

# FORM 45-110F1 OFFERING DOCUMENT

## Item 1: RISKS OF INVESTING

- 1.1 No Securities regulatory authority or regulator has assessed, reviewed or approved the merits of these securities or reviewed this offering document. Any representation to the contrary is an offense. This is a risky investment.
- 1.2 The forecasts and predictions of an early-stage business are difficult to objectively analyze or confirm. Forward-looking statements represent the opinion of the issuer only and may not prove to be reasonable.

## Item 2: THE ISSUER

### 2.1 ISSUER INFORMATION

(a) Full Legal Name:	<u>OBERON URANIUM CORP.</u>
(b) Head Office Address:	<u>#3500 - 1055 Dunsmuir St, Vancouver, BC V7X 1L3</u>
(c) Telephone	<u>(778)317-8754</u>
(d) Email Address:	<u>oberonuranium@gmail.com</u>
(e) Website URL:	<u>N/A</u>

### 2.2 CONTACT PERSON INFORMATION

(a) Full Legal Name:	<u>Lawrence Scott Hay</u>
(b) Position Held with Issuer:	<u>Director</u>
(c) Business Address:	<u>#3500 - 1055 Dunsmuir St, Vancouver, BC V7X 1L3</u>
(d) Telephone	<u>(778)317-8754</u>
(d) Email Address:	<u><a href="mailto:Lawrencehay87@gmail.com">Lawrencehay87@gmail.com</a></u>

## Item 3: ISSUER'S BUSINESS

### 3.1 BUSINESS OVERVIEW

The issuer is a mineral exploration company, incorporated in British Columbia under the *Business Corporations Act*.

The issuer is party to a letter agreement with GeoXplor Corp. ("GeoXplor") dated January 12, 2022 (the "Letter Agreement") pursuant to which the issuer has the option to acquire a 100% interest in the "Lucky Boy" mineral claims located in Gila County, Arizona (the "Lucky Boy Property"). To successfully exercise the option, the issuer must meet the following obligations: (1) make an initial non-refundable option payment of US\$5,000 to GeoXplor; (2) make an additional option payment of US\$50,000 to GeoXplor on the issuer completing its go-public transaction; (3) issue 500,000 Class A common shares to GeoXplor on the issuer completing its go-public transaction; (4) issue an additional 750,000 Class A common shares

to GeoXplor on the first anniversary of the issuer completing its go-public transaction; (5) refund to GeoXplor all staking and recordation costs in respect of the Lucky Boy Property, up to a maximum of US\$20,000 (with the initial US\$5,000 non-refundable option payment to be credited towards such costs); (6) pay to GeoXplor the costs of the preparation of a technical report respecting the Lucky Boy Property; and (7) reimburse GeoXplor for its reasonable legal expenses incurred in respect of the Letter Agreement and the transaction contemplated therein.

Under the Letter Agreement, to successfully exercise the option the issuer is also obligated to use commercially reasonable efforts to complete its go-public transaction as soon as practicable, is required to file its initial exchange listing application for its go-public transaction no later than April 30, 2022, and in any event the go-public transaction must be completed by no later than October 31, 2022.

Upon successful exercise of the option, the issuer's interest in the Lucky Boy Property will be subject to a 3.0% gross overriding royalty in favour of GeoXplor. The issuer will have the right to repurchase one-half of the royalty (leaving a 1.5% gross overriding royalty) for a period of one year following commencement of commercial production on the Lucky Boy Property in consideration for the payment of US\$2,500,000.

The issuer has signed an option agreement (the "Option Agreement") with Tamed Mining Corp. ("Tamed") dated January 26, 2022 pursuant to which the issuer has the option to acquire a 100% interest in the Element 92 Uranium Project located in Saskatchewan, Canada (the "Element 92 Property", and collectively with the Lucky Boy Property, the "Properties"). To successfully exercise the option, the issuer was required to meet the following obligations: (1) make an option payment of \$30,000 to Tamed; and (2) issue 6,000,000 Class A common shares to Tamed. The issuer has fulfilled these obligations and has successfully exercised the option and has acquired a 100% interest in the Element 92 Property.

