

Form 51-102F3
Material Change Report

1. Name and Address of Company

TOSCA MINING CORP.
Suite 400, 409 Granville St.
Vancouver, BC V6C 1T2
(the “Company”)

2. Date of Material Change

March 3, 2011

3. News Release

News release was issued on March 3, 2011 and disseminated via Stock Watch and Bay Street News pursuant to section 7.1 of National Instrument 51-102.

4. Summary of Material Change

Tosca Mining Corporation reports that Dr. Sadek E. El-Alfy PhD, (Mining), BSC (Eng.) has been appointed Chairman and CEO of the Company. Dr. El-Alfy replaces Ron Shenton as CEO and Mr. Shenton will continue to act as President of the Company.

Dr. Sadek El-Alfy is a professional Mining Engineer with 35 years experience in Underground as well as Open Pit mining operations on several continents. More recently he was COO at Creston Moly Corp. where he was instrumental in preparing the Pre-Feasibility and Environmental Impact Studies for a large scale Moly deposit in Northern Mexico. Prior to that he was Vice President of Mining Operations for Crystallex International Corporation over a period of 12 years during which, he was also responsible for the completion of Feasibility Studies and Environmental Impact Studies for major mining projects in two South American countries. Prior to his involvement in South American operations, Dr. El-Alfy was in charge of Mining and Concentrating operations at several locations in Canada including General Manager of the Mining and Concentrating facilities in Labrador for The Iron Ore Company of Canada, and General Manager of the Pamour Group of mines in Timmins, Ontario. Dr. El-Alfy is fluent in English, French and Spanish. The Company has arranged a non-brokered private placement of up to 10 million units at a price of 35 cents per unit to raise gross proceeds of up to \$3,500,000. Each unit consists of one common share and one non-transferable share purchase warrant, with each warrant to entitle the holder to purchase one common share for a period of one year at a price of 45 cents per share.

Tosca Mining Corporation intends to utilize the proceeds of this private placement toward the development of the company's mineral properties.

The private placement is subject to the acceptance of the TSX Venture Exchange.

5. Full Description of Material Change

News Release dated March 3, 2011

Tosca appoints new Chairman & CEO

Tosca Mining Corporation (TSQ.V) (TQ4.FSE) reports that Dr. Sadek E. El-Alfy PhD, (Mining), BSC (Eng.) has been appointed Chairman and CEO of the Company. Dr. El-Alfy replaces Ron Shenton as CEO and Mr. Shenton will continue to act as President of the Company.

Dr. Sadek El-Alfy is a professional Mining Engineer with 35 years experience in Underground as well as Open Pit mining operations on several continents. More recently he was COO at Creston Moly Corp. where he was instrumental in preparing the Pre-Feasibility and Environmental Impact Studies for a large scale Moly deposit in Northern Mexico. Prior to that he was Vice President of Mining Operations for Crystallex International Corporation over a period of 12 years during which, he was also responsible for the completion of Feasibility Studies and Environmental Impact Studies for major mining projects in two South American countries. Prior to his involvement in South American operations, Dr. El-Alfy was in charge of Mining and Concentrating operations at several locations in Canada including General Manager of the Mining and Concentrating facilities in Labrador for The Iron Ore Company of Canada, and General Manager of the Pamour Group of mines in Timmins, Ontario. Dr. El-Alfy is fluent in English, French and Spanish.

“I look forward to working with our technical and operations team and to bring to bear our Copper, Moly and Gold projects experience to Tosca’s most recent acquisitions.” states Dr. El- Alfy.

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On Behalf of the board of directors,

“Ron Shenton”

Ron Shenton, President

For further information, please visit the company’s website at www.toscamining.com or call 604-687-6562. Email info@toscamining.com

The TSX Venture Exchange (TSX Venture)) has not reviewed and does not accept responsibility for the adequacy or accuracy of the contents of this news release, which has been prepared by management.

6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

No information has been omitted.

8. Executive Officer

Mr. Ron Shenton, President of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 825-2995.

9. Date of Report

This report is dated March 7, 2011.