3.00 years.

June 23, 2014 Agreement Amendment	**September 30 2015**	**December 31 2014**
Number of warrants – Uracan [2]	25,000	25,000
Expected forfeiture rate	0.00%	0.00%
Valuation date share price	$ 0.01	$ 0.06
Expected volatility	171.01%	121.77%
Risk-free interest rate	0.53%	1.03%
Dividend yield	0.00%	0.00%
Expected life	1.73 years	2.48 years
Valuation date fair value	$ 0.00	$ 0.03

(2) Initial fair value of the 25,000 Uracan warrants on June 23, 2014 was determined to be $889 using the Black-Scholes option-pricing model with the following assumptions: Pre-vest forfeiture rate – 0.00%; Expected volatility – 132.48%; Risk-free interest rate – 1.23%; Dividend yield – 0.00%; and Expected life of warrants – 3.00 years.

(Expressed in Canadian dollars, unless otherwise noted)

Market factors, such as fluctuations in the trading prices for the marketable securities as well as fluctuations in the risk-free interest rates offered by the Bank of Canada for short-term deposits, are updated each time the Uracan warrants are revalued. The Company expects that these valuation inputs are likely to change at every reporting period which will result in adjustments to the fair value of these warrants in future periods.

The following table shows the valuation techniques used in the determination of fair values within Level 3 of the hierarchy, as well as the key unobservable inputs used in the valuation model:

Level 3 item	Valuation approach	Key unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
Warrants – Uracan	The fair value has been determined by using the Black-Scholes option pricing model.	Expected volatility for Uracan shares, derived from the shares' historical prices (weekly).	The estimated fair value for the warrants increases as the volatility increases.

Related Party Transactions

The Company was involved in the following related party transactions for the three and nine months ended September 30, 2015 and 2014:

Related party transactions include the following payments which were made to related parties other than key management personnel:

	Three months ended September 30		Nine months ended September 30	
	2015	2014	2015	2014
Panterra Geoservices Inc. (1)	$ -	-	$ -	$ 2,000
Panterra Geoservices Inc. share-based payments (1)(2)	2,528	3,758	7,814	13,151
Cameco Corporation (3)	-	-	12,000	-
	$ 2,528	$ 3,758	$ 19,814	$ 15,151

(1) Panterra Geoservices Inc. is a company owned by David Rhys, a member of the management advisory board that provides geological consulting services to the Company. The management advisory board members are not paid a retainer or fee; specific services are invoiced as provided.

(2) Share-based compensation expense is the fair value of options granted which have been calculated using the Black-Scholes option-pricing model and the assumptions disclosed in Note 11(c) of the September 30, 2015 unaudited condensed interim financial statements for options granted and vesting in the period.

(3) Represents an amount paid to Cameco (20.33% shareholder of UEX Corporation) in May of 2015 to acquire its 70% interest in the Umpherville River Project.

(Expressed in Canadian dollars, unless otherwise noted)

Key management personnel compensation includes management and director compensation, inclusive of any consulting arrangements with directors, as follows:

	Three months ended September 30		Nine months ended September 30	
	2015	**2014**	**2015**	**2014**
Salaries and short-term employee benefits [(1)(2)]	$ 148,224	$ 182,493	$ 444,324	$ 526,389
Share-based payments [(3)]	81,465	75,134	257,671	330,629
Other compensation [(4)]	-	-	183,000	183,000
	$ 229,689	$ 257,627	$ 884,995	$ 1,040,018

(1) In the event of a change of control of the Company, certain senior management may elect to terminate their employment agreements and the Company shall pay termination benefits of two times their respective annual salaries at that time and all of their share purchase options will become immediately vested with all other employee benefits, if any, continuing for a period of up to two years.

(2) In the event that Mr. Lemaitre's (UEX's President and CEO) employment is terminated by the Corporation for any reason other than as a result of a change of control, death or termination for cause, the Corporation will pay a termination amount equal to one year's base salary plus any bonus owing. All other employee related benefits will continue for a period of one year following such termination. Mr. Lemaitre may also terminate the employment agreement upon three months written notice to the Board and receive a lump sum payment equal to his base salary plus benefits for three months.

(3) Share-based compensation expense is the fair value of options granted which have been calculated using the Black-Scholes option-pricing model and the assumptions disclosed in Note 11(c) of the September 30, 2015 unaudited condensed interim financial statements for options granted and vesting in the period.

