

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:

290C Fairhaven Road  
Winnipeg, Manitoba, R3P 2S6  
Telephone: 204-421-1999  
Facsimile: 604-669-3877

**Item 2: Date of Material Change**

The Company applied for the two licence areas in the Tabora Region, Tanzania, in early October, 2014, and the Ministry of Energy and Minerals accepted the requested application. The Company accepted the terms of the Ministry of Energy and Minerals, and the licence areas were assigned provisional permit numbers HQ-P28715 and HQ-P28716) on 20 October, 2014. Full prospecting licence (PL) numbers will follow in due course.

**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 was November 24, 2014. The press release was issued in Vancouver, British Columbia.

**Item 4: Summary of Material Change**

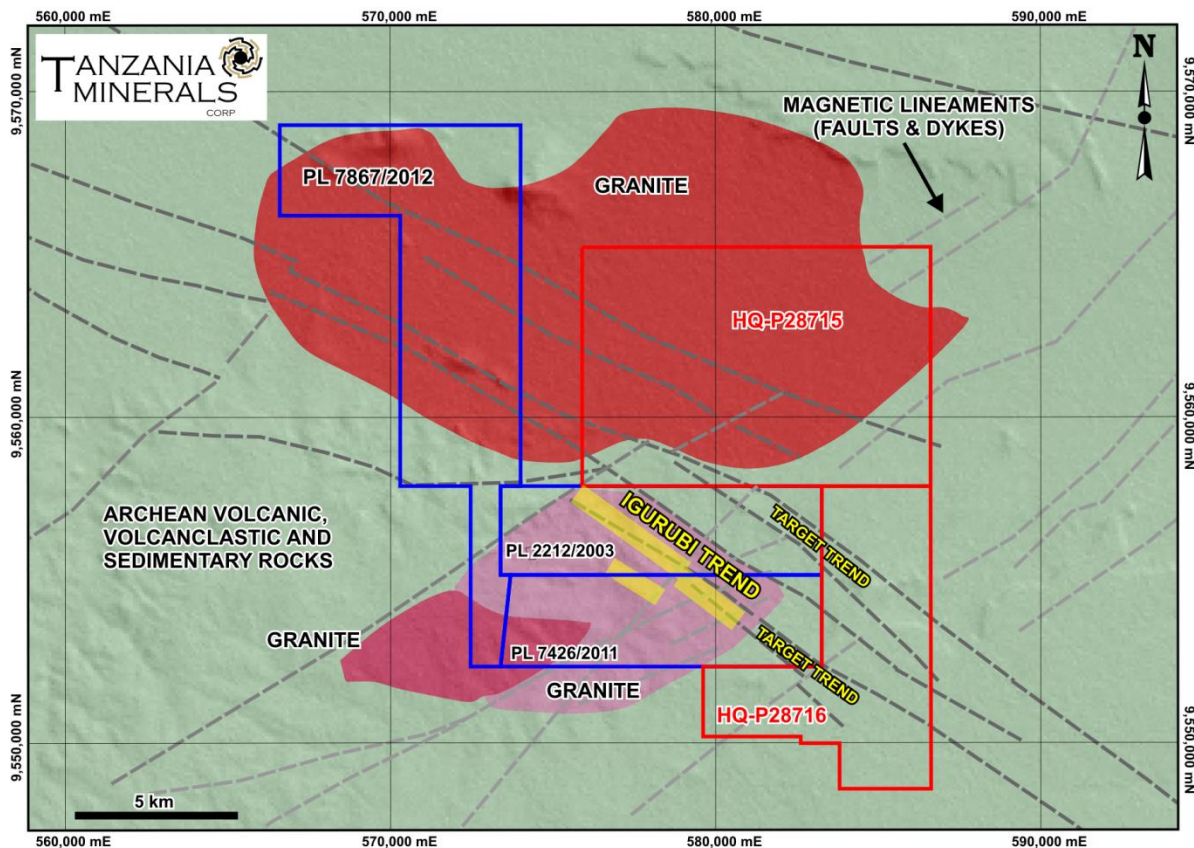
The Company announced the acquisition of two additional licenses adjacent to the Igurubi gold property.

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

The Company is pleased to announce that it has been provisionally granted two additional licences contiguous to the recently acquired Igurubi Gold Property. The acquisition increases the Igurubi project area by 117.46 km<sup>2</sup> for a total project area of 228.32 km<sup>2</sup>.

**Additional Licences Acquired**

Robert Dzisiak, CEO of Tanzania Minerals Corp., stated “We are pleased to announce that we have pursued these strategic licences, which will provide further exploration opportunities to build on the existing Igurubi project.”



*Simplified geology map of the Igurubi Gold Project with new licences (red) and the location of the Igurubi mineralization trend (yellow), as defined by drilling and artisanal workings.*

The Company applied for the two licence areas in the Tabora Region, Tanzania, in early October, 2014, and the Ministry of Energy and Minerals accepted the requested application. The Company accepted the terms of the Ministry of Energy and Minerals, and the licence areas were assigned provisional permit numbers HQ-P28715 and HQ-P28716 on 20 October, 2014. Full prospecting licence (PL) numbers will follow in due course. The permits cover a total area of 117.46 km<sup>2</sup>.

Licence HQ-P28716 covers an area of 78.84 km<sup>2</sup>, and is contiguous to the south-east of the existing Igurubi gold property, which is located within the Nzega Greenstone belt of the Lake Victoria Goldfield. The licence is underlain by Archean volcanic and volcanosedimentary rocks, and transected by the same northwest-trending structures that host gold mineralization at Igurubi. Gold mineralization at Igurubi is currently being worked by artisanal miners and coincident with gold soil geochemical anomalies and argillic alteration. The presence of bedrock gold has also been confirmed by RAB, air core and RC drilling (see Company press release 21 October, 2014). All current observations suggest that the Igurubi mineralized structures trend towards HQ-P28716, and the suggested along strike extension will be the focus of exploration activity. The area is covered by a thick sequence of paleo-lake sediments, so exploration method employed will include induced polarization (IP) and ground magnetic geophysics to help define potential drill targets.

The second licence, HQ-P28715, covers an area of 38.62 km<sup>2</sup>, and occurs to the north and northeast of the current main strike of mineralization at Igurubi. The licence is contiguous to HQ-P28716 and one of the existing licences (PL2212/2003). Most of the licence is underlain by a large granite pluton, with volcanic and volcanosedimentary rocks at the margin. Historic regional airborne geophysics has identified structures that are parallel to the known mineralization at Igurubi, and these structures will be the focus of ground geophysical and geochemical surveys.

The Company will provide further updates as work progresses and plans for further exploration are finalized.

**About Tanzania Minerals Corp.**

Tanzania Minerals Corp. is an emerging junior exploration company trading on the TSX Venture Exchange. The company has an extensive portfolio of projects in Tanzania. Additional information on Tanzania Minerals Corp., including technical reports and other public documents are available on SEDAR at [www.sedar.com](http://www.sedar.com) or on the Company's website at [www.tanzaniaco.com](http://www.tanzaniaco.com).

**Qualified Person**

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.

Robert Dzisiak  
President and CEO  
Phone: 204-421-1999

**Item 9: Date of Report**

November 24, 2014