



Azarga Uranium Corp.
MANAGEMENT'S DISCUSSION AND ANALYSIS

For the year ended December 31, 2020
(Expressed in U.S. Dollars)

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

The following is management's discussion and analysis ("MD&A") of the results of operations and financial condition of Azarga Uranium Corp. ("Azarga Uranium" or the "Company") for the year ended December 31, 2020 and up to the date of this MD&A, and should be read in conjunction with the accompanying audited consolidated financial statements for the year ended December 31, 2020, together with the notes thereto (the "Financial Report").

All financial information in this MD&A is derived from the Company's consolidated financial statements prepared in accordance with International Financial Reporting Standards ("IFRS"). All references to \$ in this MD&A refer to the United States dollar and all references to C\$ refer to the Canadian dollar.

Additional information relating to the Company, including the Annual Information Form, is available under the Company's profile on SEDAR at www.sedar.com

The effective date of this MD&A is March 25, 2021.

DESCRIPTION OF THE BUSINESS

Azarga Uranium was incorporated on February 10, 1984 under the laws of the Province of British Columbia, Canada. Azarga Uranium's common shares are publicly traded on the Toronto Stock Exchange ("TSX") (Symbol: AZZ), the Frankfurt Stock Exchange (Symbol: P8AA), and the OTCQB Venture Market (Symbol: AZZUF). The Company is an integrated uranium exploration and development company.

The Company controls uranium properties in the United States of America (the "USA"), located in South Dakota, Wyoming, Utah and Colorado, with a primary focus of developing in-situ recovery ("ISR") uranium projects. The Dewey Burdock ISR uranium project in South Dakota, USA (the "Dewey Burdock Project") is the Company's initial development priority and has been issued its Nuclear Regulatory Commission ("NRC") license and final Class III and Class V Underground Injection Control ("UIC") permits from the Environmental Protection Agency (the "EPA"). The Company also owns the Gas Hills, Juniper Ridge, Dewey Terrace and Aladdin Projects in Wyoming, the Centennial Project in Colorado, and uranium exploration properties in Wyoming, Utah, and Colorado.

AZARGA URANIUM CORP.

Management's Discussion and Analysis

For the year ended December 31, 2020

OPERATIONAL HIGHLIGHTS

The Company's significant events and highlights for the year ended December 31, 2020 and to the date of this MD&A are as follows:

- **Dewey Burdock Project** – The Company filed an amended and restated National Instrument 43-101 (“NI 43-101”) Technical Report and Preliminary Economic Assessment (“PEA”) for the Dewey Burdock Project.

The base case economic assessment resulted in a pre-income tax internal rate of return (“IRR”) of 55% and a pre-income tax net present value (“NPV”) of \$171.3 million when applying an eight percent discount rate. Using the same discount rate, the post-income tax IRR is 50% and the post-income tax NPV is \$147.5 million.

In November 2020, the EPA issued the final permits for the Company's Class III and Class V UIC activities at the Dewey Burdock Project. The major federal permits, being the EPA permits and the NRC license, have now been issued for the Dewey Burdock Project.

- **Gas Hills Project** – In April and June 2020, the Company announced additional uranium mineralization at its Gas Hills Uranium Project in Wyoming, USA (the “Gas Hills Project”). The Company identified this additional uranium mineralization through the analysis of historical data procured by the Company. In April 2020, the analysis identified 147 mineralized drill holes with 173 intercepts equal to or exceeding a 0.2 grade-thickness cutoff using a 0.02% grade cutoff with an average U₃O₈ grade of 0.137% and an average thickness of 5.3 feet. In June 2020, the analysis further identified 82 mineralized drill holes equal to or exceeding a 0.2 grade-thickness cutoff using a 0.02% grade cutoff with an average U₃O₈ grade of 0.205% and an average thickness of 4.0 feet. The analysis has expanded the envelope of uranium mineralization, indicating the potential to supplement the existing Gas Hills Project resource estimate. The Company is currently working on an updated resource estimate at the Gas Hills Project, which has the potential to become a significant satellite project to the Dewey Burdock Project.
- **Prospectus Offering** – In December 2020, the Company closed a bought deal prospectus offering for gross proceeds of \$4,693,680 (C\$6,000,000) through the issuance of 30,000,000 units at a price of C\$0.20 per unit. Each unit consisted of one common share and one-half of one share purchase warrant. Each whole warrant entitles the holder thereof to purchase one common share at a price of C\$0.28 per share until December 31, 2022.

AZARGA URANIUM CORP.

Management's Discussion and Analysis

For the year ended December 31, 2020

- **Private Placement** – In April 2020, the Company closed a non-brokered private placement for gross proceeds of \$1,165,998 (C\$1,640,000) through the issuance of 10,933,333 units at a price of C\$0.15 per unit. Each unit consisted of one common share and one-half of one share purchase warrant. Each whole warrant entitles the holder thereof to purchase one common share at a price of C\$0.20 per share until April 17, 2023.
- **Loans** – During the year ended December 31, 2020, the Company received short-term loans of \$1,640,386 that bore interest at 12% per annum and were unsecured. In December 2020, the Company repaid all principal and interest totaling \$1,752,627.

COVID-19

In March 2020, the World Health Organization declared COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, has adversely affected workforces, economies, and financial markets globally. To date, this pandemic has had a limited impact on the Company's operations as the Company has continued to advance permitting on its Dewey Burdock project and raise capital. However, it is not possible for the Company to ultimately predict the duration or magnitude of the adverse impacts of the outbreak and its effects on the Company's business or ability to raise funds.

INDUSTRY TRENDS AND OUTLOOK

Although uranium prices have recovered from their lows, the Company believes that the following key elements will contribute to further improvements in the uranium sector:

- **Global reactor pipeline indicates growth** – the global reactor pipeline consists of 920¹ nuclear reactors that are operable, under construction, planned or proposed. Of the 920 nuclear reactors, 442 reactors are operable¹. A total of 151¹ nuclear reactors are under construction or planned, which represents approximately 34% of the current operating fleet. China and India lead the world in terms of the number of nuclear power plants under construction, with sixteen and six, respectively¹. China continues to accelerate their nuclear growth plans and intends to have 70 GWe of installed capacity by 2025² (currently 47 GWe¹).
- **Nuclear reactor requirements significantly exceed primary production** – in 2021, expected uranium demand is 181² million pounds, whereas, expected primary production is 128² million pounds.

¹ World Nuclear Association – *World Nuclear Power Reactors & Uranium Requirements (March 2021)*

² TD Securities Inc. (*March 2021*)

AZARGA URANIUM CORP.

Management's Discussion and Analysis

For the year ended December 31, 2020

- **United States Nuclear Fuel Working Group** – in February 2020, the fiscal 2021 budget proposal requested \$1.5 billion over a 10-year period to establish a United States uranium reserve. Subsequently, in April 2020, the United States Nuclear Fuel Working Group (“NFWG”) released its report detailing the Strategy to Restore American Nuclear Energy Leadership. This strategy is designed to restore America’s competitive nuclear advantages and proposes, among other items, that the U.S. Government “take immediate and bold action to revive and strengthen the uranium mining industry”. The strategic objectives will “restore the viability of the entire front-end of the nuclear fuel cycle”. A summary of the other most relevant points included in the NFWG report pertaining to the U.S. uranium mining industry include:
 - U.S. government purchases of 17-19 million pounds of uranium, through a competitive procurement process from domestic producers.
 - The Department of Energy will end the uranium bartering program and reevaluate the Department of Energy’s excess uranium inventory management policy.
 - Streamlined regulatory reform and land access for uranium extraction.

