

# **ISOENERGY LTD.**

## MANAGEMENT'S DISCUSSION AND ANALYSIS

For the Three and Six Months Ended June 30, 2022 and 2021

Dated: August 3, 2022

## GENERAL

This management's discussion and analysis ("**MD&A**") is management's interpretation of the results and financial condition of IsoEnergy Ltd. ("**IsoEnergy**" or the "**Company**") for the three and six months ended June 30, 2022 and includes events up to the date of this MD&A. This discussion should be read in conjunction with the unaudited financial statements for the three and six months ended June 30, 2022 and 2021 and the notes thereto (together, the "**Interim Financial Statements**") and other corporate filings, including the annual financial statements for the years ended December 31, 2021 and 2020 (the "**Annual Financial Statements**"), all of which are available under the Company's profile on SEDAR at <u>www.sedar.com</u>. All dollar figures stated herein are expressed in Canadian dollars, unless otherwise specified. This MD&A contains forward-looking information. Please see "Note Regarding Forward-Looking Information" for a discussion of the risks, uncertainties and assumptions used to develop the Company's forward-looking information.

## **Technical Disclosure**

All scientific and technical information in this MD&A has been reviewed and approved by Mr. Andy Carmichael, P.Geo., IsoEnergy's Vice-President, Exploration. Mr. Carmichael is a qualified person for the purposes of National Instrument 43-101 *Standards of Disclosure for Mineral Projects ("***NI 43-101***"*). Mr. Carmichael has verified the sampling, analytical, and test data underlying the information or opinions contained herein by reviewing original data certificates or reviewing the data collection protocols.

All chemical analyses are completed for the Company by SRC Geoanalytical Laboratories in Saskatoon, Saskatchewan.

For additional information regarding the Company's Larocque East, Radio and Thorburn Lake projects, including its quality assurance and quality control procedures, please see the technical reports entitled "Technical Report on the Larocque East Project, Northern Saskatchewan, Canada" dated effective July 8, 2022, "Technical Report for the Radio Project, Northern Saskatchewan" dated effective August 19, 2016 and "Technical Report for the Thorburn Lake Project, Northern Saskatchewan" dated effective effective September 26, 2016, in each case, on the Company's profile at <u>www.sedar.com</u>.

The historical mineral resource estimate at the Mountain Lake project referred to below, was reported in the technical report entitled "Mountain Lake Property, Nunavut" and dated February 15, 2005. This resource is a historical estimate and a qualified person has not done sufficient work to classify the historical estimate as a current mineral resource estimate. As a result, the historical estimate is not being treated as a current mineral resource. However, the Company believes that the historical estimate is relevant and reliable, as it was prepared by a "qualified person" (as defined in NI 43-101) with significant experience with the project, using methods that were standard in the industry. The historical estimate was prepared with the polygonal method using only intervals greater than  $0.1\% U_3O_8$  with a vertical thickness of at least 1.0 metre. Polygon sides were determined by drawing lines perpendicular to, and one half the distance to each adjacent drill hole. Estimated uranium was then obtained by multiplying the polygon areas by their thickness, a specific gravity of 2.5, and the grade of the drill hole interval. The mineral resource was classified as inferred.

In order to upgrade or verify the historical estimate as a current mineral resource estimate, the Company anticipates that it will need to incorporate the drilling data collected by Triex Minerals Corp. and Pitchstone Exploration Ltd. between 2006 and 2008. There are no more recent estimates available to the Company.

Historical drilling results at Hawk and Ranger discussed herein are derived from historical reports and have not been independently verified by IsoEnergy. The historical work and reports were completed in accordance with contemporary industry standards and are considered sufficiently reliable for qualitative evaluation.

## BACKGROUND

#### Overview

IsoEnergy was incorporated on February 2, 2016 under the Business Corporations Act (British Columbia) as a wholly-owned subsidiary of NexGen Energy Ltd. ("**NexGen**") to acquire certain exploration assets of NexGen. NexGen is a Canadian based uranium exploration company focused on the advancement of its Rook 1 Project in the Athabasca Basin, Saskatchewan. On October 19, 2016, IsoEnergy was listed on the TSX Venture Exchange ("**TSXV**"). NexGen's common shares are listed and posted for trading on the Toronto Stock Exchange, New York Stock Exchange and the Australian Stock Exchange. As of the date hereof, NexGen holds 50.1% of the outstanding IsoEnergy common shares.

The principal business activity of IsoEnergy is the acquisition and exploration of uranium mineral properties, principally in the Athabasca Basin of Saskatchewan. IsoEnergy's uranium mineral properties are summarized in Table 1 below.

Table 1 – Summary of Uranium Mineral Properties

Area	Project	Hectares	Date Acquired	Acquisition Type	Encumbrances
Saskatchewan	Radio	805	2016	Spun-out from NexGen	2% NSR <sup>(1)</sup>
	Thorburn Lake	2,802	2016	Spun-out from NexGen	1% NSR and 10% CI <sup>(2)</sup>
	2Z	354	2016	Spun-out from NexGen	2% NSR <sup>(1)</sup>
	Carlson Creek	759	2016/20	Spun-out from NexGen/Staked	1% NSR and 10% CI <sup>(2)</sup>
	Madison	1,347	2016	Spun-out from NexGen	2% NSR <sup>(1)</sup>
	North Thorburn	1,708	2016	Purchased	None
	Geiger	13,861	2017/18/20	Purchased	NPI applies to some claims <sup>(3)</sup>
	East Rim	30,594	2017/20/21	Staked	None
	Full Moon	11,107	2017/20	Staked	None
	Whitewater	7,833	2018	Staked	None
	Larocque East	16,782	2018-2021	Purchased/Staked	(4)
	Whitewater East	1,147	2018	Staked	None
	Edge	6,515	2019/20	Staked	None
	Collins Bay Extension	9,337	2019/20	Staked	None
	Cable	44,425	2020	Staked	None
	Evergreen	33,516	2020	Staked	None
	Hawk	5,961	2020	Staked	None
	Eagle	5,887	2020	Staked	None
	Horizon	15,748	2020	Staked	None
	Larocque West	509	2020	Staked	None
	Ranger	15,619	2020	Staked	None
	Spruce	4,836	2020	Staked	None
	Trident	16,169	2020/21	Staked	None
	Sparrow	374	2020	Staked	None
	subtotal	247,996			
Nunavut	Mountain Lake <sup>(5)</sup>	6,853	2016	Staked	None
		254,849			

(1) 2% Net Smelter Royalty ("NSR") on minerals other than diamonds, plus a 2% Gross Overriding Royalty on diamond.

(2) 1% NSR plus a 10% Carried Interest ("CI"). The CI can be converted to an additional 1% NSR at the Holder's option.

(3) Sliding scale Net Profits Interest ("NPI") ranging between 0% and 20% applies to a 7.5% interest in certain claims.

(4) 2% NSR on MC00013747 and MC00013560; can be reduced to 1% for \$1,000,000.

(5) Subject to the Mountain Lake Option Agreement, see "Discussion of Operations – Corporate Activities in 2021".

## Figure 1 shows the location of the Company's properties in Saskatchewan.

Figure 1 – Property Location Map



## OVERALL PERFORMANCE

#### General

In the six months ended June 30, 2022, the Company completed a winter exploration program on its Larocque East, Geiger, Ranger and Hawk properties in the Athabasca Basin and finalized planning for its upcoming summer exploration program. On July 18, 2022, the Company announced the initial independent Mineral Resource estimate (the "Resource Estimate") for the Hurricane uranium deposit on its 100% owned Larocque East project in the eastern Athabasca Basin of Saskatchewan. See "Discussion of Operations" for details of the Resource Estimate together with future plans.

As an exploration stage company, IsoEnergy does not have revenues and is expected to generate operating losses. As at June 30, 2022, the Company had cash of \$7,196,940, an accumulated deficit of \$35,612,121 and working capital of \$13,064,792.

#### Industry and Economic Factors that May Affect the Business

The business of mining for minerals involves a high degree of risk. IsoEnergy is an exploration company and is subject to risks and challenges similar to companies in a comparable stage and industry. These risks include, but are not limited to, the challenges of securing adequate capital, exploration, development and operational risks inherent in the mining industry; changes in government policies and regulations; the ability to obtain the necessary permitting; as well as global economic and uranium price volatility; all of which are uncertain.

As with other companies involved with mineral exploration, the Company is subject to cost inflation on exploration drilling activities and the Company may experience difficulty and / or delays in securing goods (including spare parts) and services from time-to-time.

The underlying value of the Company's exploration and evaluation assets is dependent upon the existence and economic recovery of mineral reserves and is subject to, but not limited to, the risks and challenges identified above. Changes in future conditions could require material write-downs of the carrying value of the Company's exploration and evaluation assets.

In particular, the Company does not generate revenue. As a result, IsoEnergy continues to be dependent on third party financing to continue exploration activities on the Company's properties. Accordingly, the Company's future performance will be most affected by its access to financing, whether debt, equity or other means. Access to such financing, in turn, is affected by general economic conditions, the price of uranium, exploration risks and the other factors described in the section entitled "Risk Factors" included below.

#### DISCUSSION OF OPERATIONS

#### **Corporate Activities in 2022**

#### Stock options

In the six months ended June 30, 2022, the Company issued 897,500 common shares on the exercise of stock options for proceeds of \$608,460. On July 20, 2022, the Company granted 2,040,000 stock options with a strike price of \$3.47 to certain directors, officers, employees, and contractors of the Company

#### **Corporate Activities in 2021**

In the year ended December 31, 2021, the Company was focused primarily on exploration activities at the Larocque East, Geiger, and Collins Bay Extension properties in the Eastern Athabasca as discussed below. Small scale exploration programs were conducted at 2Z, Sparrow, and Larocque West. Additionally, property extensions were acquired at the Trident, East Rim, and Larocque East properties. In 2021, a total of 6,680 hectares of mineral tenure in the Eastern Athabasca has been added to the Company's exploration property portfolio through staking and purchase.