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- 3.2 LEGAL STRUCTURE       Corporation (BC)       Limited Partnership  
 General Partnership       Association  
 Other \_\_\_\_\_

3.3 DOCUMENTS AVAILABLE FOR REVIEW

The following documents are available for review under the Documents tab

- Articles of Incorporation & Certificate of Name Change       Subscription Agreement  
 Other      Corporate Presentation \_\_\_\_\_

Please contact us if there are any other documents you would like to view or inquire about

### 3.4 OPERATIONS

The Issuer:

Has never conducted operations

Is in the development stage

Is currently conducting operations

### 3.5 FINANCIAL STATEMENTS

Financial Statements are NOT currently available

Financial Statements are available

**Information for purchasers. If you receive financial statements from an issuer conducting a crowdfunding distribution, you should know that those financial statements have not been provided to or reviewed by a securities regulatory authority or regulator. They are not part of this offering document. You should also consider seeking advice from an accountant or an independent financial adviser about the information in any financial statements.**

### 3.6 OUTSTANDING SECURITIES

20,600,000 Class A Common Shares

Other: \_\_\_\_\_

## Item 4: MANAGEMENT

### 4.1 Founder, Director, Officer and/or Control Person Information:

Full legal name, municipality of residence and position at issuer	Principal occupation for the last five years	Expertise, education and experience that is relevant to the Issuer's business	Number and type of securities of the Issuer owned	Date securities were acquired and price paid for the securities	Percentage of the Issuer's securities held as of the date of this offering document
Lawrence Hay North Vancouver, BC Director	Self Employed	Founded Tech One Lithium Resources Corp. in March of 2021;	500,000 Class A common shares	250,000 shares on December 31 <sup>st</sup> , 2021 at \$0.02 per share; 250,000	2.43%

		subsequently, Tech One was sold to Spey Resources Corp. (CSE:SPEY)		shares on January 31 <sup>st</sup> , 2022 at \$0.02 per share	
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4.2 Provide the name of the person involved and details of the time, nature and outcome of the proceedings for each of the persons listed under item 4.1 for whom the answer is yes for the following, as the case may be:

(a) Ever pleaded guilty to or been found guilty of:

- (i) A summary conviction or indictable offence under the *Criminal Code*,
- (ii) A quasi-criminal offence in any jurisdiction of Canada or a foreign jurisdiction,
- (iii) A misdemeanor or felony under the criminal legislation of the United States of America, or any state or territory therein, or,
- (iv) An offence under the criminal legislation of any other foreign jurisdiction

Yes  No

Details: \_\_\_\_\_

(b) is or has been the subject of an order (cease trade or otherwise), judgment, decree, sanction, or administrative penalty imposed by, or has entered into a settlement agreement with, a government agency, administrative agency, self-regulatory organization, civil court, or administrative court of Canada or a foreign jurisdiction in the last 10 years related to:

- (i) The person's involvement in any securities, insurance or banking activity, or
- (ii) A claim based in whole or in part on fraud, theft, deceit, misrepresentation, conspiracy, breach of trust, breach of fiduciary duty, insider trading, unregistered trading, illegal distributions, failure to disclose material facts or changes, or allegations of similar conduct,

Yes  No

Details: \_\_\_\_\_

(c) Is or has been the subject of an order, judgment, decree, sanction or administrative penalty imposed by a discipline committee, professional order or administrative court of Canada or a foreign jurisdiction in the last ten ears related to any professional misconduct,

Yes  No

Details: \_\_\_\_\_

(d) Is or has ever been the subject of a bankruptcy or insolvency proceeding, or

Yes  No

Details: \_\_\_\_\_

(e) Is a director, officer, founder or control person of a person or company that is or has been subject to a proceeding described in paragraph (a), (b), (c) or (d) above.

