U308 CORP. CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS THREE MONTHS ENDED MARCH 31, 2021 (EXPRESSED IN CANADIAN DOLLARS) (UNAUDITED)

Notice to Reader

The accompanying unaudited condensed interim consolidated financial statements of U3O8 Corp. (the "Company") have been prepared by and are the responsibility of management. The unaudited condensed interim consolidated financial statements have not been reviewed by the Company's auditors.



Condensed Interim Consolidated Statements of Financial Position (Expressed in Canadian Dollars) (Unaudited)

	As at March 31, 2021			As at December 31, 2020		
ASSETS						
Current assets						
Cash	\$	627,366	\$	6,487		
Amounts receivable and other assets (note 4)		24,446		1,162		
Total assets	\$	651,812	\$	7,649		
Current liabilities Amounts payable and other liabilities Loan payable (note 12)	\$	1,551,370 1,138,366 2,689,736	\$	1,607,205 1,118,766 2,725,971		
Deficiency Share capital (note 5)		97,986,032		97,506,361		
Reserves		6,583,857		6,145,832		
Deficit		(106,607,813)	(106,370,515)		
Total deficiency		(2,037,924)		(2,718,322)		
Total deficiency and liabilities	\$	651,812	\$	7,649		

The notes to the unaudited condensed interim consolidated financial statements are an integral part of these statements.

Going concern (note 2) Subsequent event (note 14)



Condensed Interim Consolidated Statements of Loss and Comprehensive Loss (Expressed in Canadian Dollars) (Unaudited)

(Chadanoa)	Three Months Ended March 31,		
	2021	2020	
Expenses			
Exploration and evaluation expenditures (note 8)	\$ 137,610 \$	26,995	
General and administrative (note 9)	72,410	130,533	
	(210,020)	(157,528)	
Other items		,	
Interest expense (note 12)	(19,600)	(14,300)	
Foreign exchange (loss) gain	(7,678)	16,779	
Loss and comprehensive loss	\$ (237,298) \$	(155,049)	
Basic and diluted loss per common share (note 7)	\$ (0.01) \$	(0.01)	
Basic and diluted weighted average number			
of common shares outstanding	23,932,325	23,043,436	

The notes to the unaudited condensed interim consolidated financial statements are an integral part of these statements.



Condensed Interim Consolidated Statements of Cash Flows (Expressed in Canadian Dollars) (Unaudited)

Three months ended March 31,		2021		2020
Operating activities				
Net loss	\$	(237,298)	\$	(155,049)
Adjustment for:	•	(,,	*	(100,010)
Share-based payments		13,525		22,702
Foreign exchange loss (gain)		7,678		(16,779)
Interest expense		19,600		14,300
Non-cash working capital items:				
Amounts receivable and other assets		(23,284)		(15,054)
Amounts payable and other liabilities		(55,835)		(70,370)
Net cash used in operating activities		(275,614)		(220,250)
Financing activities				
Loan payable		-		150,000
Net cash provided by financing activities		-		150,000
Investing activities				
Offering (note 5)		1,000,000		-
Cost of issue		(95,829)		-
Net cash provided by investing activities		904,171		-
Effect of exchange rate changes on cash held in foreign currencies		(7,678)		16,779
Net change in cash		620,879		(53,471)
Cash, beginning of period		6,487		77,098
Cash, end of period	\$	627,366	\$	23,627
Cash paid for interest	\$	-	\$	-
Cash paid for taxes	\$	-	\$	-
Non-cash transactions:				
Transfer from reserves to share capital upon expiry of warrants	\$	-	\$	115,918

The notes to the unaudited condensed interim consolidated financial statements are an integral part of these statements.