## 92 Energy Agreement

On April 14, 2021, IsoEnergy closed a transaction based on a Heads of Agreement with 92 Energy Pty Ltd ("92 Energy") for 92 Energy to acquire a 100% interest in IsoEnergy's Clover, Gemini, and Tower uranium properties in Saskatchewan, Canada (the "**Properties**") in consideration for the issuance of 10,755,000 fully paid ordinary shares of 92 Energy or 16.25% of the issued and outstanding shares of 92 Energy. The 92 Energy Shares were issued at a price of A\$0.20 per share and were in escrow for 12 months following the completion of 92 Energy's initial public offering on the Australian Stock Exchange (the "**IPO**"). Additional consideration to IsoEnergy for the Properties included milestone cash payments of A\$100,000 within 60 days of the IPO (received June 14, 2021), and an additional A\$100,000 within 6 months of the IPO (received October 8, 2021). IsoEnergy retained a 2% NSR on the Properties and is entitled to nominate a member of 92 Energy's Board of Directors, provided IsoEnergy maintains a minimum ownership position of 5%. IsoEnergy's ownership position is currently 12.2% of the outstanding capital of 92 Energy. 92 Energy met a contractual requirement to spend an aggregate of A\$1,000,000 on exploration expenditures on the Properties prior to May 1, 2022.

## Mountain Lake Option Agreement

On August 10, 2021, IsoEnergy completed an agreement with Consolidated Uranium Inc. (previously International Consolidated Uranium Inc.) ("**Consolidated Uranium**"), which trades on the TSXV, to grant Consolidated Uranium the option to acquire a 100% interest in the Company's Mountain Lake uranium property in Nunavut, Canada (the "**Mountain Lake Option Agreement**").

The Mountain Lake property consists of 6,853 hectares and was staked by IsoEnergy in 2016. The property contains an historical inferred mineral resource estimate of 8.2 million pounds  $U_3O_8$  with an average grade of 0.23%  $U_3O_8$  contained in 1.6 million tonnes of mineralization. Uranium mineralization is hosted within sandstone and dips shallowly from the top of the bedrock down to approximately 180 metres below surface. See "Technical Disclosure" above.

Under the terms of the Mountain Lake Option Agreement, Consolidated Uranium obtained the option to acquire a 100% interest in the Mountain Lake uranium property for consideration comprised of 900,000 Consolidated Uranium common shares and \$20,000 cash, received on August 11, 2021 and August 7, 2020, respectively. The option is exercisable at Consolidated Uranium's election on or before August 3, 2023 for additional consideration of \$1,000,000, payable in cash or shares of Consolidated Uranium (provided certain conditions are met) at the discretion of Consolidated Uranium. If Consolidated Uranium elects to acquire the Mountain Lake property, IsoEnergy will be entitled to receive the following contingency payments in cash or shares of Consolidated Uranium, at the discretion of Consolidated Uranium:

- If the uranium spot price reaches USD\$50 per pound, IsoEnergy will receive an additional \$410,000
- If the uranium spot price reaches USD\$75 per pound, IsoEnergy will receive an additional \$615,000
- If the uranium spot price reaches USD\$100 per pound, IsoEnergy will receive an additional \$820,000

The spot price contingent payments will expire 10 years following the date the option is exercised. At the date of this MD&A, the option has not been exercised by Consolidated Uranium.

On February 22, 2022, Consolidated Uranium completed a transaction pursuant to which it transferred its Moran Lake Project and associated liabilities to Labrador Uranium Inc. ("**Labrador Uranium**"), which trades on the Canadian Securities Exchange, in exchange for 16,000,000 common shares of Labrador Uranium. Consolidated Uranium subsequently distributed the 16,000,000 common shares of Labrador

Uranium to its shareholders and the Company received 193,300 Labrador Uranium common shares, which it now holds in addition to the 900,000 Consolidated Uranium common shares.

#### Stock option and warrants

In the year ended December 31, 2021, the Company issued 11,381,576 common shares on the exercise of stock options and warrants for proceeds of \$8,160,203.

#### **Exploration and Evaluation Activities**

#### Six months ended June 30, 2022

During the six months ended June 30, 2022, the Company incurred \$5,774,096 of exploration spending primarily on Larocque East, Ranger Hawk and Geiger, as set out below. See "Outlook" below for future drilling plans.

	Larocque East	Ranger	Hawk	Geiger	Other	Total
Drilling	\$2,613,499	\$-	\$-	\$ 11,324	\$ 19,220	\$2,644,043
Geological & geophysical	103,076	282,731	183,563	39,752	252,132	861,254
Extension of time payments	-	18,514	58,909	-	390,118	467,541
Camp costs	415,314	-	-	200	-	415,514
Labour & wages	242,193	51,184	8,494	23,724	58,455	384,050
Geochemistry & Assays	111,981	-	-	-	-	111,981
Travel and other	85,238	4,130	-	7,930	3,762	101,060
Cash expenditures	3,571,301	356,559	250,966	82,930	723,687	4,985,443
Share-based compensation	495,160	104,890	17,697	49,115	121,791	788,653
Depreciation	-	-	-	-	-	-
Total expenditures	\$ 4,066,461	\$ 461,449	\$ 268,663	\$ 132,045	\$ 845,478	\$ 5,774,096

## Larocque East Project

## Initial Resource Estimate

On July 18, 2022, IsoEnergy announced the initial independent Mineral Resource Estimate (the "Resource Estimate") for the Hurricane uranium deposit on its 100% owned Larocque East project in the eastern Athabasca Basin of Saskatchewan.

Highlights of the Resource Estimate are:

- Indicated Mineral Resources of 48.61 million lb U<sub>3</sub>O<sub>8</sub> based on 63,800 tonnes grading 34.5% U<sub>3</sub>O<sub>8</sub>, including 43.89 million lb U<sub>3</sub>O<sub>8</sub> at an average grade of 52.1% U<sub>3</sub>O<sub>8</sub> within the high-grade domain
- Inferred Mineral Resources of 2.66 million lb U<sub>3</sub>O<sub>8</sub> based on 54,300 tonnes grading 2.2% U<sub>3</sub>O<sub>8</sub>
- Indicated Mineral Resources are highly insensitive to cut-off grade due to the high-grade and compact nature of the Hurricane deposit

Category	Domain	Tonnage (000 t)	Grade (% U <sub>3</sub> O <sub>8</sub> )	Contained Metal (Million lb U <sub>3</sub> O <sub>8</sub> )
Indicated	High-Grade	38.2	52.1	43.89
	Medium-Grade	25.6	8.4	4.72
	Low-Grade	-	-	-
Indicated Total		63.8	34.5	48.61
Inferred	High-Grade	-	-	-
	Medium-Grade	4.0	11.2	1.00
	Low-Grade	50.3	1.5	1.66
Inferred Total		54.3	2.2	2.66

The following is a summary of the Resource Estimate (as of July 8, 2022)

Notes:

1.CIM (2014) definitions were followed for all Mineral Resource categories.

2. Mineral Resources are estimated at a uranium cut-off grade of 1.00% U<sub>3</sub>O<sub>8</sub>.

3. Tonnes are based on bulk density weighting.

4. Mineral Resources are estimated using a long-term uranium price of US\$65/lb.

5. Minimum grade width of one metre was applied to the resource domain wireframes.

6. Bulk density was interpolated using values derived from a regression curve based on  $U_3O_8$  assay values.

7. Numbers may not add due to rounding.

The Indicated Mineral Resources at Hurricane are highly insensitive to cut-off grade due to the high-grade and compact nature of the deposit, as illustrated in the following table:

Resource	Cut-off Grade	Tonnage	Grade	<b>Contained Metal</b>
Category	(% U <sub>3</sub> O <sub>8</sub> )	(000 t)	(% U <sub>3</sub> O <sub>8</sub> )	(Million lb U <sub>3</sub> O <sub>8</sub> )
Indicated	0.05	63.8	34.54	48.61
	0.25	63.8	34.54	48.61
	0.50	63.8	34.54	48.61
	0.75	63.8	34.54	48.61
	1.00	63.8	34.54	48.61
	2.00	63.8	34.58	48.61
	3.00	63.4	34.78	48.58
	5.00	60.1	36.54	48.29
	10.00	44.1	46.95	45.65
Inferred	0.05	288.2	0.73	4.67
	0.25	199.6	0.99	4.37
	0.50	124.5	1.37	3.77
	0.75	82.3	1.76	3.20
	1.00	54.3	2.23	2.66
	2.00	11.5	5.57	1.42
	3.00	5.1	9.62	1.08
	5.00	4.0	11.21	1.00
	10.00	2.0	13.42	0.61

Note: Mineral Resources are estimated at a uranium cut off grade of  $1.0\% U_3O_8$ 

## Geology and Mineralization

The Hurricane zone measures 375 metres along strike, up to 125 metres wide, and up to 12 metres thick. The high-grade domain, which contains 43.89 million pounds of  $U_3O_8$  at an average grade of 52.1%  $U_3O_8$ , occupies an area 125 metres long and is up to 63 metres wide and up to 4.5 metres thick. Mineralization at Hurricane occurs at the sub-Athabasca unconformity approximately 325 metres vertically below surface and is essentially horizontal. East-west trending, steeply north-dipping basement rocks underlying Hurricane host centimetre- to metre-scale fault zones preferentially occurring at contacts between graphitic and non-graphitic units. Mineralization is controlled by the intersection of these fault zones with the sub-Athabasca unconformity resulting mineralization elongated in its east-west dimension. Mineralization ranges from disseminated to massive and includes very high-grade intersections, including 38.8% over 7.5 metres in LE20-76 between 322.5 and 330 metres which includes a subinterval averaging 74.0%  $U_3O_8$  over 3.5 metres from 324.0 to 327.5 metres. Additional Hurricane drilling highlights are presented below.

#### Drilling, Sampling and Analytical

The Resource Estimate was defined using 52 diamond drill holes totaling 20,387 metres and using 785 samples. Uranium grade data comprises chemical assays of half split drill core samples collected on site by IsoEnergy staff. All samples were assayed at the independent Saskatchewan Research Council (SRC) Geoanalytical Laboratory of Saskatoon, an ISO/IEC 17025 accredited facility. Samples were analysed using a combination of inductively coupled plasma - mass spectrometry (ICP-MS), inductively coupled plasma - optical emission spectrometry (ICP-OES), and partial or total acid digestion of one aliquot of representative sample pulp per analysis. Mineralized samples were analysed for U<sub>3</sub>O<sub>8</sub> by ICP-OES. Quality Assurance and Quality Control (QA/QC) measures include the field insertion of Certified Reference Material (CRM) standards, CRM blanks, and duplicate samples. The Mineral Resource Estimate grade data was obtained only from chemical assays; no radiometric data were utilized.

