

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 began work on two licence areas (prospecting numbers HQ-P28715 and HQ-P28716) in the Tabora Region, Tanzania, in early October, expanded its ongoing initial exploration work in November and provided an operational update to the public on December 17, 2014.

**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 December 17, 2014. The press release was issued in Vancouver, British Columbia.

**Item 4: Summary of Material Change**

The Company provided a corporate update on its exploration activities on two new licensed areas (HQ-P28715 and HQ-P28716) adjacent to the Igurubi gold property.

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

The year 2014 proved to be a significant one for Tanzania Minerals. Through challenging commodity and financial markets the Company has acquired excellent advanced stage exploration assets in Igurubi and Msasa. These two projects, with Mrangi, give the Company a strong portfolio within its strategic geography of Tanzania.

The Company’s geological team started exploration work on the Igurubi property last month. Initial exploration activities include reconnaissance geological mapping and geochemical sampling of outcropping and subcropping auriferous quartz veins currently being worked by artisanal miners, and soil sampling over targeted trends.

The current exploration program has seen company geologists conduct a limited sampling program over the existing auriferous vein system in an effort to characterize the gold content, mineralogy and alteration. A total of six rock and four soil samples were collected and dispatched to SGS Mwanza for geochemical analysis. The results from this limited geochemical survey are expected early in the New Year and will be used to refine the proposed detailed multi-element XRF soil sampling program and ground spectrometer surveys. The detailed surveys will take place over the known areas of gold mineralization, and the possible strike extensions (and parallel structures) on recently acquired licences HQ-P28715 and HQ-P28716. Samples collected include soil over the bedrock gold workings, over the granite host rock, and soil overlying ferruginous sediments (BIF or pyrite-rich shale). The rock samples from the vein system are either discrete quartz veins, or stringers within the sericite alteration halo that is present along the 5.2 km strike of the known mineralization.

If favourable results are returned, the next phase of the work program will be the aforementioned soil and spectrometry surveys, combined with a detailed ground magnetics survey. This work will be implemented in Q1 2015.

In addition Management will look to announce additional work programs in the first quarter of 2015. In the meantime, the team will wind down for the holiday season around December 20<sup>th</sup> and resume activities in January 2015. The recent accomplishments of 2014 have set the stage for a strong start to 2015.

### **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.

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### **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**

December 17, 2014