(4) Represents amounts paid in January 2015 and January 2014 to Mr. Graham Thody, the Company's former President and CEO, under the terms of a retirement consulting agreement for consulting services up to December 31, 2015, when the consulting arrangement will terminate. As at September 30, 2015 and 2014, one quarter of the annual amount, or $45,750, is included in prepaid expenses (December 31, 2014 - $Nil). During the term of this agreement, Mr. Thody is not entitled to receive director's fees; however, upon expiry of this agreement on December 31, 2015, Mr. Thody will then be entitled to receive director's fees in 2016 on the same terms as other non-management directors.

Accounting Policies

The accounting policies and methods employed by the Company determine how it reports its financial condition and results of operations, and may require management to make judgments or rely on assumptions about matters that are inherently uncertain. The Company's results of operations are reported using policies and methods in accordance with IFRS. In preparing financial statements in accordance with IFRS, management is required to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses for the period. Management reviews its estimates and assumptions on an ongoing basis using the most current information available.

Joint Arrangements

Joint arrangements are arrangements of which the Company has joint control, established by contracts requiring unanimous consent for decisions about the activities that significantly affect the arrangements' returns. They are classified and accounted for as follows:

(i) *Joint operation* – when the Company has rights to the assets, and obligations for the liabilities, relating to an arrangement, it accounts for each of its assets, liabilities and transactions, including its share of those held or incurred jointly, in relation to the joint operation.

(ii) *Joint venture* – when the Company has rights only to the net assets of the arrangement, it accounts for its interest using the equity method.

The Company has an interest in several joint operations relating to the exploration and evaluation of various properties in the western and northern Athabasca Basin. The financial statements include the Company's proportionate share of the joint operations' assets, liabilities, revenue and expenses with items of a similar nature on a line-by-line basis from the date that the joint arrangement commences until the date that the joint arrangement ceases. These interests are governed by contractual arrangements but have not been organized into separate legal entities or vehicles.

The Company does not have any joint arrangements that are classified under IFRS 11 as joint ventures. However, "joint operations" as defined by IFRS are nevertheless commonly referred to as "joint ventures" by UEX, its operating partners and the general mining industry, and use of the term "joint venture" by UEX in its disclosures for the purposes of describing its operating results is considered consistent with these statements.

The joint arrangements that the Company is party to in some cases entitle the Company to a right of first refusal on the projects should one of the partners choose to sell their interest. The joint arrangements are governed by a management committee which sets the annual exploration budgets for these projects. In certain cases, should the Company choose not to fund the minimum required contributions as outlined in the agreement, there is a risk that the Company's ownership interest could be diluted. As a result of decisions to fund exploration programs for the joint arrangements, the Company may choose to complete further equity issuances or fund these amounts through the Company's general working capital.

Critical Accounting Estimates

The Company prepares its financial statements in accordance with IFRS, which require management to estimate various matters that are inherently uncertain as of the date of the financial statements. Accounting estimates are deemed critical when a different estimate could have reasonably been used or where changes in the estimate are reasonably likely to occur from period to period, and would materially impact the Company's financial statements. The Company's significant accounting policies are discussed in the financial statements. Critical estimates inherent in these accounting policies are discussed below.

Valuation of Mineral Properties

The recovery of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable resources, the ability of the Company to obtain financing to complete exploration and development of the properties, and on future profitable production or proceeds of disposition. The Company recognizes in income any costs recovered on mineral properties when amounts received or receivable are in excess of the carrying amount. Upon transfer of exploration and evaluation assets into development properties, all subsequent expenditures on the exploration, construction, installation or completion of infrastructure facilities is capitalized within development properties.

All capitalized exploration and evaluation assets are monitored for indications of impairment. Where a potential impairment is indicated, assessments are performed for each area of interest. To the extent that the exploration expenditures are not expected to be recovered, this amount is recorded as a write-down of interest in mineral properties in the statement of operations and comprehensive loss in the period.

The Company performed an evaluation of impairment indicators under *IFRS 6(20)* for its exploration and evaluation assets (mineral properties) as at September 30, 2015 and has concluded that there are no indicators of impairment. As at September 30, 2015, the market capitalization of the Company was below the carrying value of its net assets which are primarily represented by mineral properties. Accordingly, the Company has reviewed the value attributed per pound in the ground of U_3O_8 in the most recent arms-length transactions for the acquisition of uranium resources defined by the National Instrument 43-101. As a result of this review, the Company has concluded that the Company's net assets are not impaired.