Yes  No

Details: Lawrence Hay became a director of Spey Resources Corp. (CSE: SPEY) on December 13, 2021. On August 27, 2021, Spey Resources Corp. became subject to a Cease Trade Order issued by the British Columbia Securities Commission for failure to file certain required records related to a transaction undertaken by the company. The CTO remains in effect as of the date of this offering document.

#### Item 5 CROWDFUNDING DISTRIBUTION

5.1 Name of Funding Portal: Ascenta Opportunities  
Name of Registered Dealer: Ascenta Finance Corp.

5.2 This offering document is available in the following jurisdictions:

BC  Alberta  Saskatchewan  Manitoba  Ontario

5.3 Information regarding Crowdfunding distribution:

(a) Date by which the issuer must have raised the minimum offering amount for the closing of the distribution: March 31, 2022

(b) Date and description of amendments made to this offering document (if any):

Date: N/A

Details: N/A

5.4 Type of eligible securities being offered:

Common shares

Non-convertible preference shares

Securities convertible into common shares (Class A common share purchase warrants)

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- Securities convertible into non-convertible preference shares
  - Non-convertible debt linked to a fixed interest rate
  - Non-convertible debt linked to a floating interest rate
  - Limited partnership units
  - Shares in the capital of an association.  
Specify type of shares (eg membership, investment, preference, etc) \_\_\_\_\_

5.5 The securities offered have the following rights, restrictions and conditions

- Voting rights (Class A common shares only; not warrants)
- Dividends or interests  
(Describe any right to receive dividends or interest) \_\_\_\_\_
- Rights on dissolution
- Conversion rights  
(Describe what each security is convertible into)      Each warrant may be exercised for one Class A common share at an exercise price of \$0.35 for two years from the closing date
- Tag-along rights
- Drag-along rights
- Pre-emptive rights
- Other  
(Describe what each security is convertible into) \_\_\_\_\_

5.6 Description of any other material restrictions or conditions that attach to the eligible securities being offered:

UNLESS AND UNTIL THE ISSUER BECOMES A PUBLIC CORPORATION, TRANSFERS OF SECURITIES OF THE ISSUER ARE SUBJECT TO THE CONSENT OF THE DIRECTORS OF THE ISSUER, AND THE DIRECTORS ARE NOT REQUIRED TO GIVE ANY REASON FOR REFUSING TO CONSENT TO ANY SUCH TRANSFER. IN ADDITION, SECURITIES OF THE ISSUER MAY BE SUBJECT TO AN INDEFINITE HOLD PERIOD IN ACCORDANCE WITH APPLICABLE SECURITIES LAWS.

5.7 Offering Details:

	Total Amount (\$)	Total number of securities issued
Minimum offering amount	\$75,000	375,000
Maximum offering amount	\$750,000	3,750,000
Price per securities	\$0.20	

The Offering is part of a larger fundraising, utilizing other prospectus exemptions, to raise up to \$1,000,000 (subject to over-allotment).

5.8 Minimum investment amount per purchaser	\$	<u>200.00</u>
Maximum investment amount per purchaser	\$	<u>2,500.00</u>

5.9 **The minimum offering amount stated in this offering document may be satisfied with funds that are unconditionally available to Oberon Uranium Corp. that are raised using other prospectus exemptions.**

**Item 6 USE OF FUNDS**

6.1 DETAILS OF FUNDS PREVIOUSLY RAISED BY THE ISSUER

(a) Amount of funds previously raised: \$ 282,000

(b) How funds were raised: Private placement

(c) If funds were raised by issuing securities, provide the prospectus exemption relied upon by the issuer:  
Private issuer exemption (section 2.4 of NI 45-106 – Prospectus Exemptions)

(d) Details of the use of funds from previously raised  
Approximately \$100,000 of the funds was used in connection with the Letter Agreement.  
\$30,000 of the funds was used for the option payment under the Option Agreement.  
The remaining funds will be used for general working capital.