Further, in December 2020, the approved Omnibus Budget Bill appropriated \$75 million to the Department of Energy to establish a United States uranium reserve.

- **Russian Suspension Agreement (“RSA”) extended** – the RSA has been extended to 2040 and reduces the delivery of nuclear fuel into the USA from Russia. Under the previous agreement, Russian exports were limited to approximately 20% of USA enrichment demand; however, under the amended agreement, this percentage would drop to an average of 17% over a 20-year period. This has the potential to support increased domestic production in the USA.

Despite the Company’s belief that a uranium sector turnaround has commenced, its strategies are focused on making prudent plans to progress its business, while conserving its financial resources. At this time, the Company’s strategy involves the following key elements:

- **Continue with the advancement of the Dewey Burdock Project** – the EPA issued the Company their final Class III and Class V UIC permits in November 2020. The major federal permits, being the EPA permits and the NRC license, have now been issued for the Dewey Burdock Project, and as a result, the Company is focused on obtaining the required state permits, which have already been recommended for approval by the South Dakota Department of Environment and Natural Resources (“DENR”) staff.

In parallel with finalizing permitting at the Dewey Burdock Project, the Company will continue to evaluate project-financing options, with a view to having a funding solution in place prior to or concurrent with the finalization of permits.

AZARGA URANIUM CORP.

Management's Discussion and Analysis

For the year ended December 31, 2020

- **Focus on identifying uranium resources at the Dewey Terrace Project** – the Company is continuing the evaluation and analysis of historical data at the Dewey Terrace Project with the goal of identifying and quantifying additional uranium mineralization.
- **Complete an updated resource estimate and focus on ISR amenability at the Gas Hills Project** – the Company has successfully identified additional uranium mineralization at the Gas Hills Project and is currently working on an updated resource estimate. The Company has also completed hydrological studies, which indicate that permeability and piezometric surface conditions are suitable for ISR uranium mining. The Company will continue to evaluate future ISR development options at Gas Hills, consistent with the Company's strategy of developing ISR uranium projects in the USA.
- **Future uranium production off-take** – the Company will continue engaging with potential customers for future uranium production off-take. Although the Company plans to continue these discussions in parallel with the advancement of the Dewey Burdock Project, the level of these activities will be dependent on the market environment.

The Company expects to successfully execute its strategy as the Company believes that:

- uranium prices will move higher in the near to medium term;
- the Dewey Burdock PEA demonstrates that the project is one of the preeminent undeveloped ISR uranium projects in the USA;
- on completion of permitting at the Dewey Burdock Project, the Company expects to be able to attract financing and move into the construction phase;
- the Company's asset suite includes mineral properties at various stages of development, providing a pipeline for continued growth; and
- management and the Board of Directors have extensive experience in uranium, the broader mining sector, and financial markets.

MINERAL PROPERTIES

The Dewey Burdock Project (100% interest) – South Dakota, USA

The Company's 100% owned Dewey Burdock Project is an ISR uranium project located in the Edgemont uranium district, in South Dakota, USA. Through property purchase agreements, mining leases and/or mining claims, the Dewey Burdock Project is comprised of approximately 12,613 surface acres and 16,962 net mineral acres. The Dewey Burdock Project is the Company's initial development priority.

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

Summary of Mineral Resources and PEA

In December 2020, the Company filed an amended and restated NI 43-101 compliant independent Technical Report and PEA for the Dewey Burdock Project prepared by Woodard & Curran and Rough Stock Mining Services (the "Dewey Burdock PEA") with an effective date of December 3, 2019. Certain amendments were made to this report, including removing the non-ISR mineral resource estimate.

Dewey Burdock Project ISR Mineral Resource Estimate				
	Measured Resources	Indicated Resources	Measured plus Indicated Resources	Inferred Resources
Tons	5,419,779	1,968,443	7,388,222	645,546
Average grade (% U ₃ O ₈)	0.132	0.072	0.116	0.055
Average thickness (feet)	5.56	5.74	5.65	5.87
Average grade-thickness ("GT")	0.733	0.413	0.655	0.324
Uranium (pounds) at a 0.20 GT cut-off	14,285,988	2,836,159	17,122,147	712,624

Note: mineral resources that are not mineral reserves do not have demonstrated economic viability.

The Dewey Burdock PEA resulted in a pre-income tax NPV of \$171.3 million at a discount rate of 8% and an IRR of 55% compared to a post-income tax NPV of \$147.5 million at a discount rate of 8% and an IRR of 50%. The Dewey Burdock PEA post-income tax calculations do not include a corporate level assessment of income tax liabilities; taxes have only been calculated at the Dewey Burdock Project level. The estimate of income tax at the corporate level is subject to a number of additional considerations that have not been factored in when calculating income taxes at the project level, including, but not limited to, the capital structure to finance the Dewey Burdock Project, which has not yet been determined and loss carry forwards available at the corporate level.

The Dewey Burdock PEA estimated uranium prices of \$55/lb U₃O₈, direct cash operating costs of \$10.46 per pound of production and royalties and local taxes (excluding property tax) of \$5.15 per pound of production. The total pre-income tax cost of uranium production is estimated to be \$28.88 per pound of production. Income taxes are estimated to be \$3.39 per pound of production.

Initial capital expenditures are estimated at \$31.7 million. The Dewey Burdock Project is forecast to produce 14.3 million pounds of U₃O₈ over its 16 years of production and the projected cash flows of the Dewey Burdock Project are expected to be positive in the second year of production, two years after the commencement of construction.

AZARGA URANIUM CORP.
Management’s Discussion and Analysis
For the year ended December 31, 2020

Details of the assumptions and parameters used with respect to the Dewey Burdock PEA, including information on data verification, are set out in the “NI 43-101 Technical Report Preliminary Economic Assessment, Dewey-Burdock Uranium ISR Project, South Dakota, USA”, dated December 22, 2020, with an effective date of December 3, 2019, a copy of which is available under the Company’s profile at www.sedar.com. The Dewey Burdock PEA is preliminary in nature; it includes inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves. There is no certainty that the Dewey Burdock PEA will be realized. Mineral resources that are not mineral reserves do not have demonstrated economic viability.

Summary of Permitting

Permit, License or Approval Name	Agency	Status
Final UIC Class III Permit Final UIC Class V Permit	EPA	<ul style="list-style-type: none"> • Issued November 2020 • Appealed to Environmental Appeals Board
Final Source and By-product Materials License	NRC	<ul style="list-style-type: none"> • Issued April 2014 and in good standing
Ground Water Discharge Plan Water Rights Permit Large Scale Mine Plan Permit	DENR	<ul style="list-style-type: none"> • Applications complete and recommended for approval by DENR staff • Hearings for final approval commenced in late-2013, continuance ordered until completion of federal regulatory approvals • With NRC license and EPA permits now issued, focus is to resume hearings
Plan of Operations	BLM	<ul style="list-style-type: none"> • Working with the BLM to obtain approval in the near term

DENR South Dakota Department of Environment and Natural Resources
EPA United States Environmental Protection Agency
NRC United States Nuclear Regulatory Commission
BLM Bureau of Land Management

AZARGA URANIUM CORP.