Environmental Rehabilitation Provision

The Company recognizes the fair value of a liability for environmental rehabilitation in the period in which the Company is legally or constructively required to remediate, if a reasonable estimate of fair value can be made, based on an estimated future cash settlement of the environmental rehabilitation obligation, discounted at a pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. The environmental rehabilitation obligation is capitalized as part of the carrying amount of the associated long-lived asset and a liability is recorded. The environmental rehabilitation cost is amortized on the same basis as the related asset. The liability is adjusted for the accretion of the discounted obligation and any changes in the amount or timing of the underlying future cash flows. Significant judgements and estimates are involved in forming expectations of the amounts and timing of environmental rehabilitation cash flows. The Company has assessed each of its mineral projects and determined that no material environmental rehabilitations exist as the disturbance to date is minimal.

Share-based Payments

The Company has a share option plan which is described in Note 11(c) of the unaudited condensed interim financial statements for the period ended September 30, 2015. The fair value of all share-based awards is estimated using the Black-Scholes option-pricing model at the grant date and amortized over the vesting periods. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee, including directors of the Company. Share-based payments to non-employees are measured at the fair value of the goods or services received, or the fair value of the equity instruments issued if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The amount recognized as an expense is adjusted to reflect the number of awards expected to vest.

None of the Company's awards call for settlement in cash or other assets. Upon the exercise of the share purchase options, consideration paid together with the amount previously recognized in the share-based payments reserve is recorded as an increase in share capital. The offset to the recorded cost is to share-based payments reserve. Consideration received on the exercise of share purchase options is recorded as share capital and the related share-based payments value in the reserve is transferred to share capital. Charges for share purchase options that are forfeited before vesting are reversed from share-based payments reserve. For those share purchase options that expire or are forfeited after vesting, the recorded value is transferred to retained earnings (deficit).

Recent Accounting Announcements

The International Accounting Standards Board has issued IFRS 9 *Financial Instruments* ("IFRS 9") to replace IAS 39 *Financial Instruments*, which is intended to reduce the complexity in the measurement and classification of financial instruments. The current version of IFRS 9 has a mandatory effective date of January 1, 2018 and is available for early adoption. The Company does not expect IFRS 9 to have a material impact on the financial statements and does not intend to early adopt. The classification and measurement of the Company's financial assets is not expected to change under IFRS 9 because of the nature of the Company's operations and the types of financial assets that it holds.

4. Risks and Uncertainties

An investment in UEX common shares is considered speculative due to the nature of UEX's business and the present stage of its development. A prospective investor should carefully consider the risk factors set out below.

It is not possible to determine if the exploration programs of UEX will result in profitable commercial mining operations

The successful exploration and development of mineral properties is speculative. Such activities are subject to a number of uncertainties, which even a combination of careful evaluation, experience and knowledge may not eliminate. Most exploration projects do not result in the discovery of commercially mineable deposits. There is no certainty that the expenditures made or to be made by UEX in the exploration and development of its mineral properties or properties in which it has an interest will result in the discovery of uranium or other mineralized materials in commercial quantities. While discovery of a uranium deposit may result in substantial rewards, few properties that are explored are ultimately developed into producing mines. Major expenses may be required to establish reserves by drilling and to construct mining and processing facilities at a site. There is no assurance that the current exploration programs of UEX will result in profitable commercial uranium mining operations. UEX may abandon an exploration project because of poor results or because UEX feels that it cannot economically mine the mineralization.

Joint ventures

UEX participates in certain of its projects (such as the Western Athabasca, Black Lake and Beatty River projects) through joint ventures (referred to as "joint operations" in the financial statements) with third parties. UEX has other joint ventures and may enter into more in the future. There are risks associated with joint ventures, including:

- disagreement with a joint-venture partner about how to develop, operate or finance a project;
- a joint-venture partner not complying with a joint-venture agreement;
- possible litigation between joint-venture partners about joint-venture matters; and
- limited control over decisions related to a joint venture in which UEX does not have a controlling interest.

In particular, UEX is in the process of negotiating joint-venture agreements with AREVA on the Western Athabasca Projects and there is no assurance that the parties will be able to conclude a mutually satisfactory agreement.

Reliance on other companies as operators

Where another company is the operator and majority owner of a property in which UEX has an interest, UEX is and will be, to a certain extent, dependent on that company for the nature and timing of activities related to those properties and may be unable to direct or control such activities.