## Estimation Methodology

Mineral Resources were estimated by SLR Consulting (Canada) Ltd. (SLR), an independent consulting company experienced in completing uranium Mineral Resource estimates in the Athabasca Basin and worldwide.

Wireframe models of mineralized zones were used to constrain the block model grade interpolation process. The models represent grade envelopes using the geological interpretation described above as guidance. The wireframes consisted of Low-Grade (LG), Medium-Grade (MG), and High-Grade (HG) domains at nominal cut-off grades (COG) of 0.05%, 5.0%, and 25.0%  $U_3O_8$ , respectively (Figures 2 and 3). Sample intervals with assay results less than the nominated COG were included within the mineralized wireframes if the core length was less than two metres or allowed for modelling of grade continuity. Hard domain boundaries were employed to prevent assay results from one domain influencing the remaining domains.

Statistical evaluation of samples from each domain was completed separately to determine the treatment of high-grade assays. No capping was applied to the High-Grade domain; assays were capped at 5.0%  $U_3O_8$  and 20.0%  $U_3O_8$  within the Low- and Medium-Grade domains, respectively. High grade x density threshold value of 250 (approximately equivalent to 55%  $U_3O_8$ ) spatial restrictions equal to half the parent search ellipse dimensions were utilized within the High-Grade domain.

The uranium grade was used to estimate the density of each sample using polynomial formula developed by SLR from the results of 115 samples analyzed for bulk density and uranium grade. Densities were then interpolated into the block model to convert mineralized volumes to tonnage and were also used to weight the uranium grades interpolated into each block. Blocks were classified as Indicated or Inferred based on drill hole spacing, confidence in the geological interpretation, and apparent continuity of mineralization. All the blocks within the HG domains and blocks within the MG domain with apparent grade continuity from two or more holes were classified as Indicated. For the LG grade domain, blocks that did not meet the criteria of grade x thickness (GT) greater or equal to 1.0%m were removed from the Mineral Resource reporting. The block model was validated using swath plots of composite grades versus inverse distance cubed, ordinary kriging, and nearest neighbour grades in the X, Y, and Z dimensions, volumetric comparison of blocks versus wireframes, visual inspection of block versus composite grades on plan, vertical, and long section, and statistical comparison of block grades and assay composite grades.

Hole-ID	From	То	Length	Chemical Assays	Azimuth/Dip	Hole Length	Location	Note
поле-пр	(m)	(m)	(m)	(% U <sub>3</sub> O <sub>8</sub> )	(degrees)	(m)	Location	Note
LE20-30	329.5	334.5	5.0	7.8	180/-80	442.0	Section 4460E	Mineralized
incl.	332.0	333.0	1.0	34.9				HG Domain Intercept
LE20-32A	329.5	339.0	9.5	17.5	180/-80	470.0	Section 4510E	Mineralized
incl.	334.5	337.0	2.5	63.6				HG Domain Intercept
LE20-34	325.5	334.0	8.5	33.9	180/-80	461.0	Section 4435E	Mineralized
incl.	328.0	332.5	4.5	62.1				HG Domain Intercept
LE20-40	319.5	326.0	6.5	12.6	000/-90	368.0	Section 4435E	Mineralized
incl.	323.0	324.5	1.5	53.8				HG Domain Intercept
LE20-51	322.0	330.0	8.0	13.6	000/-90	341.0	Section 4510E	Mineralized
incl.	326.5	329.0	2.5	38.4				HG Domain Intercept
LE20-52	318.5	326.0	7.5	22.7	000/-90	365.0	Section 4435E	Mineralized
incl.	322.5	324.5	2.0	79.2				HG Domain Intercept
LE20-53	317.5	328.0	10.5	11.7	000/-90	374.0	Section 4410E	Mineralized
incl.	325.0	327.5	2.5	44.7				HG Domain Intercept
LE20-54	329.5	337.5	8.0	14.4	180/-79	428.5	Section 4510E	Mineralized
incl.	333.5	337.0	3.5	28.1				HG Domain Intercept
LE20-57	343.3	350.3	7.0	16.6	217/-70	413.3	Section 4435E	Mineralized
incl.	347.3	349.3	2.0	52.6				HG Domain Intercept
LE20-62	321.0	325.5	4.5	6.2	000/-90	350.0	Section 4435E	Mineralized
incl.	324.5	325.5	1.0	18.5				HG Domain Intercept
LE20-64	322.5	329.0	6.5	37.6	000/-90	412.5	Section 4535E	Mineralized
incl.	324.5	329.0	4.5	54.2				HG Domain Intercept
LE20-68	320.0	334.0	14.0	5.5	180/-80	470.0	Section 4485E	Mineralized
incl.	332.0	333.5	1.5	49.3				HG Domain Intercept
LE20-72	320.5	326.5	6.0	6.2	000/-90	398.0	Section 4460E	Mineralized
incl.	325.0	326.0	1.0	27.8				HG Domain Intercept
LE20-76	322.5	330.5	8.0	36.4	000/-90	359.0	Section 4435E	Mineralized
incl.	323.5	327.5	4.0	71.7				HG Domain Intercept
LE21-78C1 <sup>1</sup>	248.0	260.0	12.0	5.2	000/-90	323.0	Section 4460E	Mineralized
incl.	257.5	258.5	1.0	42.4				HG Domain Intercept
LE21-107	324.5	332.0	7.5	17.7	000/-90	344.0	Section 4485E	Mineralized
incl.	327.5	331.0	3.5	34.5				HG Domain Intercept

Selected drilling results from the Hurricane Deposit are presented below:

Notes:

All results previously disclosed

1: LE21-78C1 is a wedged offcut from LE21-78 at 70m

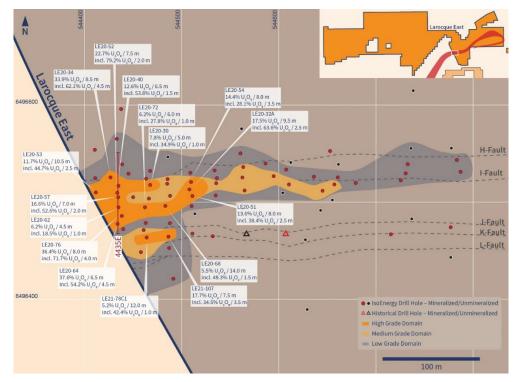
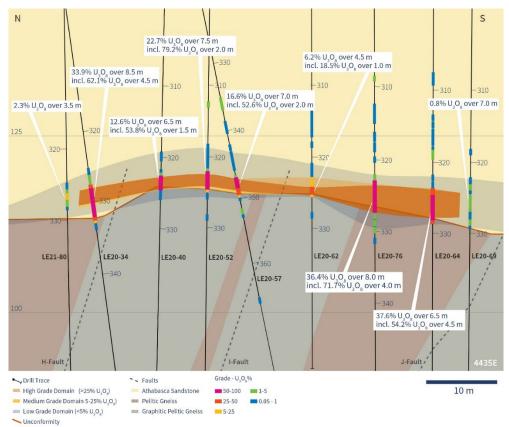


Figure 2 - Plan view of Mineralized Domains with Selected Drilling Results





## Winter 2022 – Diamond Drilling

Diamond drilling totalling 12,147 metres in 30 drill holes was completed at Larocque East during the winter 2022 season. Five drill holes totalling 2,138 metres were completed in the Hurricane area primarily to follow-up mineralization intersected by drill hole LE21-101 (0.6% U<sub>3</sub>O<sub>8</sub> over 4.5m from 324.5m to 329.0m including 3.1% U<sub>3</sub>O<sub>8</sub> over 0.5m from 327.5m to 328.0m; refer to February 3, 2022, news release titled "*IsoEnergy Reports Final Chemical Assays From 2021 Drilling at Hurricane Zone*"). Reaching the unconformity 75 metres west of LE21-101, LE22-115A intersected 2.0 metres averaging 1.0% U<sub>3</sub>O<sub>8</sub> (from 335.0m to 337.0m which includes 0.5m averaging 3.3% U<sub>3</sub>O<sub>8</sub> from 335.5m to 336.0m). No significant radioactivity was intersected in the four remaining 2022 Hurricane-area drill holes. Hurricane drilling results are presented in Figure 4.

The remaining 25 winter 2022 drill holes were completed to test the fertile Larocque Lake conductive trend which extends for approximately 8km east of the Hurricane zone (Figure 5). Exploration drilling followed-up anomalous results in previous drilling and tested high-priority geophysical targets generated from IsoEnergy's recent resistivity surveys (refer to April 22, 2022, news release titled "*IsoEnergy Provides Winter Exploration Update*"). Drill hole LE22-116 intersected weak mineralization comprising 0.4% U<sub>3</sub>O<sub>8</sub> from 282.0 to 282.5 metres immediately above the unconformity. None of the remaining winter 2022 exploration drill holes intersected significant radioactivity.

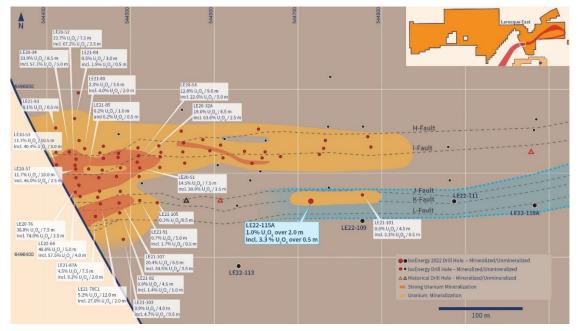
Assay results from winter 2022 drilling are presented in the table below. At this time, no direct follow-up of the winter 2022 drilling results is planned.