Management's Discussion and Analysis

For the year ended December 31, 2020

The Section 106 programmatic agreement ("PA") was executed on April 7, 2014 by the Advisory Council on Historic Preservation, the NRC, the South Dakota State Historic Preservation Office, and the BLM. Subsequent to the PA being executed, the NRC issued a final Safety Evaluation Report and the Company's Dewey Burdock Project received its Source and Byproduct Materials License SUA-1600 on April 8, 2014, covering 10,580 acres. The Company controls the mineral and surface rights for the area pertaining to the NRC license.

Subsequently, the consolidated intervenors and the Oglala Sioux Tribe filed a petition for review to the NRC Commission for two contentions previously resolved in favor of the Company and the NRC Staff by the Atomic Safety and Licensing Board related to identification and protection of historic and cultural resources; however, this petition for review was denied by the NRC Commission. In December 2020, a petition for review, which pertains to previously resolved contentions, was filed with the United States Court of Appeals for the District of Columbia Circuit, which is the next court in line of jurisdiction. Despite any appeal, the current full effectiveness of the Company's NRC license for its Dewey Burdock Project remains in place and the Company does not expect this petition for review to be successful.

In November 2020, the EPA issued the Company their final Class III and Class V UIC permits, and associated aquifer exemption, for the Dewey Burdock Project. Subsequent to the permits being issued, the Class III and Class V UIC permits were appealed to the Environmental Appeals Board (the "EAB"). The aquifer exemption was appealed to the United States Court of Appeals for the Eight Circuit (the "Eighth Circuit"). In February 2021, the EAB proceedings were stayed for 60 days to allow the EPA to brief the new Administration on this matter, a process the Company understands to be commonplace when a government administration changes. Further, the proceeding before the Eighth Circuit has been held in abeyance pending the resolution of the EAB proceeding. The Company does not expect either of these appeals to be successful and is now focused on obtaining the required state permits for the Dewey Burdock Project.

The Company submitted applications to the DENR in 2012 for its Groundwater Discharge Plan ("GDP"), Water Rights ("WR") and Large Scale Mine Plan ("LSM") permits. All permit applications have been deemed complete and have been recommended for conditional approval by the DENR staff. The GDP and WR permits are subject to hearing with public participation. The hearing commenced on October 28, 2013 and continued through November 25, 2013, at which point it was determined that the hearing will resume once the NRC and EPA have ruled and set the federal surety. The LSM permit has been finalized subject to continuation of a hearing before the Board of Minerals and Environment, which commenced the week of September 23, 2013 and continued through November 5, 2013, at which point it was determined that the hearing will resume once the NRC and EPA have ruled and set the federal surety. The Company is focused on recommencing the hearing process for the GDP, WR and LSM permits now that the EPA permits and NRC license have been issued.

AZARGA URANIUM CORP.

Management's Discussion and Analysis

For the year ended December 31, 2020

The Company continues to be in compliance with existing permitting and licensing requirements. Prior to commencing construction and operations at the Dewey Burdock Project, the Company requires three state permits to be issued by the DENR, the EAB appeal to be denied or resolved in favour of the Company, certain pre-operational conditions under the Company's permits and licenses to be satisfied and the development and implementation of mitigation plans for protection of cultural resources under the PA.

Dewey Terrace Project (100% interest) – Wyoming, USA – adjacent to Dewey Burdock

The Company's 100% owned Dewey Terrace Project is located in the Weston and Niobrara Counties of Wyoming. The Company acquired this project primarily through the staking of federal mining claims, along with the acquisition of lease agreements. Through mining leases and mining claims, the Dewey Terrace Project is comprised of approximately 1,874 acres of surface rights and approximately 7,514 acres of net mineral rights. The Dewey Terrace Project is located adjacent to the Company's NRC licensed Dewey Burdock Project.

The Company has identified uranium mineralization at the Dewey Terrace Project through the review and analysis of historical data owned by the Company (the "Data Set"). The Data Set identified 259 mineralized drill holes indicating significant potential for a new resource area at the Dewey Terrace Project. Further, deposition is consistent with sand channel systems categorized within the Dewey Burdock Project and conditions that indicate possible ISR amenability. Several drill holes encountered multiple intercepts demonstrating a vertically stacked group of separate mineralized zones similar to those at the Dewey Burdock Project. The uranium mineralization covers seven separate mineralized zones over a trend of approximately 2.5 miles.

As announced on October 31, 2017, the Data Set analysis has identified 91 mineralized drill holes with 129 intercepts equal to or exceeding a 0.2 GT cutoff using a 0.02% grade cutoff with an average eU_3O_8 grade of 0.062% and an average thickness of 7.4 feet. The Company also identified 93 drill holes with 112 intercepts that had GT values ranging from 0.1 to 0.2 GT based on review of the Data Set. These intercepts had an average thickness of 4.1 feet with an average grade of 0.041% eU_3O_8 . The remaining 187 drill holes reviewed range from barren to an average GT of 0.1.

The Data Set includes historical drilling information that has been reviewed by the Company's geological team, as well as 20 exploratory drill holes completed by the Company in a previous exploration campaign. The exploratory drill holes completed by the Company confirm the presence of uranium mineralization at the Dewey Terrace Project. The Company's review of the records and information within the Data Set reasonably substantiate the validity of this information; however, the Company cannot directly verify the accuracy of the historical data, including the procedures used for sample collection and analysis. Therefore, the Company encourages investors not to place undue weight on these results.

AZARGA URANIUM CORP.

Management's Discussion and Analysis

For the year ended December 31, 2020

The objective of the Data Set analysis is to identify uranium mineralization in a cost-effective manner in the vicinity of the Company's Dewey Terrace and Dewey Burdock Projects. The Company is continuing its review of the Data Set with the objective of identifying and quantifying additional uranium mineralization.

Gas Hills Project (100% interest), Wyoming, USA

The Company's 100% owned Gas Hills Project is located in the historic Gas Hills uranium district situated 45 miles east of Riverton, Wyoming. The Gas Hills Project consists of approximately 1,280 surface acres and 12,960 net mineral acres of unpatented lode mining claims, a State of Wyoming mineral lease, and private mineral leases, within a brownfield site which has experienced extensive development including mine and mill site production.

Summary of Mineral Resources

In June 2017, a technical report was prepared by BRS Inc. on the Gas Hills Project titled "Amended and Restated Gas Hills Uranium Project, Mineral Resource and Exploration Target NI 43-101 Technical Report, Fremont and Natrona Counties, Wyoming, USA" (the "Gas Hills Report") with an effective date of June 9, 2017. The Gas Hills Project contains indicated uranium resources of 4.7 million pounds U_3O_8 (2.4 million tons at an average grade of 0.098% U_3O_8) and inferred uranium resources of 2.5 million pounds U_3O_8 (2.3 million tons at an average grade of 0.054% U_3O_8) at a 0.10 GT cut-off. Mineral resources that are not mineral reserves do not have demonstrated economic viability.