Uranium price fluctuations could adversely affect UEX

The market price of uranium is the most significant market risk for companies exploring for and producing uranium. The marketability of uranium is subject to numerous factors beyond the control of UEX. The price of uranium has recently experienced and may continue to experience volatile and significant price movements over short periods of time. Factors impacting price include demand for nuclear power, political and economic conditions in uranium producing and consuming countries, natural disasters such as those that struck Japan in March, 2011, reprocessing of spent fuel and the re-enrichment of depleted uranium tails or waste, sales of excess civilian and military inventories (including from the dismantling of nuclear weapons) by governments and industry participants and production levels and costs of production in countries such as Kazakhstan, Russia, Africa and Australia.

Reliance on the economics of the Preliminary Assessment Technical Report

The market price of U_3O_8 has decreased since the date of the Hidden Bay PA. The uranium industry has been adversely affected by the natural disasters that struck Japan on March 11, 2011 and the resulting damage to the Fukushima nuclear facility. These events resulted in many countries, which presently rely on nuclear power for a portion of their electrical generation, stating that they will review their commitment to this source of clean energy. These reviews resulted in downward pressure on the price of uranium and may have a significant effect on the country-by-country demand for uranium. The current long-term U_3O_8 market price, as reported by Ux Consulting on October 26, 2015, is US$44.00 /lb. Given that the PA presented three economic scenarios using prices ranging from US$60 to US$80 /lb of U_3O_8, the economic analysis which uses U_3O_8 prices higher than the prevailing market price may no longer be accurate and readers of the PA are therefore cautioned when reading or relying on the PA.

Competition for properties could adversely affect UEX

The international uranium industry is highly competitive and significant competition exists for the limited supply of mineral lands available for acquisition. Many participants in the mining business include large, established companies with long operating histories. UEX may be at a disadvantage in acquiring new properties as many mining companies have greater financial resources and more technical staff. Accordingly, there can be no assurance that UEX will be able to compete successfully to acquire new properties or that any such acquired assets would yield reserves or result in commercial mining operations.

Resource estimates are based on interpretation and assumptions

Mineral resource estimates presented in this document and in UEX's filings with securities regulatory authorities, news releases and other public statements that may be made from time to time are based upon estimates. These estimates are imprecise and depend upon geological interpretation and statistical inferences drawn from drilling and sampling analysis, which may prove to be unreliable. There can be no assurance that these estimates will be accurate or that this mineralization could be extracted or processed profitably.

Mineral resource estimates for UEX's properties may require adjustments or downward revisions based upon further exploration or development work, actual production experience, or future changes in uranium price. In addition, the grade of mineralization ultimately mined, if any, may differ from that indicated by drilling results. There can be no assurance that minerals recovered in small-scale tests will be duplicated in large-scale tests under on-site conditions or in production scale.

Failure to obtain additional financing on a timely basis could cause UEX to reduce its interest in its properties

The Company currently has sufficient financial resources to carry out its anticipated short-term planned exploration and development on all of its projects and to fund its short-term general administrative costs; however, there are no revenues from operations and no assurances that sufficient funding will be available to conduct further exploration and development of its projects or to fund exploration expenditures under the terms of any joint-venture or option agreements after that time. If the Company's exploration and development programs are successful, additional funds will be required for development of one or more projects. Failure to obtain additional funding could result in the delay or indefinite postponement of further exploration and development or the possible loss of the Company's properties. It is intended that such funding will be obtained primarily from future equity issues. If additional funds are raised from the issuance of equity or equity-linked securities, the percentage ownership of the current shareholders of UEX will be reduced, and the newly issued securities may have rights, preferences or privileges senior to or equal to those of the existing holders of UEX's common shares. The ability of UEX to raise the additional capital and the cost of such capital will depend upon market conditions from time to time. There can be no assurances that such funds will be available at reasonable cost or at all.

Competition from other energy sources and public acceptance of nuclear energy

Nuclear energy competes with other sources of energy, including oil, natural gas, coal and hydro-electricity. These other energy sources are to some extent interchangeable with nuclear energy, particularly over the longer term. Lower prices of oil, natural gas, coal and hydro-electricity may result in lower demand for uranium concentrate and uranium conversion services. Furthermore, the growth of the uranium and nuclear power industry beyond its current level will depend upon continued and increased acceptance of nuclear technology as a means of generating electricity. Because of unique political, technological and environmental factors that affect the nuclear industry, the industry is subject to public opinion risks which could have an adverse impact on the demand for nuclear power and increase the regulation of the nuclear power industry.

