

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 10, 2019

Item 3 News Release

A news release was disseminated on October 10, 2019 by Globe Newswire.

Item 4 Summary of Material Change

Titan Mining Corporation announced the closing of its private placement, announced on September 18, 2019, of 18 million units at C\$0.35 per unit, for aggregate gross proceeds of C\$6.3 million (the “**Offering**”). Each unit is comprised of one common share and one-half of a warrant of the Company. Each full warrant is exercisable into one common share of the Company at an exercise price of C\$0.50 per share for a period of five years from the closing date of the private placement.

Item 5 Full Description of Material Change

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The Offering was subscribed to by directors and officers of the Company including Richard Warke, Executive Chairman, and Don Taylor, Chief Executive Officer, and other supportive shareholders including Ross Beaty. Aggregate insider participation in the Offering was approximately 84% (15,185,716 units in aggregate). The common shares issued in connection with the Offering are subject to a statutory hold period expiring on February 11, 2020.

Titan plans to use the net proceeds of the Offering for ongoing development and exploration drilling at the Empire State Mine as well as general working capital.

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 10, 2019