The uranium mineralization is contained in roll-front deposits hosted by arkosic sandstone beds of the Eocene Wind River Formation. The deposits are stratabound and occur from the surface to depths of approximately 450 feet in areas amenable to open-pit mining, and to depths in excess of 1,200 feet, which may be amenable to ISR. Based on areas of wide-spaced limited historical drilling and areas of past mine production, the Company believes that there is sufficient geological evidence to interpret that mineralization may extend from current mineral resource areas along identified trends. Based on a detailed review of previous work, the Company has outlined five high priority exploration targets within the project for follow-up including Day Loma, Day Loma/Loco-Lee, Loco-Lee, George-Ver, and Bullrush.

Details of the assumptions and parameters used with respect to the Gas Hills Report, including quality estimates and information on data verification, are available on the Company's website at www.azargauranium.com.

Subsequent to issuing the Gas Hills Report, the Company commenced detailed ISR studies on the Gas Hills Project. These studies focused on piezometric surface conditions and permeability of the Wind River formation confined aquifer, the primary host of uranium mineralization at the Company's Gas Hills Uranium Project. The first study focused on piezometric surface conditions and demonstrated that three of the primary deposits at the Gas Hills property, being Day Loma, George-Ver and Loco-Lee, were principally

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

located within a confined aquifer that contains current hydrostatic head well above the minimum requirements to allow for the successful use of ISR mining techniques.

The second study focused on permeability (also referred to as hydraulic conductivity). A comprehensive review of pump test data for the Gas Hills Project and pump test data for other mining operations and planned mining operations in Wyoming proximal to the Gas Hills Project was conducted by Hydro-Engineering L.L.C ("Hydro-Engineering"). A summary of the review is presented below for each project:

Project Name and Owner	Hydraulic Conductivity Range (feet/day)	Permeability Range (darcy)
Gas Hills; Azarga Uranium	1.0 to 5.7	0.8 to 2.7
Gas Hills (Peach); Cameco	0.5 to 6.0	0.3 to 2.89
Lost Creek; Ur-Energy	0.27 to 2.78	0.13 to 1.3

Hydro-Engineering concluded that the hydraulic conductivity at the Gas Hills Project is comparable to hydraulic conductivity values at other ISR mining operations and planned mining operations in Wyoming proximal to the Gas Hills Project. Thus, the permeability of the mineralized Wind River formation confined aquifer at Gas Hills is suitable for ISR uranium mining.

The favorable report on permeability coupled with the favorable piezometric surface conditions confirms that these two important hydrologic parameters are suitable for ISR uranium mining.

Further, as announced on April 6, 2020 and June 8, 2020, the Company has identified additional uranium mineralization at the Gas Hills Project. The Company identified this additional uranium mineralization through the analysis of historical data procured by the Company (the "Gas Hills Data Set"). As announced April 6, 2020, the analysis of the Gas Hills Data Set identified 147 mineralized drill holes with 173 intercepts equal to or exceeding a 0.2 grade-thickness cutoff using a 0.02% grade cutoff with an average U₃O₈ grade of 0.137% and an average thickness of 5.3 feet. Subsequently, as announced on June 8, 2020, the analysis of the Gas Hills Data Set identified 82 additional mineralized drill holes equal to or exceeding a 0.2 grade-thickness cutoff using a 0.02% grade cutoff with an average U₃O₈ grade of 0.205% and an average thickness of 4.0 feet. This analysis expanded the envelope of uranium mineralization indicating the potential to supplement the existing Gas Hills Project resource estimate. The analysis also confirms that the uranium mineralization occurs in sandstone-hosted roll fronts located below the water table, indicating the potential for ISR amenability. The Company is currently working on an updated resource estimate at the Gas Hills Project, which has the potential to become a significant satellite project to the Dewey Burdock Project.

AZARGA URANIUM CORP.

Management's Discussion and Analysis

For the year ended December 31, 2020

The Gas Hills Data Set includes historical drilling information that has been reviewed by the Company's geological team. The Company's review of the records and information within the Gas Hills Data Set reasonably substantiate the validity of this information; however, the Company cannot directly verify the accuracy of the historical data, including the procedures used for sample collection and analysis. Therefore, the Company encourages investors to exercise appropriate caution when evaluating these results.

The Centennial Project (100% interest) – Colorado, USA

The Company's 100% owned Centennial Project is located in the western part of Weld County in north-eastern Colorado. Through property purchase and lease agreements, the Centennial Project is comprised of approximately 1,365 acres of surface rights and 6,238 acres of net mineral rights.

Historical exploration work included drilling, recovery tests, water well tests and environmental studies. At the request of the Colorado Division of Reclamation, Mining and Safety, the Company prepared and submitted an updated Site Characterization Plan in April 2009. All the required environmental surveys and studies have been completed and the draft reports have been received. The Company completed its application to the EPA for a Class I UIC Permit in November 2010. In December 2010, the EPA informed the Company that the application was deemed complete; however, the Company withdrew its application in the fourth quarter of 2018. The EPA will retain the application should the Company wish to resume the process. The majority of the major mine permit applications for the Centennial Project have not been prepared or submitted to date.

In August 2010, a NI 43-101 compliant independent PEA (the "Centennial PEA") was prepared by SRK Consulting (U.S.), Inc. and Lyntek Incorporated with an effective date of June 2, 2010. The Centennial PEA indicated that the Centennial Project can be developed using the ISR method and resulted in a pre-tax net present value of \$51.8 million at a discount rate of 8% and an internal rate of return of 18%. The Centennial PEA assumed uranium prices of \$65/lb U₃O₈, cash operating costs of \$34.95/lb U₃O₈ and capital costs of \$71.1 million. The Centennial PEA included indicated uranium resources of 10,371,571 pounds at 0.09% U₃O₈ and inferred uranium resources of 2,325,514 pounds at 0.09% U₃O₈ at a 0.20 GT cut-off and annual production of 700,000 lbs per annum, which resulted in a 14-year mine life.

Details of the assumptions and parameters used with respect to the Centennial PEA, including information on data verification, are set out in the Centennial PEA dated August 6, 2010, a copy of which is available under the Company's profile on SEDAR at www.sedar.com. The Centennial PEA is preliminary in nature and includes inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves. There is no certainty that the Centennial PEA will be realized. Mineral resources that are not mineral reserves do not have demonstrated economic viability.

AZARGA URANIUM CORP.

Management's Discussion and Analysis

For the year ended December 31, 2020

Subsequent to the Centennial PEA being completed, certain lease agreements with respect to the Centennial Project were not renewed and certain parcels of redundant land at the Centennial Project were sold; however, the impact to the Centennial PEA is immaterial.

In 2006, the Company entered into an option agreement, as amended, to purchase uranium rights on certain areas of the Centennial Project for consideration of \$1,895,000 plus contingent payments of \$3,165,000. Pursuant to the agreement, the contingent payments are payable upon receipt of regulatory permits and licenses allowing uranium production on the area of the Centennial Project pertaining to these uranium interests. Further, unless otherwise agreed, if the Company did not obtain such permits and licenses by September 27, 2019, the uranium rights, at the option of the seller, can be transferred back to the seller. To date, the Company has neither obtained the required regulatory permits and licenses nor has the Company been able to renegotiate the option agreement. However, the Company is attempting to renegotiate the option agreement and the seller has not exercised its option to have the uranium rights transferred back.