Dependence on key management employees

UEX's development to date has depended, and in the future will continue to depend, on the efforts of key management employees. UEX will need additional financial, administrative, technical and operations staff to fill key positions as the business grows. If UEX cannot attract and train qualified people, the Company's growth could be restricted.

Compliance with and changes to current environmental and other regulatory laws, regulations and permits governing operations and activities of uranium exploration companies, or more stringent interpretation, implementation, application or enforcement thereof, could have a material adverse impact on UEX

Mining and refining operations and exploration activities, particularly uranium mining, refining and conversion in Canada, are subject to extensive regulation by provincial, municipal and federal governments. Such regulations relate to production, development, exploration, exports, taxes and royalties, labour standards, occupational health, waste disposal, protection and remediation of the environment, mines decommissioning and reclamation, mine safety, toxic substances and other matters. Compliance with such laws and regulations has increased the costs of exploring, drilling, developing and constructing. It is possible that, in the future, the costs, delays and other effects associated with such laws and regulations may impact UEX's decision to proceed with exploration or development or that such laws or regulations may result in UEX incurring significant costs to remediate or decommission properties which do not comply with applicable environmental standards at such time. UEX believes it is in substantial compliance with all material laws and regulations that currently apply to its operations. However, there can be no assurance that all permits which UEX may require for the conduct of uranium exploration operations will be obtainable or can be maintained on reasonable terms or that such laws and regulations would not have an adverse effect on any uranium exploration project which UEX might undertake. World-wide demand for uranium is directly tied to the demand for electricity produced by the nuclear power industry, which is also subject to extensive government regulation and policies.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions. These actions may result in orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment or remedial actions. Companies engaged in uranium exploration operations may be required to compensate others who suffer loss or damage by reason of such activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations.

Conflicts of interest

Some of the directors of UEX are also directors of other companies that are similarly engaged in the business of acquiring, exploring and developing natural resource properties. Such associations may give rise to conflicts of interest from time to time. In particular, one of those consequences may be that corporate opportunities presented to a director of UEX may be offered to another company or companies with which the director is associated, and may not be presented or made available to UEX. The directors of UEX are required by law to act honestly and in good faith with a view to the best interests of UEX, to disclose any interest which they may have in any project or opportunity of UEX, and to abstain from voting on such matter. Conflicts of interest that arise will be subject to and governed by procedures prescribed in the Company's by-laws and Code of Ethics and by the *Canada Business Corporations Act*.

Internal controls

Internal controls over financial reporting are procedures designed to provide reasonable assurance that transactions are properly authorized, assets are safeguarded against unauthorized or improper use, and transactions are properly recorded and reported. A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance with respect to the reliability of financial reporting and financial statement preparation.

Market price of shares

Securities of mining companies have experienced substantial volatility in the past often based on factors unrelated to the financial performance or prospects of the companies involved. These factors include macroeconomic conditions in North America and globally, and market perceptions of the attractiveness of particular industries. The price of UEX's securities is also likely to be significantly affected by short-term changes in uranium or other commodity prices, currency exchange fluctuation, or in its financial condition or results of operations as reflected in its periodic reports. Other factors unrelated to the performance of UEX that may have an effect on the price of the securities of UEX include the following: the extent of analytical coverage available to investors concerning the business of UEX may be limited if investment banks with research capabilities do not follow UEX's securities; lessening in trading volume and general market interest in UEX's securities may affect an investor's ability to trade significant numbers of securities of UEX; and the size of UEX's public float and its inclusion in market indices may limit the ability of some institutions to invest in UEX's securities. If an active market for the securities of UEX does not continue, the liquidity of an investor's investment may be limited and the price of the securities of the Corporation may decline. If an active market does not exist, investors may lose their entire investment in the Company. As a result of any of these factors, the market price of the securities of UEX at any given point in time may not accurately reflect the long-term value of UEX. Securities class-action litigation has been brought against companies following periods of volatility in the market price of their securities. UEX may in the future be the target of similar litigation. Securities litigation could result in substantial costs and damages and divert management's attention and resources.

The potential costs which could be associated with any liabilities not covered by insurance or in excess of insurance coverage may cause substantial delays and require significant capital outlays, adversely affecting UEX's financial position

The nature of the risks UEX faces in the conduct of its operations are such that liabilities could exceed policy limits in any insurance policy or could be excluded from coverage under an insurance policy. The potential costs that could be associated with any liabilities not covered by insurance or in excess of insurance coverage or compliance with applicable laws and regulations may cause substantial delays and require significant capital outlays, adversely affecting UEX's financial position.