Condensed Interim Consolidated Statements of Equity (Expressed in Canadian Dollars) (Unaudited)

Reserves

	Share capital	 hare-based payments reserve	Warrants	Deficit	Total
Balance, December 31, 2019	\$ 96,996,370	\$ 5,792,088	\$ 789,991	\$ (105,987,207)\$	(2,408,758)
Warrants expiry	115,918	-	(115,918)	-	-
Share-based payments (note 6)	-	22,702	` -	-	22,702
Loss for the period	-	-	-	(155,049)	(155,049)
Balance, March 31, 2020	\$ 97,112,288	\$ 5,814,790	\$ 674,073	\$(106,142,256) \$	(2,541,105)
Balance, December 31, 2020	\$ 97,506,361	\$ 5,865,832	\$ 280,000	\$(106,370,515) \$	(2,718,322)
Offering (note 5)	580,000	-	420,000	-	1,000,000
Finders warrants (note 5)	-	-	77,151	-	77,151
Cost of issue	(100,329)	-	(72,651)	-	(172,980)
Share-based payments (note 6)	` -	13,525	- '	-	13,525
Loss for the period	-	-	-	(237,298)	(237,298)
Balance, March 31, 2021	\$ 97,986,032	\$ 5,879,357	\$ 704,500	\$(106,607,813) \$	(2,037,924)

The notes to the unaudited condensed interim consolidated financial statements are an integral part of these statements.



Notes to Condensed Interim Consolidated Statements Financial Statements Three Months Ended March 31, 2021 (Expressed in Canadian Dollars) (Unaudited)

1. Nature of operations

U3O8 Corp. (the "Company") is a Canadian exploration company focused on exploration for uranium and related minerals in South America; on the definition of resources and advancing these deposits toward production. The Company was incorporated by articles of incorporation dated December 6, 2005 ("date of incorporation") under the Business Corporations Act (Ontario). The Company's common shares are listed on the NEX board of the TSX Venture Exchange under the symbol UWE.H, and on the OTC QB International under the symbol UWEFF. The Company maintains a registered and records office at 36 Toronto Street, Suite 1050, Toronto, Ontario, M5C 2C5, Canada.

In March 2020, the World Health Organization declared coronavirus (COVID-19) a global pandemic. This contagious disease outbreak, which has continued to spread, has adversely affected workforces, economies, and financialmarkets globally, leading to an economic downturn. The duration and full financial effect of the COVID-19 pandemic is unknown at this time, as are the measures taken by governments, companies and others to attempt to reduce the spread of COVID-19. Any estimate of the length and severity of these developments is therefore subject to significant uncertainty, and accordingly estimates of the extent to which the COVID-19 may materially and adversely affect the Company's operations, financial results and condition in future periods are also subject to significant uncertainty, including potential restrictions on exploration and development sites access and supply chains disruptions that could delay the exploration and development plans of the properties of the Company.

2. Basis of presentation and going concern

The Company is in the exploration and evaluation stage and as is common with many exploration companies, it raises financing for its exploration and evaluation activities through the sale of equities. The Company has incurred a loss in the current and prior periods, with a net loss for the three months ended March 31, 2021 of \$237,298 (three months ended March 31, 2020 - \$155,049) and has an accumulated deficit of \$106,607,813 (December 31, 2020 - \$106,370,515). In addition, the Company had a working capital deficit balance of \$2,037,924 at March 31, 2021 (December 31, 2020 - \$2,718,322).

The Company has taken an impairment allowance against all exploration properties. Additional financings will be required to reinitiate pre-feasibility studies and further develop the properties and to continue operations. There is a significant risk that some, if not all, of the Company's current property holdings may lapse or title to those properties may become uncertain. While the Company's management and board will continue to search for financing, jointventure partners and new assets, there is no guarantee that they will be successful.

The unaudited condensed interim consolidated financial statements have been prepared on a basis which contemplates that the Company will continue in operation for the foreseeable future and will be able to realize itsassets and discharge its liabilities in the normal course of business. The certainty of funding future exploration expenditures and availability of sources of additional financing cannot be assured at this time and accordingly, these uncertainties may cast significant doubt about the Company's ability to continue as a going concern. The unaudited condensed interim consolidated financial statements do not include adjustments to the carrying values of recorded liabilities and related expenses that might be necessary should the Company be unable to continue as a going concern.



