

Form 51-102F3

Material Change Report

Item 1 Name and Address of Company

Tantalex Resources Corporation (the "Company")
3 Place du Commerce, Suite 500
Montreal, Quebec
H3E 1H7

Item 2 Date of Material Change

May 2, 2014

Item 3 News Release

A news release was disseminated on May 2, 2014 through Marketwired and filed on SEDAR.

Item 4 Summary of Material Change

The Company issued 3,140,000 common shares pursuant to the final closing of its non-brokered private placement (2,200,000), a shares for debt transaction (840,000) and pursuant to a consulting agreement (100,000).

Item 5 Full Description of Material Change

The material change is fully described in the news release attached hereto which has been filed on SEDAR and can be viewed at www.sedar.com under the Company's SEDAR profile.

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Dave Gagnon
Chief Executive Officer
514.394.7476

Item 9 Date of Report

May 7, 2014



**TANTALEX RESOURCES CORPORATION ANNOUNCES
FINAL CLOSING OF PRIVATE PLACEMENT AND SHARES FOR DEBT/SERVICES TRANSACTIONS**

TORONTO, May 2, 2014 – Tantalex Resources Corporation (TTX:CN) (“**Tantalex**”), is pleased to announce that it has completed a final closing of its non-brokered private placement financing by issuing 2,200,000 common share units (“**Units**”) at a price of \$0.10 per Unit for gross proceeds of \$220,000. Each Unit consists of one common share in the capital of Tantalex (a “**Common Share**”) and one-half of one common share purchase warrant (a “**Warrant**”) of Tantalex. Each whole Warrant entitles the holder thereof to acquire one Common Share at an exercise price of \$0.15 per Common Share up to the date that is twenty-four (24) months from closing. All securities issued pursuant to the financing are subject to a four-month hold period. The net proceeds will be used by Tantalex for general corporate purposes and working capital.

The total amount raised by Tantalex pursuant to the non-brokered financing is now \$475,000 through the issuance of 4,750,000 Units.

Tantalex has also successfully entered into an agreement with an arm’s length service provider, pursuant to which Tantalex will settle \$84,000 of debt through the issuance of 840,000 Common Shares based on an agreed issue price of \$0.10 per share. Tantalex determined to satisfy the indebtedness with common shares in order to preserve its cash. The Common Shares issued in satisfaction of the indebtedness will be subject to a four month statutory hold period from the date of issuance.

In addition, Tantalex has issued 100,000 Common Shares to an arm’s length consultant in consideration for fiscal advisory services provided pursuant to the terms of a consulting agreement. The Common Shares issued to the consultant will be subject to a four month statutory hold period from the date of issuance.

Including the issuance of shares detailed in this news release, there are currently 39,828,443 Common Shares issued and outstanding.

About Tantalex Resources Corporation

Tantalex is a mining exploration and development company engaged in the acquisition, exploration and development of Tantalum and Niobium properties in Africa. Tantalex has its main business office in Montreal, Quebec.

For more information, please contact Tantalex Resources Corporation:

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This press release does not constitute and the subject matter hereof is not, an offer for sale or a solicitation of an offer to buy, in the United States or to any “U.S Person” (as such term is defined in Regulation S under the U.S. Securities Act of 1933, as amended (the “1933 Act”)) of any equity or other securities of Tantalex. The securities of Tantalex have not been registered under the 1933 Act and may not be offered or sold in the United States (or to a U.S. Person) absent registration under the 1933 Act or an applicable exemption from the registration requirements of the 1933 Act.

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The Canadian Securities Exchange (CSE) has not reviewed this news release and does not accept responsibility for its adequacy or accuracy.