

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 380 – 580 Hornby Street  
Vancouver, British Columbia, V6C 3B6  
Telephone: (604) 568-1558  
Facsimile: 604.683.2484

**Item 2 Date of Material Change**

March 3, 2011

**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 March 3, 2011. The press release was issued in Vancouver, British Columbia.

**Item 4 Summary of Material Change**

The Company announced appointment of director and grant of stock options,

**Item 5 Full Description of Material Change**

The Company announced the appointment of Mr. John Knowles to the Board of Directors.

Mr. Knowles has 25 years of experience in senior roles in Canada and overseas with Canadian and international resource companies. He is currently a director of HudBay Minerals Inc. He is the President and CEO of Wildcat Exploration Ltd., prior to which he was Executive Vice President and Chief Financial Officer of Aur Resources Inc. For nine years he was Vice President and Chief Financial Officer of Hudson Bay Mining and Smelting Co., Limited and, following its acquisition by HudBay, he was Vice President and Chief Financial Officer of HudBay. He is a Chartered Accountant and holds a Bachelor of Commerce degree from Queen’s University.

The Company also announced that it granted incentive stock options to directors, officers and consultants of the Company to purchase up to 2,900,000 common shares of the Company at a price of \$0.90 per share, exercisable for a period of five years. The options are being granted pursuant to the terms of the Company’s stock option plan and are subject to regulatory approval.

**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 (604) 568-1558

**Item 9 Date of Report**

March 3, 2011