5. Disclosure Controls and Procedures

The Company has established disclosure controls and procedures to ensure that information disclosed in this MD&A and the related unaudited condensed interim financial statements was properly recorded, processed, summarized and reported to the Company's Board and Audit Committee. The Company's certifying officers conducted or caused to be conducted under their supervision an evaluation of the disclosure controls and procedures as required under applicable Canadian securities laws as at December 31, 2014. Based on the evaluation, the Company's certifying officers concluded that the disclosure controls and procedures were effective to provide a reasonable level of assurance that information required to be disclosed by the Company in its annual filings and other reports that it files or submits under applicable Canadian securities laws is recorded, processed, summarized and reported within the time period specified and that such information is accumulated and communicated to the Company's management, including the certifying officers, as appropriate to allow for timely decisions regarding required disclosure.

It should be noted that while the Company's certifying officers believe that the Company's disclosure controls and procedures provide a reasonable level of assurance and that they are effective, they do not expect that the disclosure controls and procedures will prevent all errors and fraud. A control system, no matter how well conceived or operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met.

6. Internal Controls over Financial Reporting

The Company's certifying officers acknowledge that they are responsible for designing internal controls over financial reporting, or causing them to be designed under their supervision in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

In 2014, based upon the updated *Internal Control – Integrated Framework* (the "2013 COSO Framework"), the Company's certifying officers evaluated or caused to be evaluated under their supervision the effectiveness of the Company's internal controls over financial reporting. Based upon this assessment, management concluded that as at December 31, 2014 the Company's internal control over financial reporting was effective to provide reasonable assurance regarding the preparation of the Company's financial statements in accordance with IFRS.

The internal controls over financial reporting were designed to ensure that testing and reliance could be achieved. Management and the Board of Directors work to mitigate the risk of material misstatement in financial reporting; however, there can be no assurance that this risk can be reduced to less than a remote likelihood of material misstatement.

There were no changes in these controls during the most recent interim period ending September 30, 2015 that materially affected, or are reasonably likely to materially affect, such controls.

7. Cautionary Statement Regarding Forward-Looking Information

This MD&A contains "forward-looking statements" within the meaning of applicable Canadian securities legislation. Such forward-looking statements include statements regarding the outlook for our future operations, plans and timing for the commencement or advancement of exploration activities on our properties, statements about future market conditions, supply and demand conditions, forecasts of future costs and expenditures, the outcome of any legal proceedings, and other expectations, intention and plans that are not historical fact. These forward-looking statements are based on certain factors and assumptions, including expected economic conditions, uranium prices, results of operations, performance and business prospects and opportunities.

Forward-looking statements are subject to a variety of known and unknown risks, uncertainties and other factors which could cause actual events or results to differ from those expressed or implied by the forward-looking statements, including, without limitation:

- UEX's exploration activities may not result in profitable commercial mining operations;
- risks associated with UEX's participation in joint ventures;
- risks related to UEX's reliance on other companies as operators;
- risks related to uranium price fluctuations;
- the economic analysis contained in the 2011 technical report on UEX's Hidden Bay project may no longer be accurate or reliable as prevailing uranium prices are lower than those used in the report;
- risks associated with competition for mineral properties from mining companies which have greater financial resources and more technical staff;
- risks related to reserves and mineral resource figures being estimates based on interpretations and assumptions which may prove to be unreliable;
- uncertainty in UEX's ability to raise financing and fund the exploration and development of its mineral properties which could cause UEX to reduce its interest in properties;
- uncertainty in competition from other energy sources and public acceptance of nuclear energy;
- risks related to dependence on key management employees;
- risks related to compliance with environmental laws and regulations which may increase costs of doing business and restrict our operations;
- risks related to officers and directors becoming associated with other natural resource companies which may give rise to conflicts of interests;
- risks related to accounting policies requiring UEX management to make estimates and assumptions that affect reported amounts of financial items;
- risks related to UEX's internal control systems providing reasonable, but not absolute, assurance on the reliability of its financial reporting;
- risks related to the market price of UEX's shares; and
- potential costs which could be associated with any liabilities not covered by insurance or in excess of insurance coverage.

This list is not exhaustive of the factors that may affect our forward-looking statements. Reference should also be made to factors described under "Risk Factors" in UEX's latest Annual Information Form filed on *www.sedar.com*. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in the forward-looking statements. UEX's forward-looking statements are based on beliefs, expectations and opinions of management on the date the statements are made. For the reasons set forth above, investors should not place undue reliance on forward-looking statements.