Hole-ID	From	То	Length	Radioactivity <sup>1</sup>	Chemical Assays		Orientation	Hole Length
Hole-ID	(m)	(m)	(m)	(CPS)	U <sub>3</sub> O <sub>8</sub> (%)	Ni (%)	(Azm / Dip)	(m)
LE22-115A <sup>2</sup>	335.0	337.0	2.0	>500	1.0	0.1	180/-80	434.0
incl.	335.5	336.0	0.5	>5,000	3.3	0.0		
LE22-116 <sup>2</sup>	282.0	282.5	0.5	>500	0.4	0.0	345/60	432.5

Notes:

- 1. Radioactivity is total gamma from drill core measured with an RS-125 hand-held spectrometer
- 2. Radioactivity previously disclosed

Figure 4 – Hurricane Zone Drill Hole Location Map



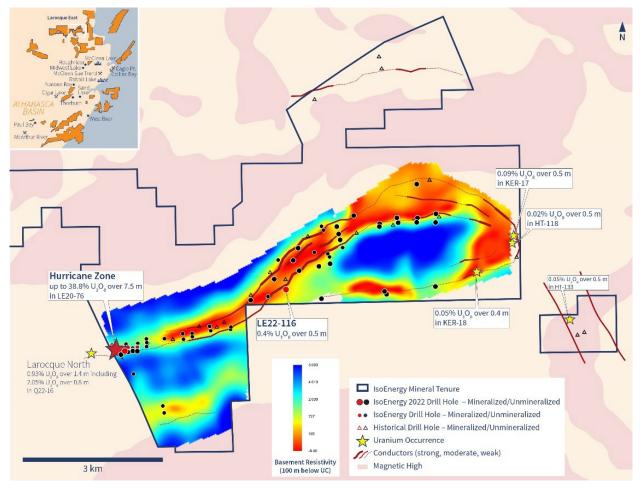


Figure 5 – Larocque East Exploration Drilling Results

## Summer 2022 – Diamond Drilling

Diamond drilling totalling 1,998 metres in six drill holes was completed at Larocque East during July 2022. Drill hole parameters are presented in the table below and drill hole locations are presented in Figure 6. Drilling tested three target areas, Hurricane East, the eastern Larocque Lake trend, and the Kernaghan trend.

Three drill holes (LE22-139, LE22-141 and LE22-143) were completed in the Hurricane East area to test the J-fault over 1.1 kilometre of strike length not covered by previous programs. Although favourable alteration and structure were intersected, no elevated radioactivity was intersected.

Two drill holes (LE22-140 and LE22-144) evaluated the Kernaghan trend in the northern portion of the Project. The holes were drilled to test for significant structures to explain the unconformity topography in this area. LE22-144 intersected a weak to moderate structure and alteration well into the basement associated with a narrow zone of structurally-hosted radioactivity. Follow-up will be influenced by geochemical results.

One drill hole (LE22-142) was completed to test a zone of low sandstone resistivity above a moderate basement conductor on the eastern portion of the Larocque Lake trend. The drill hole intersected weak to moderate alteration and structure in the upper half of the sandstone and weakly structured graphitic pelite in the lower portion of the basement.

Hole ID	UTM I	NAD83-13	Elevation	Azimuth/Dip	Length	Radioactivity <sup>1</sup>
Hole ID	Easting	Northing	(mASL)	(Degrees)	(m)	(CPS)
LE22-139	545,181	6,496,572	449	164.0 / -79.0	347.0	-
LE22-140	550,229	6,502,529	413	164.0 / -61.5	347.0	-
LE22-141	545,961	6,496,747	419	000.0 / -90.0	308.0	-
LE22-142	552,492	6,499,340	422	030.0 / -45.0	380.0	-
LE22-143	545,568	6,496,661	443	164.0 / -84.0	341.0	-
LE22-144	550,195	6,502,691	417	164.0 / -68.0	275.0	-

The drill results can be summarized as follows:

Note:

1. Radioactivity is total gamma from drill core measured with an RS-125 hand-held spectrometer

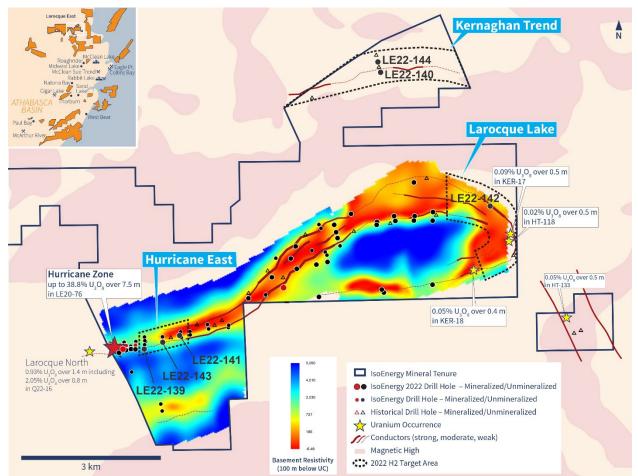


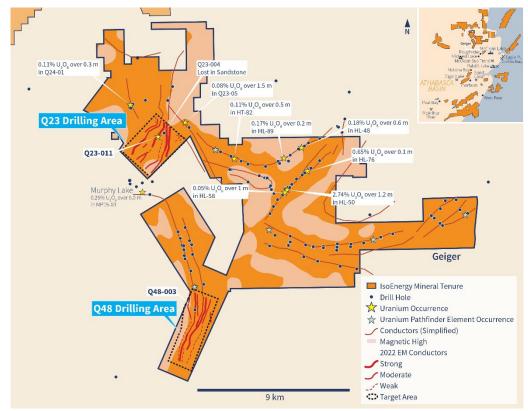
Figure 6 – Larocque East – Summer 2022 Drill Hole Locations

## <u>Geiger Project</u>

#### Winter 2022 - Geophysics

Fixed Loop Transient Electromagnetic (FLTEM) surveying was completed at the Geiger project from mid-December 2021 until late January 2022. A total of 10 FLTEM data profiles were collected in the Q23 and Q48 areas to upgrade historical airborne electromagnetic (EM) conductors in advance of drill testing. Both survey areas are characterized as zones of low magnetic susceptibility which host multiple northeast- to north-trending EM conductors. Limited drilling has been completed in each area and indicates the vertical depth to the unconformity is between approximately 240 and 275 metres. Figure 7 shows the survey results.

The winter 2022 geophysical surveys mapped 35 kilometres of conductor strike within the two areas, of which 27 kilometres are interpreted to be moderately to strongly conductive. The EM conductors considered prospective for uranium mineralization and initial follow-up drilling is planned for the second half of 2022.

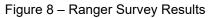


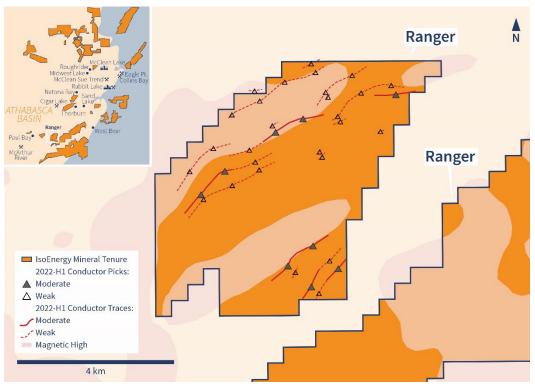
#### Figure 7 - Geiger Survey Results

## Ranger Project

#### Winter 2022 - Geophysics

Ten lines of FLTEM ground geophysical surveying were completed at Ranger in the first half of 2022 to upgrade historical airborne conductors in preparation for drill testing. The survey work identified weakly to moderately conductive features in two zones within the approximately 4.5km x 6.0km survey area. Five historical drill holes, all of which are in the southeastern portion of the survey area, indicate the depth to the unconformity is between 230 metres and 300 metres. Figure 8 shows the Ranger survey results.





## Hawk Project

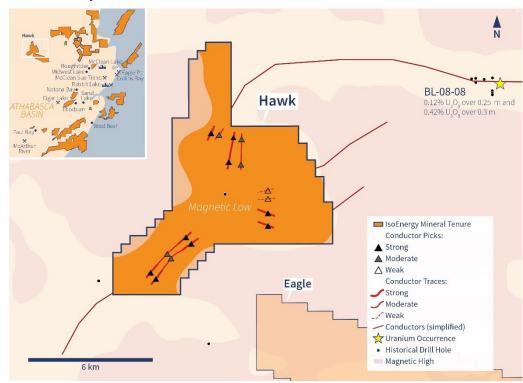
#### Winter 2022 - Geophysics

Hawk is an early-stage project which covers 10 kilometres of a prospective, low magnetic susceptibility corridor hosting EM conductors interpreted to reflect graphitic metasediments. The single existing drill hole on the project failed to intersect the targeted conductor, indicating that the entire corridor remains untested within the project. The vertical depth to the unconformity is expected to be between 600 metres and 750 metres.

Winter 2022 geophysical work consisted of six widely spaced lines of FLTEM surveying to evaluate historical airborne EM conductors and generate targets for first-pass reconnaissance drilling. The survey results exceeded expectations with multiple conductors identified on each survey line, most of which are interpreted to be of strongly to moderately conductive. Figure 9 shows the survey results.

#### Airborne Geophysical Surveys

Airborne geophysical surveying planned at several early-stage projects commenced in late June. The fixed-wing, multiparameter airborne survey will collect gravity gradient, magnetic, and radiometric datasets over the Spruce, Evergreen, East Rim, Full Moon and Edge projects to advance these projects toward drill-readiness and refine target areas for additional exploration work. Coverage on the properties will total more than 5,000 line-kilometres.



## Figure 9 – Hawk Survey Results

## Year ended December 31, 2021

During the year ended December 31, 2021, the Company incurred \$7,341,264 of exploration spending primarily on Larocque East and Geiger as set out below. The Company elected not to carry out a winter drilling program in 2021 due to concerns over COVID-19.

	Geiger	Larocque East	Other	Total
Drilling	\$ 898,527	\$2,165,264	\$ 11,575	\$3,075,366
Geological and geophysical	201,484	428,913	144,844	775,241
Labour and wages	121,495	610,102	82,931	814,528
Geochemistry and assays	91,383	210,106	31,361	332,850
Camp costs	2,350	537,791	-	540,141
Travel and other	39,180	140,680	45,248	225,108
Cash expenditures	1,354,419	4,092,856	315,959	5,763,234
Share-based compensation	232,809	1,169,076	158,912	1,560,797
Depreciation	-	17,233	-	17,233
Total expenditures	\$1,587,228	\$5,279,165	\$474,871	\$7,341,264

## <u>Geiger</u>

## Spring 2021 – Historical Drill Core Review

A program of historical drill core relogging and resampling was completed in mid-June to verify historical drilling logs and procure modern, multielement geochemical data to assist in the prioritization of areas within the project for follow-up drilling in the second half of 2021.

