

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:

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**Item 2: Date of Material Change**

Activities took place on various dates in 2012 as specified in Item 5 and reported in the press release of December 18, 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 December 18, 2012. The press release was issued in Vancouver, British Columbia.

**Item 4: Summary of Material Change**

The Company provided a summary of its 2012 exploration program in Tanzania, Africa.

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

**2012 Overview**

The Company’s portfolio has grown to over 19,000km<sup>2</sup> providing over 20 individual projects with strong exploration potential focused across the Lake Victoria Goldfields.

In 2012, the Company conducted exploration on eight of its gold exploration licenses. This work consisted of airborne geophysics interpretation, geological mapping, litho geochemistry and shallow soil geochemistry. Despite unseasonably heavy rains from April to June hampering soil geochemistry sampling programs and slow turn around at the assay laboratory, the Company was able to successfully complete its programs as discussed below.

**Mrangi**

The final drilling results from the 2011 work program at Mrangi were received early in 2012. The results identified long intercepts of weak copper mineralization (43 m @ 0.14% Cu) within rhyolitic tuffs, and also elevated gold concentrations (7 m @ 0.53 g/t Au) associated with the contact between the felsic tuff package and mafic tuffs and lavas. Deep overburden soil sampling was performed on a 1.4 km zone along strike from the drilling intercepts containing the elevated gold values. Upon review of the pending assays a limited drilling program will be initiated, if warranted.

**Nyamwaga**

This license is located 5 km along strike from Barrick Africa’s Gokona and Nyabigena pits in the Mara District, both of which are concealed beneath thin flows of recent phonolite lava. Extensive shallow soil sampling, including multi-element XRF analyses (2,500 samples) and gold assays (418 samples), have identified three anomalous gold-rich zones, with gold concentrations up to 473 ppb Au. The anomalies are generally coincident with interpreted regional and local structures identified through geophysical interpretation. Additional shallow soil samples for gold were collected on the license to help refine drilling targets, with assay results pending. The western and eastern licenses of the Nyamwaga property are underlain by similar geology. On the western

side of the license a total of 781 shallow soil samples were measured using a handheld XRF to determine their trace element content and a zone anomalous in As, Cu, Pb and Zn was identified.

The results of analysis on this project to date have made it a priority for future exploration programs. All targets identified to date are underlain by phonolite lava, and a four-hole (600 m) drilling program is being planned for Q1 in 2013 to test these anomalies.

#### **Katario (Mrangi East)**

Previous exploration at Katario (Mrangi East) took the form of remote sensing studies, airborne geophysics and geological mapping. Fieldwork in 2012 focused on shallow soil geochemistry with the measurement of 717 multi-element XRF readings and 464 soil samples assayed for gold. The highest recorded gold in soil concentration was 130 ppb, with elevated gold values generally related to east-west trending felsic dykes, or NWW-trending faults (interpreted from high-resolution geophysics) which cut a highly foliated mafic tuff and lava sequence. The NWW-trending faults have a similar trend to structures associated with mineralization present 2 km to the north of the license at the small Kitaria mine (spelling taken from Barth map). The western half of the licenses is overlain by a thick sequence of alluvium from the Suguti River, and the area is currently scheduled to be sampled using power augers to carry out deep overburden soil sampling.

#### **Kibara (Mrangi South)**

The 103 km<sup>2</sup> Kibara property is located in the poorly exposed western extremity of the Musoma-Mara greenstone belt. High-resolution airborne geophysics has identified several exploration targets on the license, based on faults and splay structures cutting mafic tuffs and interpreted (concealed) iron formation. A total of 1770 XRF multi-element shallow soil samples were collected over approximately 20% of the license area, that defined anomalous areas in As and Cu that correlated with known mineralization of prospective structure features. Gold soil geochemistry results (647 samples) have only been received over a 6.21 km<sup>2</sup> area centered on artisanal workings, with the highest concentration of 940 ppb Au reported. Samples greater than 90 ppb appear to correlate with NWW-trending structures that are interpreted to be faults, some of which have been intruded by younger felsic dykes. The outstanding gold results (421 samples) are pending and should help direct the further identification of drill targets. A wide spaced 500 m by 500 m shallow soil sampling program is planned for the whole license in Q1 of 2013.

#### **Fort Ikoma**

Reconnaissance mapping, litho-geochemistry sampling (48 samples) and XRF multi-element shallow soil sampling (50 samples) was carried out on the Fort Ikoma license in March 2012. Results in this poorly exposed area were encouraging, and it was recommended that a license-wide shallow soil program be undertaken, with a higher density grid covering the Mugara prospect. The Mugara prospect is a historic gold occurrence, previously mined by artisanal miners, and appears from airborne geophysics and mapping to be at the contact of a hydrothermally altered mafic tuff and late granite. Field activities are temporarily suspended on the license until new government permits are issued to work in the Ikorongo Game Reserve.