6.2 USE OF PROCEEDS FROM THIS CROWDFUNDING DISTRIBUTION

(a)

Description of intended use of funds listed in order of priority	Assuming minimum offering amount	Assuming maximum offering amount
Exploration Work Expenditures on the Lucky Boy Property	\$71,250	\$75,000
Cash Commission	\$3,750	\$37,500
Go-Public Transaction	Nil	\$75,000
General Working Capital	Nil	\$562,500
<b>Total</b>	<b>\$75,000</b>	<b>\$750,000</b>

(b) The Use of Proceeds for the full \$1,000,000 fundraising will be as follows:

Description of intended use of funds listed in order of priority	Assuming maximum offering amount
Exploration Work Expenditures on the Lucky Boy Property	\$100,000
Cash Commission	\$50,000
Go-Public Transaction	\$100,000
General Working Capital	\$750,000
<b>Total</b>	<b>\$1,000,000</b>

**Item 7 PREVIOUS CROWDFUNDING DISTRIBUTIONS**

7.1 Has the issuer group, each founder, director, officer and/or control person of the issuer group been involved in a crowdfunding distribution over the past five years?

Yes  No

If yes, provide the following detail for each crowdfunding distribution:

Full legal name of issuer	Name of funding portal	Results of Distribution					
		Successfully closed	Date	Withdrawn by issuer	Date	Minimum Offering Amount not reached	Date

**Item 8 COMPENSATION PAID TO FUNDING PORTAL**

Administrative Fees:

Due Diligence Review	\$	NIL
Onboarding	\$	NIL
Closing	\$	NIL
Other	\$	200.00/ hr

For any additional administrative support that the issuer requests

Transaction Fees (contingent upon Minimum Offering threshold being met):



Cash Commission:

FIVE (5) % Gross proceeds raised

OR

\$25 per individual investor + \$100 per non-individual investors  
(whichever amount is greater)

Non-Cash Commission:

That number of compensation options of the issuer equal to

EIGHT (8) % of the gross securities issued via the Crowdfunding Portal. A compensation option means an option entitling the holder to purchase the same securities being offered under the crowdfunding distribution for a period of 24 months from the issuance date of the compensation option.

## Item 9 RISK FACTORS

### 9.1 (a) Risks Specific to Crowdfunding

- (I) **Risk of Loss** – This is a risky investment. You may lose all the money you pay for this investment.
- (II) **No Income** – You may not earn any income, such as dividends or interest, on this investment.
- (III) **Liquidity Risk** – You may never be able to sell this investment.
- (IV) **Lack of Information** – You may not be provided with any ongoing information about the issuer and/or this investment.
- (V) **No approvals** – This investment has not been reviewed or approved in any way by a securities regulator.
- (VI) **Limited Legal Rights** – You will not have the same rights as if you purchased securities under a prospectus or through stock exchange.

### (b) General Risk

There are certain risks inherent in an investment in the Securities and in the activities of the issuer which investors should carefully consider before investing in the Securities. The following is a summary only of some of the risk factors. Prospective purchasers should review the risks relating to an investment in the Securities with their legal and financial advisors. The issuer advises that prospective purchasers should consult with their own independent professional legal, tax, investment and financial advisors before purchasing the Securities in order to determine the appropriateness of this investment in relation to their financial and investment objectives and in relation to the tax consequences of any such investment. In addition to the factors set forth elsewhere in this offering document, prospective purchasers should consider the following risks before purchasing the Securities. Any or all of these risks, or other as yet unidentified risks, may have a material adverse effect on the issuer's business and/or the return to the purchasers.

### (c) Investment Risk

- (I) **Securities are Speculative** – The Securities offered hereunder must be considered highly speculative and an investment in such securities involves a high degree of risk. A potential subscriber should carefully consider the following risk factors in addition to the other information contained in this memorandum before purchasing securities. Due to the nature of the business and the present stage of development of the business, the issuer may be subject to significant risks. The issuer's actual operating results may be very different from those expected as at the date of this offering document, in which event the value of the Securities could decline and a subscriber may lose all or a part of his or her investment. The risk factors outlined below are not a definitive list of all risk

factors associated with an investment in the Securities offered hereunder and investors are cautioned that they may lose their entire investment.