As a result of the uncertainty surrounding this option agreement, which represents 5,760 of the 6,238 mineral acres at the Centennial Project, significant doubt over the future recoverability of the carrying value exists. Accordingly, during the year ended December 31, 2019, the Company recognized an impairment charge of \$2,422,398 for the Centennial Project.

Juniper Ridge Project (100% interest), Wyoming, USA

The Company's 100% owned Juniper Ridge Project is located in the southwest portion of Wyoming, approximately 10 miles west of the town of Baggs. The Juniper Ridge Project consists of approximately 640 surface acres and 3,240 net mineral acres of unpatented lode mining claims and a State of Wyoming mineral lease and is located within a brownfield site which has experienced extensive exploration, development, and mine production.

In June 2017, a technical report was prepared by BRS Inc. and T.P. McNulty and Associates Inc. on the Juniper Ridge Project titled "Juniper Ridge Uranium Project, Amended and Restated NI 43-101 Mineral Resource and Preliminary Economic Assessment Technical Report" (the "Juniper Ridge PEA") with an effective date of June 9, 2017. The Juniper Ridge Project contains indicated uranium resources of 6.0 million pounds U₃O₈ (5.1 million tons at an average grade of 0.058% U₃O₈) and inferred uranium resources of 0.2 million pounds U₃O₈ (0.1 million tons at an average grade of 0.085% U₃O₈) at a 0.10 GT cut-off.

Details of the assumptions and parameters used with respect to the Juniper Ridge PEA, including quality estimates and information on data verification, are available on the Company's website at www.azargauranium.com.

AZARGA URANIUM CORP.

Management's Discussion and Analysis

For the year ended December 31, 2020

The Juniper Ridge PEA resulted in a pre-tax net present value of \$27.3 million at a discount rate of 8% and an internal rate of return of 26% compared to a post-tax net present value of \$19.9 million at a discount rate of 8% and an internal rate of return of 22% based on open pit mining and heap leach extraction of uranium. The Juniper Ridge PEA assumed uranium prices of \$65/lb U₃O₈, total direct operating costs of \$39.77/lb U₃O₈ and capital expenditures of \$36.7 million.

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

While local mineralization displays some of the characteristics of known uranium deposits in the Gas Hills uranium district and in the Powder River Basin of Wyoming, the mineralization at the Juniper Ridge Project is sandstone hosted. Data sources for the estimation of uranium mineral resources for the Juniper Ridge Project consist of 2,716 drill holes including radiometric equivalent data for 2,167 drill holes completed before 2011, Uranium Spectral Analysis Tool assay data for 400 drill holes completed during the 2011 drilling program, and radiometric equivalent and PFN assay data for 149 drill holes completed in 2012.

The Company intends to continue to evaluate and review project geophysical logs and other data associated with the project to evaluate the possibility of future alternatives including updates to resource estimates and project economics.

The Aladdin Project (100% interest) – Wyoming, USA

The Aladdin Project is comprised of private leases that cover approximately 5,166 acres of surface rights and 4,712 acres of net mineral rights located in Wyoming along the Wyoming/South Dakota border on the northwestern flank of the Black Hills Uplift, within sandstones of the Lower Cretaceous-age Inyan Kara Group. The Aladdin Project is 80 miles northwest of the Dewey Burdock Project. Uranium resources at the Aladdin Project have developed within the same host rocks that contain the Dewey Burdock Project uranium resources.

In June 2012, the Company completed a NI 43-101 compliant technical report for the Aladdin Project, with an effective date of June 21, 2012, describing the results of the Company's confirmation drilling program and continued evaluation of the historic exploration drilling data from the Teton Exploration Company. The Aladdin Project contains indicated uranium resources of 1,038,023 pounds at 0.111% U₃O₈ and inferred uranium resources of 101,255 pounds at 0.119% U₃O₈ at a 0.20 GT cut-off. Mineral resources that are not mineral reserves do not have demonstrated economic viability.

In addition, using the same cut-off, the quantity of mineralization for the exploration target was determined to be 5.0 to 11.0 million pounds of uranium, averaging 0.11% -

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

0.12% U₃O₈. In over 80% of the project area, the density of exploration drilling is light and insufficient to calculate resources. In these lightly explored areas, there is sufficient drill hole control for subsurface geochemical mapping and thirteen mineralized trends were identified. This estimation used a range of i) mineralized trend lengths, ii) widths of mineralization and iii) grades of mineralization. The grade and quantity of this exploration target is conceptual in nature and there has been insufficient exploration work performed with respect to the exploration target to define a NI 43-101 compliant resource. It is uncertain whether further exploration of the exploration target will result in the delineation of a NI 43-101 compliant resource.

Details of the assumptions and parameters used with respect to the Aladdin NI 43-101 compliant technical report, including quality estimates and information on data verification, are available under the Company's profile on SEDAR at www.sedar.com.

Subsequent to the NI 43-101 compliant technical report being completed, certain lease agreements/claims were not renewed; however, the impact to the Aladdin NI 43-101 technical report is immaterial.

The Company is currently evaluating the Aladdin Project in order to determine how to maximize the value that can be extracted from this project.

QUALIFIED PERSON

Disclosure of a scientific or technical nature in this MD&A has been reviewed and approved by John Mays, P.E., Chief Operating Officer and a "qualified person" as defined under NI 43-101.

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

SELECTED ANNUAL INFORMATION

	Year Ended December 31, 2020	Year Ended December 31, 2019	Year Ended December 31, 2018
Statement of Loss:			
Net revenues	\$Nil	\$Nil	\$Nil
Net loss from continuing operations	\$2,141,077	\$3,974,816	\$2,291,165
Net loss	\$2,141,077	\$7,737,996	\$2,408,725
Basic and diluted loss per share from continuing operations	\$0.01	\$0.02	\$0.02
Basic and diluted loss per share	\$0.01	\$0.04	\$0.02
Financial Position:			
Total assets	\$46,172,839	\$41,850,626	\$47,304,353
Non-current liabilities	\$5,624,047	\$3,769,217	\$4,854,886
Dividends	\$Nil	\$Nil	\$Nil

The net loss for the year ended December 31, 2019 included a \$6.6 million impairment of exploration and evaluation assets related to the Centennial and Kyzyl Ompul projects.

RESULTS OF OPERATIONS – YEAR ENDED DECEMBER 31, 2020

The consolidated net loss for the year ended December 31, 2020 was \$2,141,077 compared to \$7,737,996 for the year ended December 31, 2019.

The significant changes between the current period and the comparative period are discussed below:

Administrative expenses totaled \$1,583,893 for the year ended December 31, 2020 compared to \$1,943,285 for the year ended December 31, 2019. The decrease in administrative expenses primarily related to decreased corporate administration and consulting and professional fees due to various cost cutting measures.

For the year ended December 31, 2019, the Company recognized an impairment charge of \$2,422,398 for the Centennial Project.