Notes to Condensed Interim Consolidated Statements Financial Statements Three Months Ended March 31, 2021 (Expressed in Canadian Dollars) (Unaudited)

3. Significant accounting policies

The Company applies International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations issued by the IASB. These unaudited condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting. Accordingly, they do not include all of the information required for full annual financial statements. The policies applied in these unaudited condensed interim consolidated financial statements are based on IFRSs issued and outstanding as of May 27, 2021, the date the Board of Directors approved the statements. The same accounting policies and methods of computation are followed in these unaudited condensed interim consolidated financial statements as compared with the most recent annual consolidated financial statements as at and for the year ended December 31, 2020. Any subsequent changes to IFRS that are given effect in the Company's annual consolidated financial statements for the year ending December 31, 2021 could result in restatement of these unaudited condensed interim consolidated financial statements.

4. Amounts receivable and other assets

	IV	As at larch 31, 2021	As at December 31, 2020	
Sales tax receivable - (Canada)	\$	8,507	\$	1,162
Deposits with service providers		15,939		-
	\$	24,446	\$	1,162

5. Share capital

a) Authorized share capital

At March 31, 2021 and December 31, 2020, the authorized share capital consisted of an unlimited number of common shares. The common shares do not have a par value. All issued shares are fully paid.

b) Common shares issued

At March 31, 2021 the issued share capital amounted to \$97,986,032. The change in issued share capital for the periods was as follows:

	Number of common		
	shares	Amount	
Balance, December 31, 2019 Warrants expired	23,043,436	\$ 96,996,370 115,918	
Balance, March 31, 2020	23,043,436	\$ 97,112,288	
Balance, December 31, 2020	23,043,436	\$ 97,506,361	
Offering (1)	6,666,668	580,000	
Cost of issue	-	(100,329)	
Balance, March 31, 2021	29,710,104	\$ 97,986,032	



Notes to Condensed Interim Consolidated Statements Financial Statements Three Months Ended March 31, 2021 (Expressed in Canadian Dollars) (Unaudited)

5. Share capital (continued)

b) Common shares issued (continued)

(1) On March 22, 2021, the Company completed its non-brokered private placement. The Company issued 6,666,668 units ("Units") at a price of \$0.15 per Unit, for total gross proceeds of \$1,000,000 (the "Offering").

Each Unit consists of one (1) common share in the capital stock of the Company ("Common Share") and one (1) common share purchase warrant ("Warrant"). Each Warrant entitles the holder to purchase one Common Share at a price of \$0.20 per Common Share until the date which is twelve (12) months following the closing date of the Offering, whereupon the Warrants will expire.

In connection with the Offering, the Company paid cash costs of \$95,829 and 445,525 compensation warrants ("Finder Warrants"). The Finder Warrants will be exercisable into Common Shares of the Company at \$0.20 and will be valid for a period of twelve (12) months from the date of closing of the Offering.

A relative value of \$420,000 was estimated for the 6,666,668 Warrants on the date of grant using a relative fair value method. Inputs in the Black-Scholes option pricing model included: market price on valuation date of \$0.15; expected dividend yield of 0%; expected volatility of 232.59% using the historical price history of the Company; risk-free interest rate of 0.27%; and an expected average life of one (1) year.

A value of \$77,151 was estimated for the 445,525 Finders' Warrants on the date of grant using a relative fair value method. Inputs in the Black-Scholes option pricing model included: market price on valuation date of \$0.20; expected dividend yield of 0%; expected volatility of 232.59% using the historical price history of the Company; risk-free interest rate of 0.27%; and an expected average life of one (1) year.

All securities issued and issuable pursuant to the Offering are subject to a four month and one day statutory hold period.