- (II) **Restrictions on Transfers – No Public Market** - There is presently no public market for the Securities. The Securities are subject to substantial restrictions on transfer under securities laws and the corporate articles of the issuer. Accordingly, the Securities may not be resold or otherwise transferred, except in accordance with securities laws or the corporate articles of the issuer.

Although the issuer has indicated that it intends to list on a recognized exchange by the end of Q2 2022 which would provide a public market for the Securities, there is no guarantee that the issuer will list on a securities exchange within the anticipated timeframe or at all.

- (III) **Value of Securities** - The price set out under this crowdfunding distribution for the Securities is determined by management of the issuer and may not bear any relationship to earning, book value and/or other valuation criteria.
- (IV) **Tax Matters** - The return on a subscriber's investment is subject to changes in Canadian Federal and Provincial tax laws, as well as any other tax laws applicable to the shareholders. There can be no assurance that tax consequences to subscribers will remain the same as they are as at the date of this offering document.
- (V) **Dilution** - After completion of the Offering, existing shareholders may have their interests diluted. The exercise of any outstanding warrants or convertible securities shall also have a dilutive effect on the interests of purchasers of the Securities. Moreover, in the event the issuer requires additional equity financing pursuant to the Securities offered under the Offering, purchasers of the additional Securities may experience further dilution to the extent that such Securities may be issued for a value less than the price paid for the Securities in this Offering. The issuer is also planning on establishing an employee stock option plan which will contribute to the dilution of the existing shareholdings.

(d) **Issuer Risk**

- (I) **No Assurance** – There is not guarantee that the issuer will achieve its stated business objectives.
- (II) **Growth Risk** – The issuer may be subject to growth related risks including capacity constraints and pressure on its internal systems and controls. The ability of the issuer to manage growth effectively will require it to continue to implement and improve its operations and to expand its employee base. The inability of the issuer to deal with potential growth could have a material adverse impact on its business, operating results, financial condition or profitability. Any expansion of the issuer's operations will include risk and may negatively impact the profitability of the issuer. Consequently, shareholders must assume the risk that such expansion may ultimately involve expenditures of funds beyond the resources available to the issuer and/or that the issuer's management may not have adequate time or attention to manage the issuer's

expended operations. These factors may have a material adverse effect on the issuer's present and prospective business activities.

- (III) **Further Need for Financing** – The issuer may have to sell additional securities including, but not limited to, shares or some form of convertible security, the effect of which will result in a dilution of the equity interest of any existing shareholders. The issuer may also need to raise capital by incurring long term or short-term indebtedness in order to fund its business objectives which could result in increased interest expense or decreased net income. Investors are cautioned that there can be no assurance as to the terms of such financing and whether such financing will be available. Moreover, the issuer's corporate articles do not limit the amount of indebtedness that the issuer may incur. The level of the issuer's indebtedness could impair its ability to obtain additional financing in the future on a timely basis to take advantage of business opportunities that may arise.
- (IV) **Growth Stage of Business Risks** – The issuer's proposed operations are subject to all business risks associated with growing an enterprise. The likelihood of the issuer's success must be considered in light of the problems, expenses, difficulties, complications and delays frequently encountered in connection with the expansion of a business, operation in a competitive industry and the development of a customer base. There is a possibility that the issuer could sustain losses into the future. If the issuer is unable to generate revenues or profits, investors might not be able to realize returns on their investment or prevent loss of their investment.
- (V) **Forward-Looking Statements** – Purchasers are cautioned to not place undue reliance on forward-looking statements and information. By their nature, forward-looking statements and information involve numerous assumptions, known and unknown risks and uncertainties, of both a general and specific nature that could cause actual results to differ materially from those suggested by the forward-looking statements and information or contribute to the possibility that predictions, forecasts or projections will prove to be materially inaccurate.
- (VI) **Competition Risk** – If the issuer fails to compete effectively against larger, more established companies with greater resources, then its business may suffer. There can be no assurance that the issuer's current or future products or services and the results of the issuer's ongoing expansion efforts and new products or services will result in new customers or revenue. Increased competition may result in price reductions, reduced gross margins and loss of market share, any of which could materially and adversely affect the issuer's business. The issuer may not be able to compete successfully against current and future competitors and the failure to do so would harm the issuer's business.
- (VII) **Litigation Risk** – The issuer may be subject to litigation arising out of its operations. Damages claimed under such litigation may be material and the outcome of such litigation may materially impact the issuer's respective operations and the value of the Securities. While the issuer will assess the merits of any lawsuits and defend such lawsuits accordingly, the issuer may be required to incur significant expense or devote significant financial resources and/or management time and attention to such defenses.