The Company recorded finance costs of \$109,007 for the year ended December 31, 2020 compared to \$9,734 for the year ended December 31, 2019. The increase was related to loans received and repaid during fiscal 2020.

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

The Company recognized an unrealized loss on warrant liabilities of \$246,595 for the year ended December 31, 2020 compared to an unrealized gain of \$371,983 for the year ended December 31, 2019.

For the year ended December 31, 2019, the Company recognized a net loss from discontinued operations of \$3,763,180, primarily made up of a \$4,140,444 impairment charge on the Company's previously owned Kyzyl Ompul Project in the Kyrgyz Republic.

FOURTH QUARTER 2020

The Company began the fourth quarter with a cash balance of \$181,022. During the three months ended December 31, 2020, the Company expended \$141,073 on operating activities, net of working capital changes, and \$340,109 on investing activities, and received \$2,704,443 from financing activities, with a negative \$4,223 effect of foreign exchange on cash to end the quarter and the year with a cash balance of \$2,400,060.

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

SUMMARY OF QUARTERLY RESULTS

The following tables provide selected quarterly financial information for the most recent eight quarters.

	3 Months Ended December 31, 2020	3 Months Ended September 30, 2020	3 Months Ended June 30, 2020	3 Months Ended March 31, 2020
Total revenues	\$ -	\$ -	\$ -	\$ -
Net loss	\$ (1,006,298)	\$ (467,123)	\$ (460,738)	\$ (206,918)
Basic and diluted loss per share	\$ (0.00)	\$ (0.00)	\$ (0.01)	\$ (0.00)

	3 Months Ended December 31, 2019	3 Months Ended September 30, 2019 ⁽¹⁾	3 Months Ended June 30, 2019 ⁽²⁾	3 Months Ended March 31, 2019
Total revenues	\$ -	\$ -	\$ -	\$ -
Net loss from continuing operations	\$ (604,065)	\$ (2,823,403)	\$ (372,532)	\$ (174,816)
Net loss	\$ (170,830)	\$ (2,882,698)	\$ (4,492,364)	\$ (192,104)
Basic and diluted loss per share from continuin operations	\$ (0.00)	\$ (0.02)	\$ (0.00)	\$ (0.00)
Basic and diluted loss per share	\$ (0.00)	\$ (0.02)	\$ (0.02)	\$ (0.00)

(1) The three months ended September 30, 2019 included an impairment charge of \$2,422,398 for the Centennial Project.

(2) The three months ended June 30, 2019 included an impairment charge of \$4,140,444 for the Kyzyl Ompul Project.

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

LIQUIDITY AND CAPITAL RESOURCES

The Company began the year with a cash balance of \$184,447. During the year ended December 31, 2020, the Company expended \$980,983 on operating activities, net of working capital changes, and \$2,094,262 on investing activities, and received \$5,291,775 from financing activities, with a negative \$917 effect of foreign exchange on cash to end December 31, 2020 with a cash balance of \$2,400,060.

In April 2020, the Company closed a non-brokered private placement for gross proceeds of \$1,165,998 (C\$1,640,000) through the issuance of 10,933,333 units at a price of C\$0.15 per unit. Each unit consisted of one common share and one-half of one share purchase warrant. Each whole warrant entitles the holder thereof to purchase one common share at a price of C\$0.20 per share until April 17, 2023. The Company paid cash finder's fees of \$24,380.

In December 2020, the Company closed a bought deal prospectus offering for gross proceeds of \$4,693,680 (C\$6,000,000) through the issuance of 30,000,000 units at a price of C\$0.20 per unit. Each unit consisted of one common share and one-half of one share purchase warrant. Each whole warrant entitles the holder thereof to purchase one common share at a price of C\$0.28 per share until December 31, 2022. The Company paid cash finder's fees of \$360,396 and other share issue costs of \$187,635.

During the year ended December 31, 2020, the Company received short-term loans of \$1,640,386 that bore interest at 12% per annum and were unsecured. In December 2020, the Company repaid all principal and interest totaling \$1,752,627.

The Company's capital risk management objectives have been established to safeguard the Company's ability to continue as a going concern in order to support the Company's permitting, exploration and development of its mineral properties and to maintain a flexible capital structure which optimizes the cost of capital at an acceptable risk. To facilitate the management of its capital requirements, the Company prepares annual budgets that are updated as necessary depending on various factors, including capital deployment, progress on permitting, results from the exploration and development of its properties and general industry conditions. The annual and updated budgets are approved by the Board of Directors.

To date, the Company has not generated revenues from operations and is currently in the exploration and development stage. As at December 31, 2020, the Company had working capital of \$1,816,710 and an accumulated deficit of \$29,129,578 and will continue incurring losses for the foreseeable future. Additional funding will be required by the Company to complete its strategic objectives and continue as a going concern. There is no certainty that additional financing, at terms that are acceptable to the Company, will be available. The Company has successfully raised financing in the past and will continue to assess available alternatives; however, there is no assurance that the Company will be able to raise additional funds in the future. These material uncertainties cast significant doubt on the Company's ability to continue as a going concern.

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

At the date of this MD&A, the Company has 26,991,687 exercisable share purchase warrants outstanding at exercise prices ranging from C\$0.20 to C\$0.31 and 13,553,167 exercisable stock options outstanding at exercise prices ranging from C\$0.075 to C\$0.36, that if exercised will raise additional capital for the Company.

CONTRACTUAL OBLIGATIONS AND COMMITMENTS

	Within 1 year	2-4 years	Over 4 years	Total
Annual license payments *	\$ 433,067	\$ 460,418	\$ 1,630,706	\$ 2,524,191
Centennial option agreement **	-	-	3,165,000	3,165,000
Dewey Burdock option agreements	62,500	390,000	1,441,250	1,893,750
	\$ 495,567	\$ 850,418	\$ 6,236,956	\$ 7,582,941

* annual license payments include lease and mineral claim payments

** the contingent payments are payable upon receipt of regulatory permits and licenses allowing uranium production on the area of the Centennial Project pertaining to these uranium interests. Further, since the required licenses and permits were not received by September 27, 2019, the uranium rights, at the option of the seller, can be transferred back to the seller. The Company is attempting to renegotiate the Centennial Project option agreement.

Certain of the Company's commitments may provide the Company with the ability to avoid funding those commitments; however, the Company discloses the contractual maturities of the Company's commitments based on management's intent.

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial Instruments

Financial instruments are classified into one of the following categories: fair value through profit or loss; fair value through other comprehensive income (loss); or, at amortized cost. The carrying values of the Company's financial instruments are classified into the following categories:

Financial assets	As at December 31,	
	2020	2019
Amortized cost		
Cash	\$ 2,400,060	\$ 184,447
Restricted cash	952,472	22,716
	\$ 3,352,532	\$ 207,163

Financial liabilities	As at December 31,	
	2020	2019
Amortized cost		
Trade and other payables	\$ 580,904	\$ 863,864
Loans payable	101,284	-
Decommissioning liabilities	267,807	251,550
Lease obligations	79,209	115,459
Fair value through profit or loss		
Warrant liabilities	1,960,499	265,029
	\$ 2,989,703	\$ 1,495,902

AZARGA URANIUM CORP.