## Summer 2021 – Diamond Drilling

A program of core drilling was carried out at the Geiger project in July and August 2021. Twelve drill holes totaling 4,428 metres were completed to follow up on anomalous results intersected by historical drill holes including anomalous geochemistry, strong sandstone alteration hosting elevated radioactivity, and graphitic basement rocks with significant structures. The depth to the unconformity in the target area is shallow, ranging between 140 metres and 220 metres.

The most noteworthy result of the summer 2021 diamond drilling is the discovery of a zone of significant sandstone alteration associated with the 3B electromagnetic conductor. The 3B conductor was identified by IsoEnergy in July during a reinterpretation of historical airborne geophysical survey data. While testing the 3A conductor to the north, drill hole GG21-21 intersected significant sandstone alteration and structure interpreted to be related to the 3B conductor to the south. GG21-27 targeted the 3B conductor and followed-up the sandstone alteration and structure intersected by GG21-21. GG21-27 intersected an interval of graphitic basement hosting structures 155 metres below the unconformity which correlates to the center of the interval of strongest alteration and structure in GG21-21. The alteration zone locally contains a strongly illitic signature, a feature consistent with alteration zones proximal to uranium deposits in the Athabasca basin. Uranium and uranium pathfinder element concentrations within the alteration zone are low. Importantly, the 3B conductor associated with this sandstone alteration and graphitic basement has been tested only indirectly by the two 2021 drill holes and is completely untested along its remaining 4.5 kilometres of strike length.

## Larocque East

## Spring 2021 – Geophysics

A program of DC-Resistivity ground geophysical surveying was completed at Larocque East from June 16 to July 13, 2021. Originally intended for the late winter to early spring breakup period, the survey was postponed due to COVID-19 concerns. The 54 line-kilometre survey comprised 19 survey lines spaced 200 metres apart covering the eastern half of the Larocque Lake conductor system on the Larocque East project. A similar DC-Resistivity survey completed at Larocque East in 2019 successfully tracked the Larocque Lake conductor system from the Hurricane zone eastward to the western end of the 2021 survey area and mapped numerous zones of relatively lower sandstone resistivity which may be indicative of enhanced sandstone alteration. The 2021 resistivity survey mapped basement resistivity lows coincident with historical electromagnetic conductors throughout the survey area, as well as coincident and standalone zones of decreased resistivity in the overlying sandstone potentially caused by hydrothermal alteration zones. Drilling completed in Q1 2022 followed-up these results.

## Summer 2021 – Drilling

In early September through early November IsoEnergy completed a program of core drilling at the Larocque East project totaling 12,780 metres in 30 completed drill holes and seven drill holes abandoned before reaching their target depth (refer to February 3, 2022, news release titled "*IsoEnergy Reports Final Chemical Assays From 2021 Drilling at Hurricane Zone*"). Twelve drill holes were planned to expand the footprint of the Hurricane zone and included drilling at both the western and the eastern sides of the zone. Four infill drill holes were planned between existing drill fences to provide information on the continuity of the higher-grade portions of the zone. Fourteen exploration drill holes were planned in two target areas.

The main target area was a three-kilometre-long section of the Larocque Lake trend where DC-resistivity signatures similar to that of Hurricane are present and historical drilling has intersected alteration, structures, graphitic basement, and anomalous geochemistry. The second target area included trends of decreased resistivity in the sandstone and basement and is located southeast of and subparallel to the Hurricane zone stratigraphy

Drilling results at the Hurricane zone include intersections of significant radioactivity in several drill holes outside the previously defined mineralized footprint (i.e., LE21-78C1, LE21-82, LE21-84, LE21-87A, LE21-91, LE21-93, LE21-101, LE21-103, LE21-105 and LE21-107). While exploration drill holes intersected zones of significant alteration and structure in the sandstone and basement leading to the development of follow-up targets for further testing, no significant radioactivity was intersected.

The final geochemical results were received in late January 2022. The strongest result of the 2021 drilling at Hurricane was drill hole LE21-107, which intersected 6.5 metres averaging 20.4%  $U_3O_8$  including a 3.5 metre subinterval averaging 34.5%  $U_3O_8$ . LE21-107, LE21-78C1 (5.2%  $U_3O_8$  over 12.0m) and LE21-87A (4.5%  $U_3O_8$  over 7.5m) defined a new zone of significant mineralization on the south side of Hurricane.

## Spring 2021 – Land Acquisition

In June 2021 IsoEnergy expanded the Larocque East project by purchasing two mineral claims totaling 902 hectares from Eagle Plains Resources Ltd. ("**EPL**"). Mineral claim MC00013560 is located 540 metres southeast of the southeastern corner of Larocque East and covers a section of the Anvil Lake trend, a north-northwest trending package of basement rocks which includes graphitic pelitic gneisses. Mineral claim MC00013747 is located within the far western portion of Larocque East and covers a 7.5-kilometre-long section of the Bell Lake trend, an east-west oriented package of basement rocks which includes graphitic pelitic gneisses. Both trends host weak uranium mineralization intersected by historical drill holes. IsoEnergy paid EPL \$25,000 in cash in exchange for a 100% interest in the two mineral claims. Compensation also includes a 2% NSR royalty on the two claims payable to EPL, of which 1% may be bought back by IsoEnergy for \$1.0 million.

## Winter 2021 – Drilling

Drilling at Larocque East planned for the winter of 2021 was not completed due to concerns about COVID-19. The planned 10,000 metre, 24 drill hole program was designed to expand the footprint of the Hurricane zone, to further test the high-grade core of the Hurricane zone, and to explore the Larocque East project well to the east of the Hurricane zone.

#### Collins Bay Extension

## Fall 2021 - Geophysics

An airborne Versatile Time-Domain Electromagnetic (VTEM-Plus) and spectrometer survey was begun at the Collins Bay Extension project in late September. The 567 line-kilometre survey covered the southwestern portion of the Collins Bay Extension and was intended to map extensions of the Tent-Seal and Collins Bay conductive trends associated with mineralization at the Eagle Point, Rabbit Lake, and Collins Bay deposits. The survey was completed in early October 2021 and interpretation of the results is ongoing.

#### Other Properties – Soil Geochemistry Surveys

Soil geochemistry surveys were completed at three uranium properties in the Eastern Athabasca. A total of 1,085 samples were collected from the 2Z (466), Larocque West (407) and Sparrow (212) properties. Analytical results were received in the fourth quarter of 2021 and interpretation is ongoing.

## Other Properties - Land Acquisition

During the year ended December 31, 2021, property extensions were acquired by land staking at East Rim (5,483 hectares) and Trident (295 hectares).

## Outlook

The Company intends to actively explore all of its projects as and when resources permit. The nature and extent of further exploration on any of the Company's properties however will depend on the results of completed and ongoing exploration activities, an assessment of its recently acquired properties and the Company's financial resources.

As of the date hereof, the Company's exploration priorities are the Larocque East, Geiger, Thorburn Lake, Radio, Hawk, Ranger, and Collins Bay Extension properties.

Airborne gravity, magnetic, and radiometric surveying is planned for the second half of 2022 at the Evergreen, Spruce, East Rim, Full Moon and Edge projects. Future work on the Thorburn Lake property will include follow-up drilling in the area of TBN17-23 and 27, drill evaluations of other geophysical anomalies generated by surveys in 2016 and 2017. At Radio, additional drilling is required to continue to evaluate high priority geophysical targets on the property.

## SELECTED FINANCIAL INFORMATION

Management is responsible for the Interim Financial Statements referred to in this MD&A. The Audit Committee of the Company's Board of Directors has been delegated the responsibility to review the Interim Financial Statements and MD&A and make recommendations to the Company's Board. It is the Board which has final approval of the Interim Financial Statements and MD&A.

The Interim Financial Statements have been prepared in accordance with International Financial Reporting Standards ("**IFRS**") as issued by the International Accounting Standards Board ("**IASB**") and the International Financial Reporting Interpretations Committee ("**IFRIC**"). Based on the nature of the Company's activities, both presentation and functional currency is Canadian dollars.

The Company's Interim Financial Statements have been prepared in accordance with IAS 34, Interim Financial Reporting and should be read in conjunction with the Annual Financial Statements, which have been prepared using IFRS applicable to a going concern, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The ability of the Company to continue as a going concern is dependent on its ability to obtain financing and achieve future profitable operations.

## **Results of Operations**

During the six months ended June 30, 2022, the Company capitalized \$5,774,096 of exploration and evaluation costs to exploration and evaluation assets. The exploration and evaluation activities carried out during this period are described in the Discussion of Operations section above.

The following financial data is derived from the Interim Financial Statements and should be read in conjunction with the Interim Financial Statements.

	For the three r June		For the six mont 30	
	2022	2021	2022	2021
General and administrative costs				
Share-based compensation	\$ 1,116,062	\$ 760,109	\$ 2,736,450	\$ 1,015,445
Administrative salaries, contract and director fees	289,508	295,389	744,522	1,460,402
Investor relations	113,961	57,688	218,587	153,808
Office and administrative	103,912	21,433	131,988	60,879
Professional fees	281,675	42,733	357,726	79,350
Travel	41,737	-	50,418	-
Public company costs	51,113	26,745	126,956	79,963
Depreciation expense	-	14,699	-	29,398
Total general and administrative costs	(1,997,968)	(1,218,796)	(4,366,647)	(2,879,245)
Interest income	16,124	19,144	26,155	39,255
Interest expense	(386)	(2,615)	(386)	(5,230)
Interest on convertible debentures	(162,797)	(156,749)	(324,238)	(318,215)
Fair value gain/(loss) on convertible debentures	10,043,078	(2,109,169)	2,864,787	(4,707,283)
Gain in sale of assets	-	2,236,489	-	2,236,489
Foreign exchange gain/(loss)	47,850	(34,969)	20,738	(60,330)
Other income	-	9,087	-	18,174
Income/(loss) from operations	7,945,901	(1,257,578)	(1,779,591)	(5,676,385)
Deferred income tax recovery/(expense)	264,613	(513,967)	514,424	(194,902)
Income/(loss)	\$ 8,210,514	\$ (1,771,545)	\$ (1,265,167)	\$ (5,871,287)

## Three months ended June 30, 2022

During the three months ended June 30, 2022, the Company recorded income of \$8,210,514, compared to a loss of \$1,771,545 in the three months ended June 30, 2021. The main drivers of the difference between the two periods include a \$10,043,078 fair value gain on the US\$6 million principal of convertible debentures (the "**Debentures**") in the three months ended June 30, 2022 compared to a fair value loss of \$2,109,169 on the Debentures in the three months ended June 30, 2021, partially offset by the gain on sale of assets in the three months ended June 30, 2021 of \$2,236,489 and increases in share-based compensation and professional fees during the three months ended June 30, 2022, as further described below.