In addition, the adverse publicity surrounding such claims may have a material adverse effect on the issuer's operations.

- (VIII) **General Economic Conditions Risk** – The financial success of the issuer may be sensitive to adverse changes in general economic conditions in Canada and the United States of America, such as war, terrorist attacks, recession, inflation, labour disputes, demographic changes, weather or climate changes, unemployment and interest rates. There is no assurance that the issuer will be successful in marketing any of its products or that the revenues from the sale of such products will be significant. Consequently, the issuer's financial results may vary by quarter and experience fluctuation.
  
- (IX) **Mineral Exploration Risk** – The issuer is an exploration stage company, and the Properties are at an early stage of exploration. The mineral exploration business is very speculative. Mineral exploration involves a high degree of risk, which even a combination of experience, knowledge and careful evaluation may not be able to avoid. Few properties that are explored are ultimately developed into producing mines. Unusual or unexpected formations, formation pressures, fires, power outages, labour disruptions, flooding, explosions, cave-ins, landslides and the inability to obtain adequate machinery, equipment and/or labour are some of the risks involved in mineral exploration activities. The issuer has relied on and may continue to rely on consultants and others for mineral exploration expertise. Substantial expenditures are required to establish mineral reserves and resources through drilling, to develop metallurgical processes to extract the metal from the material processed and to develop the mining and processing facilities and infrastructure at any site chosen for mining. There can be no assurance that commercial or any quantities of ore will be discovered. There is also no assurance that even if commercial quantities of ore are discovered, that the Properties will be brought into commercial production or that the funds required to exploit any mineral reserves and resources discovered by the issuer will be obtained on a timely basis or at all. The commercial viability of a mineral deposit once discovered is also dependent on a number of factors, some of which are the particular attributes of the deposit, such as size, grade and proximity to infrastructure, as well as metals prices. Most of the above factors are beyond the control of the issuer. There can be no assurance that the issuer's mineral exploration activities will be successful. In the event that such commercial viability is never attained, the issuer may seek to transfer its interests in the Properties or otherwise realize value or may even be required to abandon its business and fail as a "going concern".
  
- (X) **Title Risk** – The issuer cannot guarantee that title to the Properties will not be challenged. Title insurance is generally not available for mineral properties and the issuer's ability to ensure that it has obtained secure claim to individual mineral properties or mining concessions may be severely constrained. The Properties may be subject to prior unregistered agreements, transfers or claims, and title may be affected by, among other things, undetected defects. The issuer has not conducted surveys of all of the claims in which it holds direct or indirect interests. A successful challenge to the precise area and location of these claims could result in the issuer being unable to operate on its Properties as permitted or being unable to enforce its rights with respect to its Properties.

