

**Form 51-102F3**  
**Material Change Report**

**Item 1 Name and Address of Company**

Titan Mining Corporation (“Titan” or the “Company”)  
Suite 555 – 999 Canada Place, Vancouver, BC V6C 3E1

**Item 2 Date of Material Change**

October 9, 2018

**Item 3 News Release**

A news release was disseminated on October 9, 2018 by Globe Newswire.

**Item 4 Summary of Material Change**

Titan Mining Corporation announced the appointment of three new directors to the Company’s Board of Directors – former Speaker of the House, John Boehner, former Chief Executive Officer of Arizona Mining, James Gowans and investment banker, William Mulrow.

**Item 5 Full Description of Material Change**

Titan Mining Corporation announced the appointment of three new directors to the Company’s Board of Directors (the “Board”) – former Speaker of the House, John Boehner, former Chief Executive Officer of Arizona Mining, James Gowans and investment banker, William Mulrow.

Mr. Boehner served as the 53rd Speaker of the United States House of Representatives from 2011 to 2015. A member of the Republican Party, Mr. Boehner was the U.S. Representative from Ohio’s 8th congressional district, serving from 1991 to 2015. He previously served as the House Minority Leader from 2007 until 2011, and House Majority Leader from 2006 until 2007. Following his career in government service, Mr. Boehner joined Squire Patton Boggs, a global law and public policy firm.

Mr. Gowans has more than 30 years’ experience in mineral exploration, feasibility studies, construction and operations, including at the Red Dog and Polaris mines. He was formerly President and CEO of Arizona Mining Inc., and Co-President and EVP & COO of Barrick Gold. Prior roles include Managing Director of Debswana Diamond Company (Pty) Ltd., President & CEO of De Beers Canada Inc., COO & SVP of International Nickel Indonesia Tbk PT, and EVP of Placer Dome Inc.

Mr. Mulrow is a Senior Advisor at the Blackstone Group, an alternative asset manager. Previously, he was Director of Global Capital Markets at Citigroup, Inc., Managing Director of Paladin Capital Group, Senior Vice President and Head of New Product Development at Gabelli Asset Management (now GAMCO Investors), Managing Director in Corporate Finance for Rothschild Inc., and Managing Director and Head of Public Finance Banking for Donaldson, Lufkin and Jenrette Securities Corporation.

Richard Warke, Executive Chairman, stated: “We welcome the addition of John, James and William to the Board. These distinguished directors will enhance Titan’s profile in the U.S. and bring a wealth of mining and financial expertise to the board as they did for Arizona Mining.”

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) of National Instrument 51-102.

**Item 7 Omitted Information**

None

**Item 8 Executive Officers**

Michael McClelland, Chief Financial Officer (604) 638-2002

Susy Horna, Corporate Secretary (604) 638-2009

**Item 9 Date of Report**

October 9, 2018