Management's Discussion and Analysis

For the year ended December 31, 2020

Fair value

The fair value of financial assets and financial liabilities measured at amortized cost is determined in accordance with generally accepted pricing models based on discounted cash flow analysis or using prices from observable current market transactions. The Company considers that the carrying amount of all its financial assets and financial liabilities measured at amortized cost approximates their fair value.

The Company's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

- Level 1 fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1, that are observable either directly or indirectly.
- Level 3 fair value measurements are those derived from valuation techniques that include inputs that are not based on observable market data.

The fair value of the Company's warrant liabilities is recorded at fair value using Level 3 of the fair value hierarchy. The carrying value of warrant liabilities is determined using the Black-Scholes option pricing model.

The carrying values of cash, trade and other payables and loans payable approximate their fair values because of the short-term nature of these financial instruments and are classified as financial assets and liabilities at amortized cost and are reported at amortized cost.

The carrying values of restricted cash, decommissioning liabilities, and lease obligations approximate their fair values as they are measured at amortized cost and discounted using appropriate rates.

Risk management

The financial risk arising from the Company's operations are market risk, credit risk, and liquidity risk. These risks arise from the normal course of operations and all transactions undertaken are to support the Company's ability to continue as a going concern. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. Management of the Company manages and monitors these exposures to ensure appropriate measures are implemented in a timely and effective manner. During the year ended December 31, 2020, there were no significant changes in the Company's financial risk management objectives and policies. The Company's risk exposure and the impact on the Company's financial instruments are summarized below:

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

Market risk

Market risk is the risk that the fair value of the future cash flows of a financial instrument will fluctuate due to changes in market factors. Market risk comprises three types of risks: currency risk, price risk and interest rate risk:

Currency risk

Currency risk is the risk that the fair values or future cash flows of the Company's financial instruments will fluctuate because of changes in foreign currency exchange rates. The Company is exposed to currency risk through financial assets and liabilities denominated in currencies other than the United States Dollar. Management believes the currency risk related to currency conversions is minimal and therefore, does not hedge its currency risk.

Price risk

Price risk is the risk that the fair value of future cash flows of the Company's financial instruments will fluctuate because of changes in market prices. The Company is exposed to the risk of fluctuations in prevailing market prices for its uranium products. However, as the Company is currently an exploration and development stage company, the risk is insignificant.

Interest rate risk

Interest rate risk is the risk that the fair values and future cash flows of the Company will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk to the extent that the cash maintained at the financial institutions is subject to a floating rate of interest. The interest rate risk on cash is not significant.

Credit risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations.

The Company is exposed to credit risk associated with its cash. The Company's maximum exposure to credit risk is equal to the carrying amount of its cash.

The Company's credit risk on cash arises from default of the counterparty. The Company limits its exposure to counterparty credit risk on cash by only dealing with financial institutions with high credit ratings.

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

Liquidity risk

Liquidity risk is the risk that the Company will not be able to settle or manage its obligations associated with financial liabilities. The Company's approach to managing liquidity is to evaluate current and expected liquidity requirements under both normal and stressed conditions to ensure that it maintains sufficient reserves of cash, access to financing facilities or access to cash generating opportunities, such as the liquidation of non-core and redundant assets to meet expected expenditures. The Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including capital deployment, progress on permitting, results from the exploration and development of its properties and general industry conditions. The annual and updated budgets are approved by the Board of Directors.

The Company's current and expected remaining contractual maturities for its financial liabilities with agreed repayment periods are presented below. The table includes the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to satisfy the liabilities.

As at December 31, 2020	1-3 months	3 months - 1 year	1-5 years	Total
Trade and other payables	\$ 480,904	\$ 45,000	\$ 55,000	\$ 580,904
Loans payable	-	100,625	-	100,625
Lease obligations	11,526	35,708	77,292	124,526
	\$ 492,430	\$ 181,333	\$ 132,292	\$ 806,055

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

RELATED PARTY TRANSACTIONS AND BALANCES

Related party transactions

During the year ended December 31, 2020, the Company recorded related party transactions with management including:

- The issuance of 1,525,000 common shares to executive management of the Company to settle employee remuneration.
- The receipt of \$195,297 from a company controlled by the Corporate Secretary of the Company. During the year ended December 31, 2020, the Company recorded interest expense of \$3,873 in relation to this loan. In December 2020, the Company repaid all principal and interest totaling \$199,170.

During the year ended December 31, 2019, the Company recorded related party transactions with management including:

- The issuance of 800,000 common shares to executive management of the Company to settle employee remuneration.

Key management personnel compensation

The remuneration of the Company's directors and other key management personnel, who have the authority and responsibility for planning, directing and controlling the activities of the Company, consisted of the following:

	Year ended December 31,	
	2020	2019
Salaries and benefits *	\$ 878,364	\$ 837,365
Consulting and professional fees	162,620	161,881
Share-based compensation	172,724	207,595
	<u>\$ 1,213,708</u>	<u>\$ 1,206,841</u>

* Salaries and benefits are included in administrative expenses and exploration and evaluation assets.

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

Related party liabilities

		As at December 31,	
		2020	2019
	Salary and expense reimbursement	\$ 12,952	\$ 156,148
Chief Executive Officer			
Chief Operating Officer	Expense reimbursement	-	1,673
Chief Financial Officer	Expense reimbursement	1,647	721
Director	Director fees	-	8,750
Former Chief Executive Officer	Severance pay	115,000	170,000
		\$ 129,599	\$ 337,292

The Company has entered into a severance agreement, as amended, with the former Chief Executive Officer of the Company. During the year ended December 31, 2020 and 2019, the Company paid the former Chief Executive Officer \$55,000 and \$60,000, respectively, towards the outstanding balance. Of the \$115,000 severance payment remaining, the Company has classified \$60,000 as current and \$55,000 as non-current as at December 31, 2020. As at December 31, 2019, \$100,000 was classified as current and \$70,000 as non-current.

OUTSTANDING SHARE DATA AS AT THE DATE OF THIS MD&A

The Company has authorized the issuance of an unlimited number of common and preferred shares with no par value. As at December 31, 2020 and through the date of this MD&A, the following common shares, share purchase warrants and stock options are issued and outstanding:

	Common Shares	Share Purchase Warrants	Stock Options
Balance, December 31, 2020	231,645,445	26,991,687	16,209,500
Issuance of shares for ESPP	440,283	-	-
Issuance of shares for DSA	71,747	-	-
Balance as at the date of this MD&A	232,157,475	26,991,687	16,209,500

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

USE OF ACCOUNTING ESTIMATES, JUDGMENTS AND ASSUMPTIONS

Information about judgments and estimates in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are as follows:

Liquidity and going concern assumption

In the determination of the Company's ability to meet its ongoing obligations and future contractual commitments, management relies on the Company's planning, budgeting and forecasting process to help determine the funds required to support the Company's normal operations on an ongoing basis and its expansionary plans. The key inputs used by the Company in this process include forecasted capital deployment, progress on permitting, results from the exploration and development of its properties and general industry conditions. Changes in these inputs may alter the Company's ability to meet its ongoing obligations and future contractual commitments and could result in adjustments to the amounts and classifications of assets and liabilities should the Company be unable to continue as a going concern.