#### General and administrative costs

Share-based compensation was \$1,116,062 in the three months ended June 30, 2022, compared to \$760,109 in the three months ended June 30, 2021. The share-based compensation expense is a noncash charge based on the Black-Scholes value of stock options, calculated using the graded vesting method. Stock options granted to directors, consultants and employees vest over two years, with the corresponding share-based compensation expense being recognized over this period. Variances in share-based compensation expense are expected from period to period depending on many factors, including the Black-Scholes value of the options granted, the number of options granted in recent periods and whether options have fully vested or have been cancelled in a period. The charge to earnings was higher in the three months ended June 30, 2022 due to a higher market price of the Company's common shares in late in 2021 and to date in 2022 and a higher number of options issued leading up to the current period.

Administrative salaries, contracts and directors' fees at \$289,508 for the three months ended June 30, 2022, were in line with the expense during the prior period.

Investor relations expenses were \$113,961 for the three months ended June 30, 2022, compared to \$57,688 in the three months ended June 30, 2021 and related primarily to costs incurred in communicating with existing and potential shareholders, conferences and marketing. The costs were higher in the three months ended June 30, 2022 due to the resumption of in-person industry conferences and marketing activities as COVID-19 restrictions are relaxed.

Office and administrative expenses were \$103,912 for the three months ended June 30, 2022 compared to \$21,433 in the three months ended June 30, 2021, and normally consist of office operating costs and other general administrative costs. The increase in the three months ended June 30, 2022 is mainly as a result of relocation expenses for the new Chief Financial Officer.

Professional fees were \$281,675 for the three months ended June 30, 2022, compared to \$42,733 for the three months ended June 30, 2021. Professional fees normally consist of legal fees related to the Company's business activities, as well as accounting and tax fees related to regulatory filings. Professional fees were higher in the three months ended June 30, 2022 mainly due increased business development activities.

Travel expenses were \$41,737 for the three months ended June 30, 2022, compared to \$nil in the three months ended June 30, 2021. Travel expenses relate to business development and general corporate activities and amounts vary depending on projects and activities being undertaken. Travel has recently resumed after a period of subdued activity due to the COVID-19 pandemic.

Public company costs were \$51,113 for the three months ended June 30, 2022, compared to \$26,745 in the three months ended June 30, 2021, and consisted primarily of costs associated with the Company's continuous disclosure obligations, listing fees, transfer agent costs, press releases and other shareholder communications. Costs were higher in the three months ended June 30, 2022 as a result of an increase in insurance premiums on directors and officers insurance.

Depreciation expense was \$Nil in the three months ended June 30, 2022, compared to \$14,699 in the three months ended June 30, 2021, as an office lease, which gave rise to a depreciable right-of-use asset, was assigned to a third party on July 1, 2021.

## Other items

The Company recorded interest income of \$16,124 in the three months ended June 30, 2022, compared to \$19,144 in the three months ended June 30, 2021, which represents interest earned on cash balances. The amounts were lower in the three months ended June 30, 2022 due to lower average cash balances, partially offset by the effect of higher interest rates.

Due to the assignment of an office lease to a third party on July 1, 2021, interest expense was \$386 for the three months ended June 30, 2022 compared to \$2,615 in the three months ended June 30, 2021.

Interest expense on Debentures was \$162,797 in the three months ended June 30, 2022, compared to \$156,749 in the three months ended June 30, 2021, and relates to the interest owing on the Debentures which were issued on August 18, 2020. The Debentures bear interest of 8.5% per annum and is payable on June 30 and December 31.

The fair value of the Debentures on June 30, 2022 was \$ 22,111,359 compared to \$32,263,752 at March 31, 2022. This resulted in a fair value gain on Debentures of \$10,152,393 in the three months ended June 30, consisting in a fair value gain of \$10,043,078 included in the statement of loss and a fair value

gain attributable to the change in credit risk of \$109,315 included in other comprehensive income (loss). During the three months ended June 30, 2021, the fair value loss on Debentures was \$2,061,083, of which \$2,109,169 was included in the statement of loss, partially offset by a gain of \$48,086 included in other comprehensive income (loss). The Company's Debentures are classified as measured at fair value through profit and loss. In accordance with IFRS 9 – Financial Instruments, the part of a fair value change due to an entity's own credit risk is presented in other comprehensive income (loss). The fair value of the Debentures changed in the current period due primarily to the decrease in the share price from \$4.90 to \$3.10 and other market inputs. As of June 30, 2022, the time to maturity of the Debentures was 3.1 years.

Foreign exchange gains were \$47,850 in the three months ended June 30, 2022, compared to losses of \$34,969 in the three months ended June 30, 2021, and mainly relates to exchange movements on United States dollars held by the Company. The Company received US dollars on the issue of the Debentures on August 18, 2020. The majority was converted to Canadian dollars but enough was held in US dollars to cover future interest as well as other US dollar payments. The foreign exchange gain was due to the stronger US dollar compared to the Canadian dollar during the current period.

IsoEnergy recognized rental income of \$9,087 in the three months ended June 30, 2021. No rental income was received since July 1, 2021 when the office lease was assigned to a third party.

The Company records a deferred tax recovery or expense which is comprised of a recovery on losses recognized in the period and, when applicable, the release of flow-through share premium liability which is offset by the renunciation of flow-through share expenditures to shareholders. In the three months ended June 30, 2022, this resulted in a recovery of \$264,613, compared to an expense of \$513,967 in the three months ended June 30, 2021. The difference is mainly due to the deferred tax expense on the gain on the sale of assets and the renunciation of flow through-share expenses in the three months ended June 30, 2021. In the three months ended June 30, 2022 the Company did not renounce any flow-through share expenditures, compared to \$306,148 renounced in the three months ended June 30, 2021 which impacted deferred income tax expense by \$82,660.

#### Six months ended June 30, 2022

During the six months ended June 30, 2022, the Company recorded a loss of \$1,265,167, compared to a loss of \$5,871,287 in the six months ended June 30, 2021. The decreased loss was predominantly the result of a fair value gain on the Debentures in the six months ended June 30, 2022 compared to a loss in the six month ended June 30, 2021, partially offset by an increase in share-based compensation during the six months ended June 30, 2022 and a gain on sale of assets of \$2,236,489 during the six month ended June 30, 2021, as further described below.

## General and administrative costs

Share-based compensation was \$2,736,450 in the six months ended June 30, 2022, compared to \$1,015,445 in the six months ended June 30, 2021. The charge to earnings was higher in the six months ended June 30, 2022 due to a higher market price of the Company's common shares in late in 2021 and to date in 2022 and a higher number of options issued leading up to the current period.

Administrative salaries, contracts and directors' fees at \$744,522 for the six months ended June 30, 2022, were lower than the six months ended June 30, 2021 which were \$1,460,402. On February 28, 2022, the former Chief Financial Officer of the Company resigned and was paid \$175,997 and on February 15, 2021, the former Chief Executive Officer resigned and was paid \$897,254, in accordance with the terms of their respective employment contracts. These severance payments accounted for the majority of the difference between the two periods, with the residual amounts being \$568,525 for the six months ended June 30, 2022 and \$563,148 for the six months ended June 30, 2021.

Investor relations expenses were \$218,587 for the six months ended June 30, 2022, compared to \$153,808 in the six months ended June 30, 2021 and related primarily to costs incurred in communicating

with existing and potential shareholders, conferences and marketing. The costs were higher in the six months ended June 30, 2022 due to the resumption of in-person industry conferences as COVID-19 restrictions are relaxed, increased participation in uranium industry organizations and subscription to uranium market publications and data services.

Office and administrative expenses were \$131,988 for the six months ended June 30, 2022 compared to \$60,879 in the six months ended June 30, 2021, and normally consist of office operating costs and other general administrative costs. The increase in the six months ended June 30, 2022 is mainly as a result of relocation expenses for the new Chief Financial Officer.

Professional fees were \$357,726 for the six months ended June 30, 2022, compared to \$79,350 for the six months ended June 30, 2021. Professional fees normally consist of legal fees related to the Company's business activities, as well as accounting and tax fees related to regulatory filings. Professional fees were higher in the six months ended June 30, 2022 mainly due increased business development activities.

Travel expenses were \$50,418 for the six months ended June 30, 2022, compared to \$nil in the six months ended June 30, 2021. Travel expenses relate to business development and general corporate activities and amounts vary depending on projects and activities being undertaken. Travel has recently resumed after a period of subdued activity due to the COVID-19 pandemic.

Public company costs were \$126,956 for the six months ended June 30, 2022, compared to \$79,963 in the six months ended June 30, 2021, and consisted primarily of costs associated with the Company's continuous disclosure obligations, listing fees, transfer agent costs, press releases and other shareholder communications. Costs were higher in the six months ended June 30, 2022 as a result of increased listing fees due to the Company's higher market capitalization compared to the previous period and higher insurance premiums on directors and officers insurance.

Depreciation expense was \$Nil in the six months ended June 30, 2022, compared to \$29,398 in the six months ended June 30, 2021, as an office lease, which gave rise to a depreciable right-of-use asset, was assigned to a third party on July 1, 2021.

