

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

**Section 7.1 of National Instrument 51-102  
Continuous Disclosure Obligations**

**1. Name and Address of Company**

Bayswater Uranium Corporation  
1111 Melville Street, Suite 1100  
Vancouver, BC V6E 3V6

**2. Date of Material Changes**

July 5, 2013.

**3. News Release**

The news release dated July 5, 2013 was filed with the TSX Venture Exchange and the British Columbia and Alberta Securities Commissions via SEDAR and disseminated through Canada Stockwatch and Market News.

**4. Summary of Material Change**

**Bayswater Uranium Corporation** (the "Company") reports that it has entered into an asset purchase agreement dated June 24, 2013 for the sale of its Central Mineral Belt project, located in Labrador, to Deep Sea Capital Limited, a private Hong Kong company, for aggregate consideration of \$125,000.00. The sale is expected to complete on or before July 31, 2013. A finder's fee of \$12,500 is payable in cash to an arm's length third party on this transaction.

**5. Full Description of Material Change**

See attached News Release.

**6. Reliance on Section 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

**7. Omitted Information**

Not applicable.

**8. Executive Officer**

Victor Tanaka, President  
Tel: (604) 687-2153

**9. Date of Report**

July 15, 2013

### **Bayswater to Sell Central Mineral Belt Project**

**Vancouver, BC, July 5, 2013** — Bayswater Uranium Corporation (TSX-V: [BYU](#)), (OTC: [BYSWF](#)) (the “Company”) reports that it has entered into an asset purchase agreement dated June 24, 2013 for the sale of its Central Mineral Belt project, located in Labrador, to Deep Sea Capital Limited, a private Hong Kong company, for aggregate consideration of \$125,000.00. The sale is expected to complete on or before July 31, 2013. A finder’s fee of \$12,500 is payable in cash to an arm’s length third party on this transaction.

#### **Qualified Person**

Victor Tanaka, B.Sc. P.Geo. (B.C.), President and Chief Executive Officer of Bayswater, and a Qualified Person under NI 43-101, has reviewed the contents of this news release.

#### **About Bayswater Uranium Corporation**

Bayswater Uranium Corporation is a uranium exploration and development company. The Company’s focus is the Reno Creek ISR uranium development project in Wyoming in which the Company currently owns a 11.95% interest. Bayswater also owns the Collins Bay Extension uranium project in Canada’s Athabasca Basin, optioned to CanAlaska Uranium Ltd., that can earn a 70% interest. Bayswater is listed on the TSX Venture Exchange with the symbol “[BYU](#)”. For further information visit [www.bayswateruranium.com](http://www.bayswateruranium.com).

On behalf of the Board of:

#### **BAYSWATER URANIUM CORPORATION**

Victor Tanaka  
President

#### **For further information contact:**

John Gomez  
Corporate Development  
Telephone: (604) 687-2153

*Statements in this news release other than purely historical information, including statements relating to the Company’s future plans and objectives or expected results, constitute forward-looking statements, including statements with respect to the future price of uranium, the estimation of mineral resources, production and recovery, the realization of mineral resources, the timing and amount of future production, expected costs (both capital and operating), the success of exploration, development and mining activities and permitting timelines. Forward-looking statements are based on numerous assumptions and are subject to all of the risks and uncertainties inherent in the Company’s business, including risks inherent in mineral exploration, development and mining. There can be no assurance that such forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on such statements. The Company does not undertake to update any forward-looking statements that are incorporated by reference herein, except in accordance with applicable securities laws. Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this news release.*