

**AMENDMENT TO THE MANAGEMENT INFORMATION CIRCULAR WITH RESPECT TO, AMONG
OTHER THINGS, A PROPOSED BUSINESS COMBINATION INVOLVING TANZANIA MINERALS
CORP. AND JUSHI INC**

This is an amendment (the “**Amendment**”) to the management information circular (“**Information Circular**”) of Tanzania Minerals Corp. (“**Tanzania**”) dated March 29, 2019 for the annual and special meeting of shareholders of Tanzania to be held on April 29, 2019. Except as otherwise set forth in this Amendment, the terms and conditions previously set forth in the Information Circular continue to be applicable in all respects. Capitalized terms used in this Amendment not otherwise defined herein have the respective meanings given to them in the Information Circular.

This Amendment amends certain disclosures concerning the Resulting Issuer in the Management Information Circular, including:

1. any references to “12%” in the subsection of the Information Circular entitled “Particulars of Matters to be Acted Upon at the Meeting – Summary of New Equity Incentive Plan” are amended to 15%;
2. the definition of Founders in the section of the Information Circular entitled “Glossary” is amended to state the legal names of the Founders, which are James Cacioppo, Erich Mauff and Louis Jonathan Barack; and
3. the definition of Initial Super Voting Holders in Schedule C of the Information Circular is amended to state the legal names of the Initial Super Voting Holders, which are James Cacioppo, Erich Mauff and Louis Jonathan Barack.

Dated April 2, 2019

TANZANIA MINERALS CORP.

By: “Robert Dzisiak”

Robert Dzisiak
President and CEO