## Other items

The Company recorded interest income of \$26,155 in the six months ended June 30, 2022, compared to \$39,255 in the six months ended June 30, 2021, which represents interest earned on cash balances. The amounts were lower in the six months ended June 30, 2022 due to lower average cash balances, partially offset by the effect of higher interest rates in recent months.

Due to the assignment of an office lease to a third party on July 1, 2021, interest expense was \$386 for the six months ended June 30, 2022 compared to \$5,230 in the six months ended June 30, 2021.

Interest expense on Debentures was \$324,238 in the six months ended June 30, 2022, compared to \$318,215 in the six months ended June 30, 2021, with the difference resulting from a stronger US dollar during the six months ended June 30, 2022.

The fair value of the Debentures on June 30, 2022 was \$22,111,359 compared to \$25,101,132 at December 31, 2021. This resulted in a fair value gain on Debentures of \$2,989,773 in the six months ended June 30, consisting in a fair value gain of \$2,864,787 included in the statement of loss and a fair value gain attributable to the change in credit risk of \$124,986 included in other comprehensive income (loss). During the six months ended June 30, 2021, the fair value loss on Debentures was \$4,769,955, of which \$4,707,283 was included in the statement of loss and \$62,672 included in other comprehensive income (loss). The fair value of the Debentures changed in the current period due primarily to the decrease in the share price from \$3.74 to \$3.10 and other market inputs.

Foreign exchange gains were \$20,738 in the six months ended June 30, 2022, compared to losses of \$60,330 in the six months ended June 30, 2021, and mainly relates to exchange movements on United States dollars held by the Company. The foreign exchange gain was due to the stronger US dollar compared to the Canadian dollar during the current period.

IsoEnergy recognized rental income of \$18,174 in the six months ended June 30, 2021. No rental income was received since July 1, 2021 when the office lease was assigned to a third party.

In the six months ended June 30, 2022, the deferred tax recovery was \$514,424, compared to an expense of \$194,902 in the six months ended June 30, 2021. The difference is mainly due to the deferred tax expense on the gain on the sale of assets and the renunciation of flow through-share expenses in the six months ended June 30, 2021. In the six months ended June 30, 2022 the Company did not renounce any flow-through share expenditures, compared to \$689,782 renounced in the six months ended June 30, 2021 which impacted deferred income tax expense by \$186,241.

#### **Financial Position**

The following financial data is derived from the Interim Financial Statements **and** Annual Financial Statements and should be read in conjunction with IsoEnergy's Interim Financial Statements and Annual Financial Statements.

	June 30, 2022	December 31, 2021		
Exploration and evaluation assets	\$ 66,729,686	\$ 60,955,590		
Total assets	80,321,752	84,190,522		
Total current liabilities	469,535	640,971		
Total non-current liabilities	23,688,539	27,635,882		
Working capital <sup>(1)</sup>	13,064,792	22,527,412		
Cash dividends declared per share	Nil	Nil		

<sup>(1)</sup> Working capital is defined as current assets less accounts payable and accrued liabilities.

In the six months ended June 30, 2022 the Company capitalized \$5,774,096 of exploration and evaluation costs as further described "Discussion of Operations" above. Non-current liabilities decreased during the period due to a decrease in the fair value of the Debentures as discussed in "Results of Operations" above. Working capital decreased during the six months mainly due to the continued utilization of cash on hand to advance the Company's exploration portfolio and for corporate expenditure, combined with a reduction of the fair value of the marketable securities during the six months ended June 30, 2022.

## SUMMARY OF QUARTERLY RESULTS

The following information is derived from the Company's Interim and Annual financial statements prepared in accordance with IFRS. The information below should be read in conjunction with the Company's Interim and Annual financial statements for each of the past seven quarters.

Consistent with the preparation and presentation of the Annual Financial Statements, these unaudited quarterly results are presented in Canadian dollars.

	Jun. 30, 2022	Mar. 31, 2022	Dec. 31, 2021	Sept. 30, 2021	Jun. 30, 2021	Mar. 31, 2021	Dec. 31, 2020	Sep. 30, 2020
Revenue	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Net Income (loss) Net income (loss) per	\$8,210,514	(\$9,475,681)	(\$5,718,495)	(\$4,190,912)	(\$1,771,545)	(\$4,099,742)	(\$8,487,768)	\$351,334
share:	\$.0.08	(\$.0.09)	(\$0.05)	(\$0.04)	(\$0.02)	(0.04)	(\$0.03)	Nil
Basic								
Diluted	(\$.0.01)	(\$.0.09)	(\$0.05)	(\$0.04)	(\$0.02)	(\$0.04)	(\$0.03)	(\$0.01)

IsoEnergy does not derive any revenue from its operations. Its primary focus is the acquisition, exploration and evaluation of mineral properties. As a result, the income/loss per period has fluctuated depending on the Company's activity level and periodic variances in certain items. Quarterly periods are therefore not comparable. In the third quarter of 2020, the Company issued the Debentures which are accounted for as measured at fair value through profit and loss, which has resulted in a gain on the revaluation of the Debentures in the most recent quarter and losses in the previous 5 quarters.

## LIQUIDITY

IsoEnergy has no revenue-producing operations, earns only minimal interest income on cash, and is expected to have recurring operating losses. As at June 30, 2022, the Company had an accumulated deficit of \$35,612,121.

During the six months ended June 30, 2022, the Company utilized cash on hand to invest \$5,180,902 (net of accounts payable) in exploration and evaluation assets and for \$1,635,345 of expenditure on its corporate activities, including movements in working capital. During the period, the Company received \$608,460 from the exercise of stock options and paid \$232,551 in cash interest on the Debentures.

As at the date of this MD&A, the Company has approximately \$6.5 million in cash, \$6.6 million in freely tradable marketable securities and \$13.0 million in working capital.

The Company has sufficient cash and marketable securities on hand to continue its currently planned exploration activities at its properties, including the Larocque East Project, while maintaining current corporate capacity, which includes wages, consulting fees, professional fees, costs associated with the Company's head office and fees and expenditures required to maintain all of its tenements.

The ability of the Company to continue as a going concern is dependent on its ability to obtain financing and achieve future profitable operations.

Management will determine whether to accept any offer to finance, weighing such factors as the financing terms, the results of exploration, the Company's share price at the time and current market conditions, among others. Circumstances that could impair the Company's ability to raise additional funds include general economic conditions, the price of uranium and the other factors set forth under "Risk Factors" below and above under "Industry and Economic Factors that May Affect the Business". A failure to obtain financing as and when required, could require the Company to reduce its exploration and corporate activity levels.

The Company's properties are in good standing with the applicable governmental authority until between August, 2022 and September, 2043 and the Company does not have any contractually imposed expenditure requirements.

The Company has not paid any dividends and management does not expect that this will change in the near future.

Working capital is held mainly in cash and freely tradeable marketable securities, both of which are highly liquid.

## **OFF-BALANCE SHEET ARRANGEMENTS**

The Company had no off-balance sheet arrangements as at June 30, 2022 or as at the date hereof.

## TRANSACTIONS WITH RELATED PARTIES

Except as noted below, the only transactions between the Company and related parties are transactions between the Company and its key management personnel. Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers.

NexGen is a related party due to its ownership in the Company and the overlapping members of the Board of Directors between NexGen and the Company.

Remuneration attributed to key management personnel is summarized as follows:

Six months ended June 30, 2022	-	ort term pensation	 are-based pensation	Total	
Expensed in the statement of loss and comprehensive loss	\$	340,194	\$ 2,524,101	\$	2,864,295
Capitalized to exploration and evaluation assets		102,576	247,913		350,489
	\$	442,770	\$ 2,772,014	\$	3,214,784

Six months ended June 30, 2021	Short term compensation		Share-based compensation		Total	
Expensed in the statement of loss and comprehensive loss	\$	320,564	\$	931,834	\$	1,252,398
Capitalized to exploration and evaluation assets		100,869		151,337		252,206
	\$	421,433	\$	1,083,171	\$	1,504,604

As of June 30, 2022, \$27,452 (December 31, 2021 – \$nil) was included in accounts payable and accrued liabilities owing to NexGen and directors and officers.

During the six months ended June 30, 2022, the Company paid NexGen, \$12,465 (June 30, 2021 - \$Nil) for use of NexGen's office space.

On February 28, 2022, the former Chief Financial Officer resigned and was paid \$175,997 in accordance with the terms of her employment contract. This is excluded from the table above for the six months ended June 30, 2022.

On December 6, 2021, NexGen acquired 3,685,929 common shares on the exercise of 3,685,929 warrants with an exercise price of \$0.60. In April 2021, NexGen acquired 1,537,760 common shares on the exercise of 1,537,760 warrants with an exercise price of \$0.60.

On February 15, 2021, the former Chief Executive Officer resigned and was paid \$897,254 in accordance with the terms of his employment contract. This is excluded from the table above for the six months ended June 30, 2021.

## OUTSTANDING SHARE DATA

The authorized capital of IsoEnergy consists of an unlimited number of common shares. As of August 3, 2022, there were 106,835,914 common shares and 9,667,500 stock options outstanding, each stock option entitling the holder to purchase one common share of IsoEnergy at the prices set forth below.

In August 2020, the Company issued the Debentures with an 8.5% coupon and a 5-year term, which are convertible at \$0.88 per share.

There are no warrants outstanding at the date of this MD&A.

Stock options outstanding at August 3, 2022, and the exercise price thereof are set forth below:

Number of options	Exercise price per option	Number of options exercisable	Exercise price per option	Vesting	Weighted average remaining contractual life (years)
160,000	\$0.57	160,000	\$0.57		0.4
510,000	\$0.36	510,000	\$0.36		1.0
730,000	\$0.42	730,000	\$0.42		1.4
967,500	\$0.39	967,500	\$0.385	(i)	2.5
415,000	\$1.19	276,667	\$1.19	(i)	3.1
250,000	\$2.44	166,667	\$2.44	(i)	3.5
1,525,000	\$2.81	541,667	\$2.81	(i)	3.9
2,670,000	\$3.99	923,333	\$3.99	(i)	4.4
400,000	\$4.96	133,333	\$4.96	(i)	4.6
2,040,000	3.47	680,000	3.47	(i)	5.0
9,667,500	\$2.70	5,039,166	\$1.94		3.7

(i) Vest 1/3 on grant and 1/3 one third each year thereafter

## **CRITICAL ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS**

The preparation of the Interim Financial Statements requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, and contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable in the circumstances. Uncertainty about these judgments, estimates and assumptions could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

## CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

The Interim Financial Statements were prepared in accordance with IFRS and its interpretations adopted by the IASB and follow the same accounting policies and methods as described in note 2 to the Company's Annual Financial Statements, without any changes or adoption of new standards.