- (XI) **Letter Agreement** – The Letter Agreement provides that the issuer must meet a number of obligations over certain time periods to successfully exercise the option and acquire an interest in the Lucky Boy Property. If the issuer fails to meet those obligations in a timely fashion, the issuer will not acquire an interest in the Lucky Boy Property.
  - (XII) **Fluctuations in Metal Prices** – Factors beyond the issuer’s control may affect the marketability of metals discovered, if any. Metal prices have fluctuated widely, particularly in recent years. The effect of these factors on the issuer’s exploration activities cannot be predicted. For example, metal prices are affected by numerous factors including central bank sales, producer hedging activities, the relative exchange rate of the U.S. dollar with other major currencies, global and regional demand and political and economic conditions. Worldwide metal production levels also affect metal prices.
- (e) **Other Risk**
- (I) **COVID 19** – Since March, 2020, the world has been subject to a global pandemic due to COVID-19. The global spread of COVID-19 has created significant worldwide operation and economic volatility, uncertainty and disruption. The extent to which COVID-19 will impact the Company’s ability to raise the required capital to implement its proposed plans, as well as continue with its sales and marketing efforts, depends on certain developments including but not limited to the duration and spread of COVID-19 and associated variants, impact on the Company’s customers and sales cycles and the Company’s ability to attract capital, all of which is uncertain, rapidly changing and cannot be accurately predicted. Management is uncertain of the effects of these changes on its risks and there is uncertainty about the duration and potential impact of COVID-19 on the Company’s operations.

9.2 **The issuer does not currently have the financial resources to, if applicable, pay interest, dividends or distributions to investors. There is no assurance that the issuer will ever have the financial resources to do so.**

#### **Item 10: REPORTING OBLIGATIONS**

10.1 The issuer will be required to file a copy of this 45-110F1 – Offering Document and a Form 45-106F1 – Report of Exempt Distribution upon the completion of this crowdfunding distribution with the British Columbia Securities Commission as well as with the Securities Commission in any jurisdiction where investors in this crowdfunding distribution are resident and/or on the System for Electronic Document Analysis and Retrieval (“SEDAR”). Reports of Exempt Distribution filed with the British Columbia Securities Commission can be viewed at [www.bcsc.bc.ca](http://www.bcsc.bc.ca) and documents filed on SEDAR can be viewed at [www.sedar.com](http://www.sedar.com).

The issuer intends to provide periodic updates to its investors via email.

10.2 The issuer is not a “reporting issuer” in any jurisdiction in Canada.

As a corporation formed under the *Business Corporations Act* (British Columbia), the issuer is required to provide shareholders with financial statements and any further information respecting to the financial position of the issuer and the results of its operations as may be required by the *Business Corporations Act* (British Columbia).

**Item 11: RESALE RESTRICTIONS**

The securities you are purchasing are subject to a resale restriction. You might never be able to resell the securities.

**Item 12: PURCHASERS' RIGHTS**

**12.1 RIGHTS OF ACTION IN THE EVENT OF A MISREPRESENTATION**

If there is a misrepresentation in this offering document, you have a right:

- a) to cancel your agreement with Oberon Uranium Corp.  
to buy these securities, or
- b) to damages against Oberon Uranium Corp.  
and may, in certain jurisdictions, have the statutory right to damages from other persons.

These rights are available to you whether or not you relied on the misrepresentation. However, there are various circumstances that limit your rights. In particular, your rights might be limited if you knew of the misrepresentation when you purchased the securities.

If you intend to rely on the rights described in paragraph (a) or (b) above, you must do so within strict time limitations.

**Two-day cancellation right:**

You may cancel your agreement to purchase these securities. To do so, you must send a notice to the funding portal not later than midnight on the second business day after you enter into the agreement. If there is an amendment to this offering document, you can cancel your agreement to purchase these securities by sending a notice to the funding portal not later than midnight on the second business day after the funding portal provides you notice of the amendment.

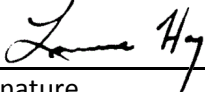
**Item 13: DATE AND CERTIFICATE**

13.1 This offering document does not contain a misrepresentation.

13.2 **CERTIFICATE OF THE ISSUER**

**I, Lawrence Hay, director of the issuer, acknowledge that I am signing this document electronically and agree that this is the legal equivalent of my handwritten signature.**

Date of Signature: January 31, 2022



\_\_\_\_\_  
Signature

Name of Person Signing LAWRENCE HAY

Title of Person Signing DIRECTOR