

FORM 51-102F3  
MATERIAL CHANGE REPORT

Item 1            **Name and Address of Company**

Talmora Diamond Inc.  
6 Willowood Court  
Toronto, Ontario  
M2J 2M3

Item 2            **Date of Material Change**

March 5, 2012

Item 3            **News Release**

The press release was released over Marketwire on March 5, 2012

Item 4            **Summary of Material Change**

The material change is described in the press release

Item 5            Full Description of Material Change  
**TALMORA DIAMOND ANNOUNCES EQUITY FINANCING  
TO RAISE UP TO \$200,000**

The material change is described in the press release

Item 6            **Reliance of subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

Item 7            **Omitted Information**

Not applicable.

Item 8            **Executive Officer**

Raymond Davies  
President & CEO  
Talmora Diamond Inc.  
Telephone 416-491-6771

Item 9            **Date of Report**

March 5, 2012