

FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES **(or securities convertible or exchangeable into listed securities¹)**

Please complete the following:

Name of CNSX Issuer: WESTERN URANIUM CORPORATION (the "Issuer").

Trading Symbol: WUC.

Date: January 3, 2017.

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: December 28, 2016.

Issued and Outstanding Securities of Issuer Prior to Issuance: 17,875,547.

Date of News Release Announcing Private Placement: N/A.

Closing Market Price on Day Preceding the Issuance of the News Release: N/A

(The Issuer was granted price protection by the CSE on December 7, 2016 based on the December 6, 2016 closing price of CAD\$1.26 per share)

1. Private Placement (if shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition), proceed to Part 2 of this form)

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN\$)	Conversion Price (if Applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed (Prior to Completion of Private Placement)	Payment Date(1) ^(*)	Describe relationship to Issuer (2)
Palisade Global Investments Ltd. Belize City, Belize	200,000	\$1.20	N/A	Foreign subscriber	88,235	December 30, 2016	N/A

Ruthless Industries LTD AB, Canada	17,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 30, 2016	N/A
Coquitlam Family Chiropractic B.C., Canada	16,700	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	6,000	December 30, 2016	N/A
D. Zook Pennsylvania, USA	85,000	\$1.20	N/A	Securities Act of 1933, s.4(2) (USA)	N/A	December 30, 2016	N/A
F. A Savage New York, USA	120,000	\$1.20	N/A	Securities Act of 1933, s.4(2) (USA)	380,000	December 19, 2016	N/A
R. D'Angela ON, Canada	40,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 22, 2016	N/A
D. Reynolds AB, Canada	12,500	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	14,700	December 30, 2016	N/A
P. Jelec ON, Canada	37,500	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 23, 2016	N/A
G. Blaha ON, Canada	12,500	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 23, 2016	N/A
S. Wright Huntsville, UT	50,000	\$1.20	N/A	Securities Act of 1933, s.4(2) (USA)	N/A	December 30, 2016	N/A
K. Myland B.C., Canada	10,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A
N. Selby B.C., Canada	20,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A
S. Selby B.C., Canada	40,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A

T. Christy B.C., Canada	25,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A
B. Hicks B.C., Canada	20,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A
A. Lepik B.C., Canada	30,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A
A. Groundwater B.C., Canada	10,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A
G. Groundwater B.C., Canada	10,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A
17 Capital Corp B.C., Canada	50,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A
Buron Holdings B.C., Canada	90,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A
H. Addison B.C., Canada	80,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A
R. W. Kettell, III Guatemala City, Guatemala	6,250	\$1.20	N/A	Foreign subscriber	N/A	December 29, 2016	N/A
A. Kuznecov B.C., Canada	10,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A
D. Friss B.C., Canada	5,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A

M. Kuznecov B.C., Canada	8,500	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A
P. Sobieski B.C., Canada	5,000	\$1.20	N/A	NI 45-106 s. 2.3 (Canada)	N/A	December 29, 2016	N/A

(1) Indicate date each placee advanced or is expected to advance payment for securities. Provide details of expected payment date, conditions to release of funds etc. Indicate if the placement funds been placed in trust pending receipt of all necessary approvals.

(2) Indicate if Related Person.

¹An issuance of non-convertible debt does not have to be reported unless it is a significant transaction as defined in Policy 7, in which case it is to be reported on Form 10.

1. Total amount of funds to be raised: Cdn\$1,213,140 .
2. Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. The proceeds of the Private Placement will be used to fund development and regulatory approval of ablation technology, landholding and mine preparation/property evaluation, agreement costs of establishing a relationship with Pinon Ridge Mill, pay the costs of the Company's acquisition of Black Range Minerals Limited, and meet working capital, payable and project, and debt service needs.
3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: N/A .
4. If securities are issued in forgiveness of indebtedness, provide details and attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities.
5. Description of securities to be issued:
 - (a) Class COMMON SHARES .
 - (b) Number 1,010,950 .
 - (c) Price per security Cdn \$1.20 .
 - (d) Voting rights YES .
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued: Each full common share purchase warrant shall entitle the holder (the "Holder") to purchase one common share at the exercise price of Cdn\$2.80 for a term of 5 years from the closing date of the

offering. These warrants are subject to an acceleration clause under which the Issuer may accelerate the expiry date of these warrants if the closing price of the common shares is equal to or greater than C\$4.25 for a period of 15 consecutive trading days. The Issuer may issue a written notice by way of registered mail (an "Acceleration Notice") to the Holder within 30 days of such occurrence, which Acceleration Notice shall advise the Holder that the Holder has 30 days following the delivery date of the Acceleration Notice to exercise the applicable warrants on the original terms, failing which these warrants will expire unexercised and will be cancelled. These warrants will then be exercisable until 30 days after the delivery date of the Acceleration Notice and will thereafter expire and be cancelled. No Acceleration Notice may be given while these warrants are subject to any statutory Canadian or United States hold period.

