

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Reporting Issuer

Uranium One Inc.
Suite 1710, 333 Bay Street
Toronto, Ontario, M5H 2R2

Item 2. Date of Material Change

October 18, 2013

Item 3. Press Release

Date of Issuance: October 18, 2013
Place of Issuance: Toronto, Ontario
Disseminated through: Canada NewsWire

Item 4. Summary of Material Change

Uranium One Inc. completed its going private arrangement transaction, pursuant to which Uranium One Holding N.V. (formerly Effective Energy N.V.), an affiliate of JSC Atomredmetzoloto ("**ARMZ**"), acquired all of the outstanding common shares of Uranium One that it and its affiliates did not previously own, for cash consideration of C\$2.86 per share.

Item 5. Full Description of Material Change

Uranium One Inc. ("**Uranium One**" or the "**Corporation**") completed its going private arrangement transaction, pursuant to which Uranium One Holding N.V. (formerly Effective Energy N.V.), an affiliate of JSC Atomredmetzoloto ("**ARMZ**"), acquired all of the outstanding common shares of Uranium One that it and its affiliates did not previously own, by way of a plan of arrangement under the *Canada Business Corporations Act*.

As a result of this transaction, all of the outstanding shares of Uranium One are now held by affiliates of ARMZ.

Payment of the cash consideration of C\$2.86 per share for the shares acquired pursuant to the arrangement will be made by the depositary, Computershare Investor Services Inc. (in Canada) and Computershare Investor Services (Proprietary) Limited (in South Africa).

The common shares of the Corporation were de-listed from the Toronto Stock Exchange at the close of business on October 21, 2013 and from the JSE Ltd stock exchange at the close of business on October 22, 2013.

Within 30 days of the completion of the arrangement, the Corporation intends to make an offer to purchase the \$259,985,000 aggregate principal amount of its convertible unsecured subordinated debentures due March 13, 2015 as required by the terms of the debentures.

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

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

Anton Jivov
Vice-President, Corporate Affairs

Telephone: (647) 788-8461
Facsimile: (647) 788-8501

Item 9. Date of Report

October 23, 2013

SCHEDULE "A"

PRESS RELEASE OF OCTOBER 18, 2013

News Release

October 18, 2013

Uranium One Closes Going Private Transaction

Toronto, Ontario – Uranium One Inc. ("Uranium One" or the "Corporation") today announced the closing of its going private arrangement transaction, pursuant to which Uranium One Holding N.V. (formerly Effective Energy N.V.), an affiliate of JSC Atomredmetzoloto ("ARMZ"), acquired all of the outstanding common shares of Uranium One that it and its affiliates did not previously own.

Payment of the cash consideration of C\$2.86 per share for the shares acquired pursuant to the arrangement will be made by the depositary (contact information below).

Shareholders who hold their common shares through a broker or other intermediary may contact that broker or other intermediary for instructions and assistance in receiving the consideration for their shares. Shareholders who hold their common shares in certificated form are required to complete and sign a letter of transmittal (form of surrender for shareholders in South Africa) and deliver it, together with their share certificates and the other required documents to the depositary. Further information concerning these processes is outlined in the Corporation's management information circular dated February 8, 2013, a copy of which is available, along with the letter of transmittal and form of surrender, under the Corporation's profile at www.sedar.com and on the Corporation's web site at www.uranium1.com/index.php/en/investor/financial-reports-and-filings/regulatory-filings.

Any questions regarding the cash consideration, including any request for another letter of transmittal or form of surrender, should be directed to the depositary, Computershare Investor Services Inc., at its North American toll-free number: 1-800-564-6253; or (for South African shareholders) Computershare Investor Services (Proprietary) Limited, at its South African number: 086-110-0634 or +27-11-370-5000.

With the completion of the plan of arrangement, it is expected that the common shares of the Corporation will be de-listed from the Toronto Stock Exchange at the close of business on October 21, 2013 and from the JSE Ltd stock exchange on October 22, 2013.

Within 30 days the Corporation intends to make an offer to purchase the \$259,985,000 aggregate principal amount of its convertible unsecured subordinated debentures due March 13, 2015 as required by the terms of the debentures.

About Uranium One

Uranium One is one of the world's largest uranium producers with a globally diversified portfolio of assets located in Kazakhstan, the United States, Australia and Tanzania. As a result of the arrangement, ARMZ and its affiliates now own 100% of the outstanding common shares of Uranium One.

For further information, please contact:

Chris Sattler
Chief Executive Officer
Tel: +1 647 788 8500

Anton Jivov
Vice President, Corporate Affairs
Tel: +1 647 788 8461

Cautionary Statement

No stock exchange, securities commission or other regulatory authority has approved or disapproved the information contained herein.

Forward-looking statements:

This press release contains "forward-looking statements" within the meaning of applicable securities laws that are intended to be covered by the safe harbours created by those laws, including statements that use forward-looking terminology such as "may", "will", "expect", "anticipate", "believe", "continue", "potential", or the negative thereof or other variations thereof or comparable terminology. Such forward-looking statements may include, without limitation, statements regarding the completion of the proposed repurchase of debentures and other statements that are not historical facts. While such forward-looking statements are expressed by Uranium One, as stated in this release, in good faith and believed by Uranium One to have a reasonable basis, they are subject to important risks and uncertainties which could cause actual results to differ materially from future results expressed, projected or implied by the forward-looking statements. As a result of these risks and uncertainties, the results or events predicted in these forward-looking statements may differ materially from actual results or events. These forward-looking statements are not guarantees of future performance, given that they involve risks and uncertainties. Uranium One is not affirming or adopting any statements made by any other person in respect of the proposed repurchase and expressly disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except in accordance with applicable securities or to comment on expectations of, or statements made by any other person in respect of the proposed transaction. Investors should not assume that any lack of update to a previously issued forward-looking statement constitutes a reaffirmation of that statement. Reliance on forward-looking statements is at investors' own risk.

For further information about Uranium One, please visit www.uranium1.com.