6. Stock options

	Number of stock options	Weighted average exercise price (\$)	
Balance, December 31, 2019	1,700,500	0.41	
Expired	(272,500)	0.70	
Balance, March 31, 2020	1,428,000	0.36	
	Number of stock options	Weighted average exercise price (\$)	
Balance, December 31, 2020	2,288,000	0.27	
Balance, March 31, 2021	2,288,000	0.27	



Notes to Condensed Interim Consolidated Statements Financial Statements Three Months Ended March 31, 2021 (Expressed in Canadian Dollars) (Unaudited)

6. Stock options (continued)

The following table reflects the actual stock options issued and outstanding as of March 31, 2021:

Expiry date	Exercise price (\$)	Weighted average remaining contractual life (years)	Number of options outstanding	Number of options vested (exercisable)	Number of options unvested
November 9, 2021	0.60	0.61	305,000	305.000	-
December 11, 2022		1.70	57.500	57.500	-
November 14, 2023		2.62	1,065,500	1,065,500	-
August 21, 2025 (a)	0.12	4.39	860,000	430,000	430,000
		3.00	2,288,000	1,858,000	430,000

(a) On August 24, 2020, the Company granted 860,000 stock options to board members, management and consultants of the Company pursuant to the Company's stock option plan. Of the options granted, 860,000 remained outstanding at March 31, 2021. The stock options were issued at an exercise price of \$0.12, vest in tranches of 25%, with 25% vesting immediately and the remaining tranches at six-month intervals and will expire on August 21, 2025. For the purposes of the 860,000 options, the fair value of each option was estimated on the date of grant using the Black Scholes option pricing model with the following assumptions: expected dividend yield of 0%; expected volatility of 146% using the historical price history of the Company; risk free interest rate of 0.36%; and an expected average life of five years. The estimated value of \$92,744 will be recorded as a cost to salaries and benefits with a corresponding increase to share-based payments reserve as the options vest. For the three months ended March 31, 2021, the impact on expenses was \$13,525 (comparative period - \$nil) (cumulative to March 31, 201 - \$72,134).

7. Loss per common share

The calculation of basic and diluted loss per common share for the three months ended March 31, 2021 was based on the loss after tax attributable to common shareholders of \$237,298 (three months ended March 31, 2020 – loss of \$155,049) and the weighted average number of common shares outstanding of 23,932,325 (three months ended March 31, 2020 - 23,043,436). Diluted loss per share did not include the effect of 2,288,000 (three months ended March 31, 2020 - 1,428,000) share purchase options and 9,612,193 (three months ended March 31, 2020 - 4,395,070) warrants as they are anti-dilutive.

8. Exploration and evaluation expenditures

The Company enters into exploration agreements or permits with other companies or foreign governments pursuant to which it may explore, or earn interests in mineral properties by issuing common shares and/or making option or rental payments and/or incurring expenditures in varying amounts by varying dates. Failure by the Company to meet such requirements can result in a reduction or loss of the Company's ownership interests or entitlements under theagreements or permits.



Notes to Condensed Interim Consolidated Statements Financial Statements Three Months Ended March 31, 2021 (Expressed in Canadian Dollars) (Unaudited)

8. Exploration and evaluation expenditures (continued)

The following is a detailed list of expenditures incurred on the Company's mineral properties:

	Three Months Ended March 31,		
	2021		2020
Colombia, South America (a)			
Salaries and benefits	\$ 27,328	\$	15,007
	\$ 27,328	\$	15,007
Argentina, South America (b)			
Exploration activities	\$ 91,419	\$	-
Salaries and benefits	18,863		11,988
Depreciation	-		-
	\$ 110,282	\$	11,988
	\$ 137,610	\$	26,995

- (a) Total cumulative exploration activities incurred in Colombia, South America to March 31, 2021 amounted to \$23,899,447 (December 31, 2020 \$23,872,119).
- (b) Total cumulative exploration activities incurred in Argentina, South America to March 31, 2021 amounted to \$15,681,663 (December 31, 2020 \$15,571,381).

