

# URANIUM LIMITED

## INDEPENDENT REVIEW COMMITTEE

### 2009 ANNUAL REPORT TO SHAREHOLDERS

#### Change of Name

The Company was previously named Nufcor Uranium Limited.

Following the termination on 24 June 2009 of the advisory services agreement among Nufcor Uranium Limited, Nufcor International Limited (“**NIL**”) and Nufcor Capital Limited (“**NCL**”), originally entered into on 18 July 2006 and amended and restated on 2 May 2007 and further amended and restated on 15 August 2007, the Company was contractually obliged to change its corporate name to a name that does not include the name “Nufcor” or any name that is intended or which is reasonably likely to be confused or associated with it.

Consequently, the Company changed its name to Uranium Limited by special resolution dated 17 September 2009.

#### Business of the Company

Uranium Limited (the “**Company**”) is a closed-ended investment company created to invest substantially all of its assets in Uranium. The Company provides investors with the opportunity to invest in Uranium and obtain investment exposure to the price of Uranium in a manner that does not directly or indirectly include all of the risks associated with investment in companies that explore for, mine and process uranium. The investment objective of the Company is to achieve long-term capital appreciation by buying and holding Uranium Assets in duly licensed facilities, which are located in Canada, France, the United States, South Africa, Germany, the Netherlands and the United Kingdom. The Company’s investment strategy is to acquire long-term holdings of Uranium and not to actively trade or speculate with regard to short-term changes in the price of Uranium.

The Company does not have an external investment manager. The Company, through its Board of Directors, manages the investment activities of the Company. As noted above, the Company had previously engaged an adviser to provide the Board of Directors with advice with respect to certain matters. Going forward, the Company may engage, on a case-by-case basis, companies which may identify commercially attractive opportunities for the Company to acquire, sell and lend Uranium and advise the Company on the terms of any such acquisition, sale or loan, as the case may be.

The outstanding Ordinary Shares of the Company are currently admitted to trading under the trading symbol UML on AIM, a market operated by London Stock Exchange plc (“**AIM**”) and on the Toronto Stock Exchange (the “**TSX**”). The Company was admitted to AIM on July 21, 2006. The Ordinary Shares of the Company were listed on the TSX on December 30, 2008.

#### Independent Review Committee

*National Instrument 81-107-Independent Review Committee for Investment Funds* (“**NI 81-107**”) requires all publicly offered investment funds, such as the Company, to establish an IRC to whom the Company’s service providers engaged from time to time in the Company’s investment strategies must refer all conflicts of interest matters for review or approval. The Company established an IRC from the qualified independent members of its Board of Directors on 19 December, 2008 that became operative on December 30, 2008. Messrs. Travis, Scott and Bonney comprise the IRC. The IRC has adopted a mandate establishing protocols dictating that the IRC must provide a recommendation or approval of transactions in which there is a conflict of interest between the Company and its service providers engaged from time to time in the Company’s investment strategies, and as between the

Company and any individual members of the Board of Directors as contemplated in NI 81-107. All fees and expenses of the IRC will be paid by the Company. The IRC members do not receive any remuneration in connection with their service on the IRC.

### Reporting Period

Unless stated otherwise, the information disclosed in this report covers the period from December 30, 2008 to the end of the financial year on 30 June, 2009.

### Members of the IRC

The following table sets out, for each of the members of the IRC, the person's name, municipality of residence, position with the Company and principal occupation. There were no changes in the composition of the IRC during the period and there are no relationships that would cause a reasonable person to question a member's independence.

Name & Municipality of Residence	Position with the Company	Appointment Date to the IRC	Principal Occupation	Ordinary Shares Owned
William Scott <sup>(1)(2)(3)</sup> St. Peter Port, Guernsey	Director; Chairman of IRC and Audit Committee	December 19, 2008	Non-Executive Director	Nil
Michael Travis <sup>(1)(2)(3)</sup> London, United Kingdom	Director; Chairman of Service Provider Appointment Committee	December 19, 2008	Non-Executive Director	Nil
Peter Bonney <sup>(1)(3)(4)</sup> New York, U.S.	Director	December 19, 2008	Partner, QVT Financial LP <sup>(5)</sup>	11,837,535 (29%) Ordinary Shares held by QVT Financial LP

Notes:

- (1) Independent director.
- (2) Member of the Audit Committee.
- (3) Member of the Service Provider Appointment Committee.
- (4) Mr. Bonney is a partner and portfolio manager of QVT Financial LP, which, as of the date hereof, is the Company's largest shareholder.
- (5) QVT Financial LP is a New York based multi-strategy hedge fund manager.

The Chairman of the IRC is William Scott. None of the members of the IRC are members of an IRC for any other Investment Fund.

### Conflict of Interest Matters

During the period in which NIL and NCL acted as adviser and custodian to the Company respectively, no conflict of interest matters were identified and referred to the IRC.

The Annual Report of the IRC is available on the Company's Internet site at [www.uraniumlimited.com](http://www.uraniumlimited.com) or at the shareholders' request at no cost, by contacting the Company at [enquiries@uraniumlimited.com](mailto:enquiries@uraniumlimited.com).