Indicators of impairment of exploration and evaluation assets

In accordance with the Company's accounting policy for its exploration and evaluation assets, expenditures on its uranium properties are capitalized. There is no certainty that the expenditures made by the Company in the exploration of its property interests will result in discoveries of commercial quantities of uranium. The Company applies judgment to determine whether indicators of impairment exist for these capitalized costs.

Management uses several criteria in making this assessment, including the period for which the Company has the right to explore, expected renewals of exploration rights, whether substantive expenditures on further exploration and evaluation of its properties are budgeted, and evaluation of the results of exploration and evaluation activities up to the reporting date.

Carrying value of exploration and evaluation assets

If any indicators of impairment are noted then management reviews the carrying value of the Company's exploration and evaluation assets to determine whether an impairment charge should be recorded on any of its projects. Management determines the recoverable amount of its individual exploration and evaluation assets using the higher of fair value less costs to sell or value-in-use. This determination and the individual assumptions require that management decide whether impairment should be recorded based on the best available information at each reporting period. Changes in these assumptions may alter the results of impairment testing. Impairment charges are recognized in profit or loss and the resulting carrying amounts of assets.

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

During the year ended December 31, 2019, the Company recorded an impairment charge of \$4,140,444 on its Kyzyl Ompul project in Kyrgyzstan and an impairment charge of \$2,422,398 on its Centennial project in Colorado.

During the year ended December 31, 2020, the Company did not record any further impairment charges.

Capitalization of exploration and evaluation costs

Management has determined that exploration and evaluation costs incurred or acquired during the year will have future economic benefits and are economically recoverable. In making this judgment, management has assessed various sources of information including, but not limited to, the geologic and metallurgic information, scoping studies, preliminary economic assessments, proximity of operating facilities, operating management expertise and existing permits.

RECENT ACCOUNTING PRONOUNCEMENTS

A number of new standards, amendments to standards and interpretations are not yet effective as of December 31, 2020 and have not been applied in preparing the Company's consolidated financial statements. These standards are not expected to materially impact the Company's financial position or results of operations.

PROPOSED TRANSACTIONS

As is typical of the mineral exploration and development industry, the Company is continually reviewing potential acquisition, investment and joint venture transactions and opportunities that could enhance shareholder value. There is currently no proposed asset or business acquisitions or dispositions, other than those discussed in this MD&A and those in the ordinary course, before the Board of Directors for consideration. While we remain focused on our plans to continue exploration and development on our material property, should we enter into agreements in the future on new properties, we may be required to make cash payments and complete work expenditure commitments under those agreements.

DISCLOSURE CONTROLS AND PROCEDURES

Disclosure controls and procedures are designed to provide reasonable assurance that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation and include controls and procedures designed to ensure that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted under securities legislation is accumulated and communicated to the Company's management, including its CEO and CFO, as appropriate to allow timely decisions regarding required disclosure.

Management, including the CEO and CFO, has evaluated the effectiveness of the design and operation of the Company's disclosure controls and procedures. As of December 31, 2020, the CEO and CFO have each concluded that the Company's disclosure controls and procedures, as required by the applicable rules of the Canadian Securities Administrators (or Canadian securities regulatory authorities), are effective to achieve the purpose for which they have been designed.

It should be noted that while the Company's CEO and CFO believe that the Company's disclosure controls and processes will provide a reasonable level of assurance and that they are effective, they do not expect that the disclosure controls and processes will prevent all errors and frauds. 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.

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

INTERNAL CONTROLS OVER FINANCIAL REPORTING

The Company's management, with the participation of the Company's CEO and CFO, are responsible for establishing and maintaining adequate internal control over financial reporting. The Company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. Any system of internal control over financial reporting, no matter how well designed, has inherent limitations. As a result, even those systems determined to be effective can only provide reasonable assurance regarding the preparation of financial statements. Internal controls over financial reporting are designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with IFRS. Management is also responsible for the design of the Company's internal controls over financial reporting 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.

The Company's internal controls over financial reporting include policies and procedures that: pertain to the maintenance of records that, in reasonable detail accurately and fairly reflect the transactions and disposition of assets; provide reasonable assurance that transactions are recorded as necessary to permit preparation of the financial statements in accordance with IFRS and that receipts and expenditures are being made only in accordance with authorization of management and directors of the Company; and provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of assets that could have a material effect on the financial statements.

Because of their inherent limitations, internal controls over financial reporting can provide only reasonable assurance and may not prevent or detect misstatements. Furthermore, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

The Company's management, under the supervision of the CEO and the CFO, has evaluated the effectiveness of the Company's internal controls over financial reporting using the framework and criteria as required by the applicable rules of the Canadian Securities Administrators (or Canadian securities regulatory authorities). Based on this evaluation, management has concluded that internal controls over financial reporting were effective as at December 31, 2020.

There were no changes in the Company's internal controls over financial reporting that occurred during the year ended December 31, 2020, that have materially affected, or are likely to materially affect, the Company's internal control over financial reporting.

AZARGA URANIUM CORP.
Management's Discussion and Analysis
For the year ended December 31, 2020

DISCLAIMER FOR FORWARD-LOOKING STATEMENTS

This MD&A may include or incorporate by reference certain statements or disclosures that constitute "forward-looking information" under applicable securities laws. All information, other than statements of historical fact, included or incorporated by reference in this MD&A that addresses activities, events or developments that the Company or its management expects or anticipates will or may occur in the future constitute forward-looking information. Forward-looking information is provided through statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "potential" and similar expressions, or that events or conditions "will", "would", "may", "could" or "should" occur or continue. These forward-looking statements are based on certain assumptions and analyses made by the Company and its management in light of its experience and its perception of historical trends, current conditions and expected future developments, as well as other factors it believes are appropriate in the circumstances.

Although the Company believes such forward-looking information and the expectations expressed in them are based on reasonable assumptions, investors are cautioned that any such information and statements are not guarantees of future realities and actual realities or developments may differ materially from those projected in forward-looking information and statements. Whether actual results will conform to the expectations of the Company is subject to a number of risks and uncertainties, including those risk factors listed under "Risk Factors" in the Company's Annual Information Form and the documents incorporated herein by reference. In particular, if any of the risk factors materialize, the expectations, and the predictions based on them, of the Company may need to be re-evaluated. Consequently, all of the forward-looking information in this MD&A and the documents incorporated herein by reference is expressly qualified by these cautionary statements and other cautionary statements or factors contained herein or in documents incorporated by reference herein, and there can be no assurance that the actual results or developments anticipated by the Company will be realized or, even if substantially realized, that they will have the expected consequences for the Company.

Forward-looking statements are based on the beliefs, estimates and opinions of the Company's management on the date the statements are made. Unless otherwise required by law, the Company expressly disclaims any intention and assumes no obligation to update or revise any forward-looking statements in the event that management's beliefs, estimates or opinions, or other factors, should change, whether as a result of new information, future events or otherwise, and the Company does not have any policies or procedures in place concerning the updating of forward-looking information other than those required under applicable securities laws. Accordingly, readers should not place undue reliance on forward-looking statements or forward-looking information.