On December 14, 2020, the Company announced that it has entered into an agreement whereby International Consolidated Uranium Inc. ("CUR") has the option to acquire the Laguna Salada uranium-vanadium deposit in Argentina.

Terms of the Option Agreement

Pursuant to the Option Agreement, CUR has secured the option to acquire a 100% interest in the Laguna Salada Project (the "**Option**") in consideration for the following:

- \$50,000 payment to be utilized for property expenditures (received);
- The Company obtaining requisite regulatory approvals within six months of signature of the Option Agreement:
 - Issuance of common shares to the value of \$125,000 in the capital of the CUR (the "Common Shares"), priced at the 5-day volume weighted average price ("vwap") one business day prior to the date that the TSX Venture Exchange (the "TSXV") provides conditional approval of the Option Agreement (the "Effective Date"); and
 - a cash payment of C\$175,000 to U3O8 Corp. by CUR.
 - The Option is exercisable at CUR's election on or before the second anniversary of the Effective Date, for additional consideration of C\$1,500,000 in Common Shares or cash, at CURs election. If the Option remains unexercised on the six-month anniversary of the Effective Date, U3O8 Corp. is entitled to C\$50,000 in cash to be utilized for further property expenditures.



Notes to Condensed Interim Consolidated Statements Financial Statements Three Months Ended March 31, 2021 (Expressed in Canadian Dollars) (Unaudited)

8. Exploration and evaluation expenditures (continued)

(b) (continued)

Terms of the Option Agreement (continued)

If CUR elects to exercise the Option and during the two year option term the price of uranium reaches the milestones below, U3O8 Corp. will also be entitled to receive the following uranium spot price contingency payments:

Uranium Spot Price (USD)	Vendor Payment (Cash or Shares)
\$50/lb	\$505,000
\$75/lb	\$758,000
\$100/lb	\$1,010,000

Within five business days of the spot price of uranium reaching USD\$50 the Company will have the option to receive \$250,000, in cash or shares at CUR's election, in lieu of each of the USD\$75/lb and USD\$100/lb spot price contingent payments. The spot price contingent payments will expire 10 years following the date the option is exercised.

Further the Company has the one-time right, exercisable on either the date that is six months or twelve months following the Effective Date of the Option Agreement, to force CUR to exercise the option and satisfy the remaining portion of the option by issuing such number of CUR shares to the Company that results in the Company, together withthe CUR shares already owned by the Company, owning an aggregate number of CUR shares equal to 9.9% of the total number of issued and outstanding CUR Shares after giving effect to such issuance. Notwithstanding, subject to the 5 day vwap of CUR's Shares equaling C\$1.00 or greater, in the event that CUR can issue sufficient CUR Sharesto the Company to satisfy the remain portion of the option without the Company holding more than 9.9% of the issued and outstanding CUR Shares, then CUR shall issue such number of CUR Shares to U3O8 to satisfy that portion of the remaining option.

All securities issued in connection with the Option Agreement are subject to a hold period expiring four months and one day from the date of issuance.

9. General and administrative

	11	March 31,		
	2	021	2020	
Salaries and benefits	\$	13,525	\$ 26,107	
Administrative and general		7,213	979	
Professional fees		46,200	57,561	
Business development		106	5,566	
Reporting issuer costs		5,366	40,320	
	\$	72,410	130,533	

A Green Resource Company

Three Months Ended



Notes to Condensed Interim Consolidated Statements Financial Statements Three Months Ended March 31, 2021

(Expressed in Canadian Dollars)

(Unaudited)

10. Warrants			
	Number of warrants	Grant date fair value (\$)	Weighted average exercise price (\$)
Balance, December 31, 2019	4,789,423	789,991	0.51
Expired	(394,353)	(115,918)	0.29
Balance, March 31,2020	4,395,070	674,073	0.14

	Number of warrants	Grant date fair value (\$)	Weighted average exercise price (\$)		
Balance, December 31, 2020	2,500,000	280,000	0.40		
Issued	7,112,193	424,500	0.20		
Balance, March 31,2021	9,612,193	704,500	0.25		

Expiry date	Exercise price	e (\$) Warrants outstanding	
October 19, 202	21 0.40	2.294.000	
October 19, 202		206,000	
March 19, 2022	0.20	6,666,668	
March 19, 2022	2 0.20	445,525	
		9,612,193	

11. Related party balances and transactions

Transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note.