## CAPITAL MANAGEMENT AND RESOURCES

The Company manages its capital structure and adjusts it, based on the funds available to the Company, in order to support the acquisition, exploration and evaluation of assets. The Board of Directors does not impose quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain the future development of the business.

In the management of capital, the Company considers all types of funding alternatives, including equity, debt and other means and is dependent on third party financing. Although the Company has been successful in raising funds to date, there is no assurance that the Company will be successful in obtaining required financing in the future or that such financing will be available on terms acceptable to the Company.

The properties in which the Company currently has an interest are in the exploration stage. As such the Company has historically relied on the equity markets to fund its activities. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it determines that there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an on-going basis and believes that this approach, given the relative size of the Company, is reasonable. The Company is not subject to externally imposed capital requirements. There were no changes in the Company's approach to capital management during the period.

### FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, marketable securities, amounts receivable, accounts payable and accrued liabilities and convertible debentures.

#### Fair Value Measurement

The Company classifies the fair value of financial instruments according to the following hierarchy based on the amount of observable inputs used to value the instrument:

- Level 1 quoted prices in active markets for identical assets or liabilities.
- Level 2 inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 inputs for the asset or liability that are not based on observable market data.

The fair values of the Company's cash and cash equivalents amounts receivable and accounts payable and accrued liabilities approximate their carrying value, due to their short-term maturities or liquidity.

The Debentures are re-measured at fair value at each reporting date with any change in fair value recognized in profit or loss, except the change in fair value that is attributable to change in credit risk is presented in other comprehensive income (loss). The Debentures are classified as Level 2.

The marketable securities are re-measured at fair value at each reporting date with any change in fair value recognized in other comprehensive income (loss). The marketable securities are Level 1.

#### Financial instrument risk exposure

As at June 30, 2022, the Company's financial instrument risk exposure and impact thereof on the Company's financial instruments is summarized below:

#### (a) Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. As at June 30, 2022, the Company has cash on deposit with a large Canadian bank. Credit risk is concentrated as a significant amount of the Company's cash and cash equivalents is held at one financial institution. Management believes the risk of loss to be remote.

The Company's accounts receivable consists of input tax credits receivable from the Government of Canada and interest accrued on cash equivalents. Accordingly, the Company does not believe it is subject to significant credit risk.

## (b) Liquidity Risk

Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet its obligations under financial instruments. The Company manages liquidity risk by maintaining sufficient cash balances. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital to meet short-term obligations. As at June 30, 2022, the Company had a working capital balance of \$13,064,792, including cash of \$7,196,940.

#### (c) Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates and commodity and equity prices.

#### (i) Interest Rate Risk

Interest rate risk is the risk that the future cash flows from a financial instrument will fluctuate due to changes in market interest rates. The Company holds its cash in bank accounts that earn variable interest rates. Due to the short-term nature of these financial instruments, fluctuations in market rates do not have a significant impact on the estimated fair value of the Company's cash and cash equivalent balances as of June 30, 2022. The interest on the Debentures is fixed and not subject to market fluctuations.

#### (ii) Foreign Currency Risk

The functional currency of the Company is the Canadian dollar. The Company is affected by currency transaction risk and currency translation risk. Consequently, fluctuations of the Canadian dollar in relation to other currencies impact the fair value of financial assets, liabilities and operating results. Financial assets and liabilities subject to currency translation risk primarily include US dollar denominated cash, US dollar accounts payable and accrued liabilities, the Debentures and Australian dollar denominated marketable securities. The Company maintains Canadian and US dollar bank accounts in Canada.

The Company is exposed to foreign exchange risk on its US dollar denominated Debentures. At maturity the US\$6 million principal amount of the Debentures is due in full, and prior to then at a premium upon the occurrence of certain events, including a change of control. The Company holds sufficient US dollars to make all cash interest payments due under the Debentures until maturity but not to pay the principal amount. Accordingly, the Company is subject to risks associated with fluctuations in the Canadian/US dollar exchange rate that may make the Debentures more costly to repay.

A 5% change in the US dollar exchange rate can result in a net increase or decrease in the Company's US dollar-based cash and debt of \$1,029,558 that would flow through the statement of loss.

The Company is also exposed to foreign exchange risk on its Australian dollar denominated investment in 92 Energy. Accordingly, the Company is subject to risks associated with fluctuations in the Canadian/Australian dollar exchange rate that may decrease the value of its investment in 92 Energy.

A 5% change is the Australian dollar can increase or decrease the value of the Company's investment in 92 Energy by \$215,175 that would flow through Other Comprehensive Income (Loss).

#### (iii) Price Risk

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact of movements in individual equity prices

or general movements in the level of the stock market on the Company's financial performance. Commodity price risk is defined as the potential adverse impact of commodity price movements and volatilities on financial performance and economic value. Future declines in commodity prices may impact the valuation of long-lived assets. The Company closely monitors the commodity prices of uranium, individual equity movements, and the stock market. The Company holds marketable securities which are subject to equity price risk.

### **RISK FACTORS**

The operations of the Company are speculative due to the high-risk nature of its business which is the exploration of mineral properties. For a comprehensive list of the risks and uncertainties facing the Company, please see "Risk Factors" in the Company's MD&A for the year ended December 31, 2021 and the "Industry and Economic Factors that May Affect the Business" included above the "Overall Performance" section of this MD&A. These are not the only risks and uncertainties that IsoEnergy faces. Additional risks and uncertainties not presently known to the Company or that the Company currently considers immaterial may also impair its business operations. These risk factors could materially affect the Company's future operating results and could cause actual events to differ materially from those described in forward-looking statements relating to the Company.

#### COVID-19

Since March 2020, several measures have been implemented in Canada and the rest of the world in response to the impact from COVID-19. The Company continues to enforce certain operating procedures to respond to COVID-19 and during the six months ended June 30, 2022, the Company's business and exploration activities have not been significantly impacted by COVID-19. Notwithstanding the success of vaccination programs in Canada and the continued lifting of COVID-19 restrictions by local and provincial governments, it is possible that in the future there will be renewed outbreaks of COVID-19 with negative impacts on our business and exploration activities and the pandemic and associated disruptions may result in unfavourable capital market conditions and trigger actions such as reduced exploration activities. The Company anticipates this could have an adverse impact on our business, results of operations, financial position and cash flows in 2022.

#### SEGMENT INFORMATION

The Company operates in one reportable segment, being the acquisition, exploration and development of uranium properties. All of the Company's non-current assets are located in Canada.

## ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

Additional disclosure concerning IsoEnergy 's general and administrative expenses and exploration and evaluation expenses and assets is set forth above under "*Results of Operations*" and in the Company's statement of loss and comprehensive loss contained in its Interim Financial Statements, which is available on IsoEnergy 's website or on its profile at <u>www.sedar.com</u>.

## NOTE REGARDING FORWARD-LOOKING INFORMATION

This MD&A contains "forward-looking statements" (also referred to as "forward-looking information") within the meaning of applicable Canadian securities legislation. "Forward-looking information" includes, but is not limited to, statements with respect to the activities, events or developments that the Company expects or anticipates will or may occur in the future, including, without limitation, planned exploration activities. Generally, but not always, forward-looking information and statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes" or the negative connotation thereof or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken",

"occur" or "be achieved" or the negative connotation thereof. Statements relating to "mineral resources" may also be deemed forward-looking information as they involve estimates of the mineralization that will be encountered if a mineral deposit is developed and mined.

Such forward-looking information and statements are based on numerous assumptions, including material assumptions and estimates related to the below factors that, while the Company considers them reasonable as of the date of this MD&A, they are inherently subject to significant business, economic and competitive uncertainties and contingencies. Such known and unknown factors that could cause actual results to materially differ from those forward-looking statements include among others, that the results of planned exploration activities are as anticipated, the Company will be able to execute its strategy as expected, new mining techniques will have beneficial applications as expected and be available for use by the Company, continued engagement and collaboration with the communities and stakeholders; the price of uranium, the anticipated cost of planned exploration activities, that general business and economic conditions will not change in a material adverse manner, that financing will be available if and when needed and on reasonable terms, and that third party contractors, equipment and supplies and governmental and other approvals required to conduct the Company's planned exploration activities will be available on reasonable terms and in a timely manner. Although the assumptions made by the Company in providing forward-looking information or making forward-looking statements are considered reasonable by management at the time, there can be no assurance that such assumptions will prove to be accurate.

Forward-looking information and statements also involve known and unknown risks and uncertainties and other factors, which may cause actual events or results in future periods to differ materially from any projections of future events or results expressed or implied by such forward-looking information or statements, including, among others: negative operating cash flow and dependence on third party financing, uncertainty of additional financing, no known mineral reserves or resources, resources may not be converted to reserves, the limited operating history of the Company, the influence of a large shareholder, alternative sources of energy and uranium prices, aboriginal title and consultation issues, reliance on key management and other personnel, actual results of exploration activities being different than anticipated, changes in exploration programs based upon results, availability of third party contractors, availability of equipment and supplies, failure of equipment to operate as anticipated; accidents, effects of weather and other natural phenomena and other risks associated with the mineral exploration industry, environmental risks, changes in laws and regulations, community relations and delays in obtaining governmental or other approvals.

Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in the forward-looking information or implied by forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking information and statements will prove to be accurate, as actual results and future events could differ materially from those anticipated, estimated or intended. Accordingly, readers should not place undue reliance on forward-looking statements or information. The Company undertakes no obligation to update or reissue forward-looking information as a result of new information or events except as required by applicable securities laws.

## APPROVAL

The Audit Committee and the Board of IsoEnergy have approved the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it and can be located, along with additional information, on the Company's profile SEDAR website at <u>www.sedar.com</u> or by contacting the corporate office, located at Suite 200 – 475 2<sup>nd</sup> Avenue S, Saskatoon, SK S7K 1P4.