(a) Number 1,010,950 .

(b) Number of securities eligible to be purchased on exercise of Warrants (or options) 1,010,950 common shares .

(c) Exercise price Cdn\$ 2.80 .

(d) Expiry date Five years after the issuance date or prior to the 30th calendar day from the delivery date of the Acceleration Notice .

7. Provide the following information if debt securities are to be issued: N/A

(a) Aggregate principal amount _____ .

(b) Maturity date _____ .

(c) Interest rate _____ .

(d) Conversion terms _____ .

(e) Default provisions _____ .

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement (including warrants, options, etc.):

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer):

The persons receiving compensation in connection with this private placement are as follows:

- Leede Jones Gable Inc. having its address in Vancouver, Canada;

- PI Financial Corp having its address in Vancouver, Canada;

- Haywood Securities Inc having its address in Vancouver, Canada.

- Altus Securities Inc having its address in Toronto, Canada

The Issuer does not know who are the persons owning or exercising voting control over 20% or more of the voting shares of the above finders.

(b) Cash The fees paid in connection to this private placement are as follows:

- Leede Jones Gable Inc – Cdn\$36,960

- PI Financial Corp – Cdn\$3,336

- Haywood Securities Inc – Cdn\$3,235

- Altus Securities Inc – Cdn\$4,800

(c) Securities The broker warrants issued in connection to this private placement are as follows:

- Leede Jones Gable Inc – 30,800 broker warrants

- PI Financial Corp – 2,780 broker warrants

- Haywood Securities Inc – 2,696 broker warrants

- Altus Securities Inc – 4,000 broker warrants.

These broker warrants are issued on similar terms and conditions with the warrants issued to subscribers in the private placement.

(d) Other N/A .

(e) Expiry date of any options, warrants etc. N/A .

(f) Exercise price of any options, warrants etc. N/A .

9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship

The persons receiving compensation in connection with this private placement are not related to the issuer.

10. Describe any unusual particulars of the transaction (i.e. tax “flow through” shares, etc.).

N/A .

11. State whether the private placement will result in a change of control.

N/A .

12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders. N/A

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13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by Multilateral Instrument 45-102.

2. Acquisition – N/A

1. Provide details of the assets to be acquired by the Issuer (including the location of the assets, if applicable). The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material: _____

2. Provide details of the acquisition including the date, parties to and type of agreement (eg: sale, option, license etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the acquisition without reference to any other material: _____

3. Provide the following information in relation to the total consideration for the acquisition (including details of all cash, securities or other consideration) and any required work commitments:

(a) Total aggregate consideration in Canadian dollars: _____

(b) Cash: _____

(c) Securities (including options, warrants etc.) and dollar value: _____

(d) Other: _____

(e) Expiry date of options, warrants, etc. if any: _____

(f) Exercise price of options, warrants, etc. if any: _____

(g) Work commitments: _____

4. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc).

5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: _____

6. The names of parties receiving securities of the Issuer pursuant to the acquisition and the number of securities to be issued are described as follows:

Name of Party (If not an individual, name all insiders of the Party)	Number and Type of Securities to be Issued	Dollar value per Security (CDN\$)	Conversion price (if applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed by Party	Describe relationship to Issuer ⁽¹⁾

(1) Indicate if Related Person

7. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired: _____ .

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the acquisition (including warrants, options, etc.):

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): _____ .

(b) Cash _____ .

(c) Securities _____ .

(d) Other _____ .

(e) Expiry date of any options, warrants etc. _____ .

(f) Exercise price of any options, warrants etc. _____ .

9. State whether the sales agent, broker or other person receiving compensation in connection with the acquisition is a Related Person or has any other relationship with the Issuer and provide details of the relationship. _____ .
- _____ .
- _____ .

10. If applicable, indicate whether the acquisition is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. _____

_____ .

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.
2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to CNSX that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all CNSX Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 9 Notice of Private Placement is true.

Dated January 3, 2017.

Robert R. Klein
Name of Director or Senior
Officer

/s/ Robert R. Klein _____
Signature

Chief Financial Officer
Official Capacity