

51-102F3
MATERIAL CHANGE REPORT

Item 1: Reporting Issuer

Tanzania Minerals Corp. (“Tanzania” or the “Company”)

The address of the principal office in Canada of the reporting issuer is as follows:

Suite 210 – 400 St. Mary Avenue
Winnipeg, Manitoba, R3C 4K5
Telephone: 204-942-3191
Facsimile: 204-944-0513

Item 2: Date of Material Change

November 29, 2012

Item 3: Press release

The date of the press release issued pursuant to Section 7.1 of National Instrument 51-102 with respect to the material change disclosed in this report is November 28, 2012. The press release was issued in Vancouver, British Columbia.

Item 4: Summary of Material Change

The Company announced that it applied to the TSX Venture Exchange for approval to extend the expiry date of 8,182,000 common share purchase warrants by one year. Approval was granted.

Item 5: Full Description of Material Change

Tanzania Minerals Corp. is pleased to announce that it applied to the TSX Venture Exchange for approval to extend the expiry date of 8,182,000 common share purchase warrants (the “Warrants”) issued on December 7, 2010 as part of a private placement completed by the Company in December, 2010.

The expiry date of the warrants was originally December 7, 2012. The Company applied to extend the expiry date to December 7, 2013. The exercise price of the warrants will remain at \$0.75. Each warrant when exercised will be exchangeable for one common share of the Company.

The proposed extension of the expiry was conditional upon the receipt of the TSX Venture Exchange’s approval.

Receipt of the TSX Venture Exchange’s approval was received on November 29, 2012.

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

N/A

Item 7: Omitted Information

N/A

Item 8: Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report.

Kal Matharu
President & CEO
Phone: 204-942-3191

Item 9: Date of Report

December 10, 2012