

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Basin Uranium Corp. (“**Basin Uranium**” or, the “**Company**”)
Suite 1430 – 800 West Pender Street Vancouver,
BC V6C 2V6

Item 2. Date of Material Change

May 9, 2022

Item 3. News Release

News Release dated May 10, 2022

Item 4. Summary of Material Change

On May 10, 2022 the Company announced that further to its news release dated March 30, 2022 that it, through a wholly-owned subsidiary has completed an amalgamation with 1290945 B.C. Ltd (“**NumberCo**”). The principal asset of **NumberCo** is a 100%-interest in the Wray Mesa project in San Juan County, Utah.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

On May 10, 2022 the Company announced that further to its news release dated March 30, 2022 that it, through a wholly-owned subsidiary has completed an amalgamation with **NumberCo**. The principal asset of **NumberCo** is a 100%-interest in the Wray Mesa project in San Juan County, Utah.

Basin Uranium issued 4,250,003 million shares to shareholders of **NumberCo**, as well as 250,000 shares to the original property vendor in consideration for the acquisition of **NumberCo**. The shares issued in conjunction to the acquisition will be subject to the following restrictions on transfer: 50% will be free trading on issuance with further tranches of 10% to be released monthly starting on the fifth month anniversary of closing.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6. Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Mike Blady

Chief Executive Officer

Tel: 604.722.9842

E-mail: info@basinuranium.ca

Item 9. Date of Report

May 19, 2022