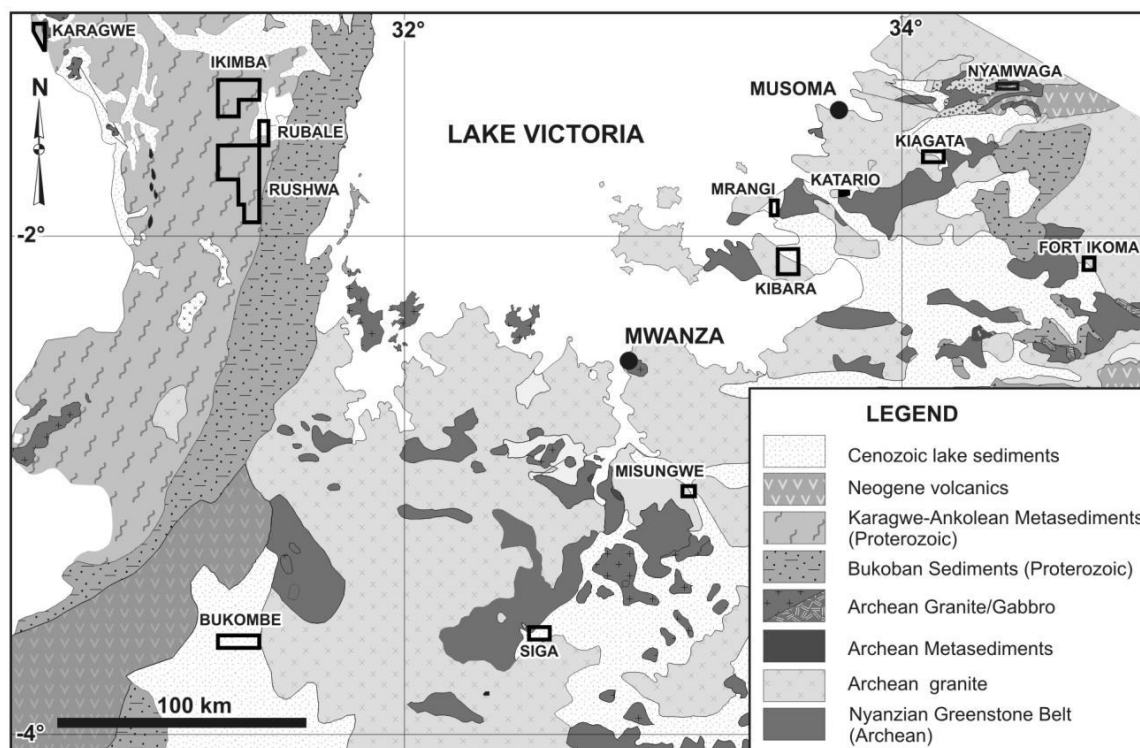
#### **Kagera Licenses (Ikimba, Rubale, Rushwa)**

These three adjacent licenses cover an area of 710 km<sup>2</sup> in the relatively unexplored Proterozoic Karagwe-Ankolean Supergroup in northwestern Tanzania. Reconnaissance mapping and litho-geochemistry sampling were conducted in 2012 to determine the prospectivity of the rocks with respect to orogenic lode-gold and sedimentary exhalative base metal mineralization. Mapping identified the presence of low-grade metamorphosed pyritic and graphitic schist. It is recommended that a remote sensing structural study be conducted and license-wide soil and litho-geochemical sampling be carried out.

In addition to the eight licenses noted above, a short field visit was also carried out to the Siga project. The license covers an area of approximately 51 km<sup>2</sup> and is underlain by the Archean Siga Mabale greenstone belt and associated granites. Much of the license is covered by alluvial deposits associated with Lake Nyanza, which obscures the surface geology. The license is located immediately to the south of the colonial-period Jubilee Reef or 'Augusta Victoria' gold

mine, and, where exposed, is underlain by banded iron formation and granite. Gold mineralization at the Jubilee Reef is recorded as being associated by shear-zone hosted quartz veins, and recent mineralization reported by Currie Rose Resources Inc. (TSXV: CUI) at Masabi Hill includes 88 m @ 1.8 g/t Au from 114 m associated with a granitic intrusion. Masabi Hill is located 6 km NW of the Siga property. Masabi and Jubilee Reef style mineralization will be investigated in 2013 through planned shallow soil geochemistry and ground geophysics.

Interpretation of airborne geophysics and a remote sensing study at the **Kiagata** property has identified several structurally controlled gold targets on the license. Exploration activities in 2013 will focus on the acquisition and reworking of historic data on the license, license-wide reconnaissance shallow multi-element XRF and gold soil geochemistry, with detailed Au sampling over the most prospective structural targets, in addition to geological mapping and litho-geochemical sampling.



Dr. Sandy M. Archibald, PGeo, EurGeol, Consultant Geologist, Aurum Exploration Services, is the Qualified Person who supervised the preparation of the technical data in this news release.

**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 27, 2012