

**Tosca Mining Corporation**  
#400-409 Granville Street,  
Vancouver, BC, Canada, V6C 1T2  
604-687-6562 Ph. 604-678-2532 Fx.

February 4, 2013

## **MATERIAL CHANGE REPORT**

### **Item 1: Name and Address of Company**

Tosca Mining Corp.  
#400, 409 Granville St.,  
Vancouver, BC, V6C 1T2

### **Item 2: Date of Material Change**

January 28, 2013

### **Item 3: News Release**

On January 28, 2013, Tosca Mining Corp. (the "**Company**") issued a news release through the facilities of FSC Wire Service.

### **Item 4: Summary of Material Change**

Tosca Mining Corporation announces that it will not be proceeding with its option agreement on the Red Hills Molybdenum/Copper project, located in Presidio County, Texas.

An evaluation of the results of a draft preliminary economic assessment (PEA) under various capital and development scenarios indicated that the project was not-viable at the current price of molybdenum. For this reason, the Company decided it was not prudent to expend any further exploration or engineering funds on the project.

The Company is currently reviewing various options, including opportunities in the precious metals sector.

### **Item 5: Full Description of Material Change**

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

Not applicable.

**Item 7: Omitted Information**

Not applicable.

**Item 8: Executive Officer**

The following senior officer of the Company is knowledgeable about the material change and this report:

Ron Shenton  
President

**Item 9: Date of Report  
February 4, 2013**

On Behalf of the board of directors,  
"Ron Shenton"

For further information, please visit the company's website at [www.toscamining.com](http://www.toscamining.com) or call 604-687-6562. Email [info@toscamining.com](mailto:info@toscamining.com)

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*Statements in this press release, other than purely historical information, including statements relating to the Company's future plans and objectives or expected results, may include forward-looking statements. Forward-looking statements are based on numerous assumptions and are subject to all of the risks and uncertainties inherent in resource exploration and development. As a result, actual results may vary materially from those described in the forward-looking statements*