Related parties include the Board of Directors, close family members and enterprises which are controlled by these individuals as well as certain persons performing similar functions.

(a) The Company entered into the following transactions with related parties:

	Three Months Ended March 31,			
	2021	2020	0	
John C. Ross Consulting Inc. (i)	\$ 7,500	\$ 7,	,500	

(i) Chief Financial Officer ("CFO") fees expensed to a company controlled by the current CFO of the Company. At March 31,2021, \$71,150 is included in amounts payable and other liabilities (December 31, 2020 - \$79,625).



Notes to Condensed Interim Consolidated Statements Financial Statements Three Months Ended March 31, 2021 (Expressed in Canadian Dollars) (Unaudited)

11. Related party balances and transactions (continued)

(b) The Board of Directors do not have employment or service contracts with the Company. There were no director fees accrued or paid during the three months ended March 31, 2021 or year ended December 31, 2020. The Chief Executive Officer ("CEO") of the Company was owed \$400,584 as at March 31, 2021 (December 31, 2020 - \$429,361). Salaries and benefits of \$13,525 for the three months ended March 31, 2021 (three months ended March 31, 2020 - \$26,107) excludes \$7,500 expensed to CFO above for both periods presented. In addition, a director of the Company was owed \$20,400 as at March 31, 2021 (December 31, 2020 - \$20,400).

The Company defines its key management personnel as its Board of Directors, CEO, and CFO. Remuneration of Directors and key management personnel of the Company was as follows:

		Three Months Ended March 31, 2021 2020		
Share based payments	\$	9,278 \$	15,128	

(c) See note 12 for details of the loans advanced from a director of the Company during the three months ended March 31, 2021 and prior years. In addition, another company controlled by the same director was owed \$41,000 as at March 31, 2021 (December 31, 2020 - \$41,000). The payable is non-interest bearing and due on demand and is included in accounts payable and other liabilities.

12. Loan payable

During the years ended December 31, 2020 and 2019, the Company entered into a series of advances from Bambazonke Holdings Ltd. ("Bambazonke"), pursuant to which Bambazonke agreed to lend the Company cash to fundworking capital. Amounts outstanding under loan payable incur interest at a rate of 8% per annum and the principaland interest payable thereon will be repaid on a best efforts basis. Bambazonke is a company controlled by a director of the Company. During the three months ended March 31, 2021, the Company did not receive advances from Bambazonke. Aggregate advances at March 31, 201 amounted to \$980,000 (December 31, 2020 - \$980,000). Interest expense of \$158,366 was included in loan payable as at March 31, 2021 (December 31, 2020 - \$138,766). No interest or principal was repaid during all periods presented.



Notes to Condensed Interim Consolidated Statements Financial Statements Three Months Ended March 31, 2020 (Expressed in Canadian Dollars) (Unaudited)

13. Segmented information

The Company primarily operates in one reportable operating segment, being the exploration and evaluation of uranium properties in South America. The Company has administrative offices in Toronto, Canada. Geographical information is as follows:

March 31, 2021

	Canada	Co	olombia	Aı	gentina	Total
Current assets	\$ 651,812	\$	-	\$	-	\$ 651,812
	\$ 651,812	\$	-	\$	-	\$ 651,812

December 31, 2020

	(Canada	Co	olombia	Ar	gentina	Total
Current assets	\$	7,649	\$	-	\$	-	\$ 7,649
	\$	7,649	\$	-	\$	-	\$ 7,649

14. Subsequent event

Subsequent to March 31, 2021, 65,000 stock options with an exercise price of \$0.12 were exercised for cash proceeds of \$7,800.

