BC FORM 53-901F
(Previously Form 27)
MATERIAL CHANGE REPORT UNDER SECTION 85(1)
OF THE SECURITIES ACT (BRITISH COLUMBIA)

Item 1 **Reporting Issuer**

Tatmar Ventures Inc. (the "Company")
Suite 922, 510 West Hastings Street
Vancouver, BC V6B 1L8
Telephone: (604) 681-4462

Item 2 **Date of Material Change**

January 25, 2010

Item 3 **Press Release**

Date of Issuance: January 25, 2010
Place of Issuance: Vancouver, British Columbia

The news release was distributed through Market News and Stockwatch.

Item 4 **Summary of Material Change**

The Company announced the grant of incentive stock options.

Item 5 **Full Description of Material Change**

See attached press release

Item 6 **Reliance on Section 85 (2) of the Act**

N/A

Item 7 **Omitted Information**

N/A

Item 8 **Senior Officers**

The following senior officer of the Issuer is knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Gordon P. Leask
Telephone: (604) 681-4462

Item 9 **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, British Columbia, this 25th day of January 2010.

"Megan Cameron-Jones"
Signature

Megan Cameron-Jones
Name

Director and Corporate Secretary
Position

Vancouver, BC
Place of Declaration

Tatmar Ventures Inc.
Suite 922, 510 West Hastings Street
Vancouver, BC V6B 1L8
Tel: (604) 681-4462 Fax: (604) 681-0180

N E W S R E L E A S E

Incentive Stock Options

Vancouver, British Columbia – Tatmar Ventures Inc. (TSX.V – TAT)
January 25, 2010

Tatmar Ventures Inc. (the "Company") has granted incentive stock options to directors, officers and employees to purchase up to 1,375,000 common shares at a price of $0.35 per share for a five year period, pursuant to its Stock Option Plan.

On behalf of the Board of Directors,

"Gordon P. Leask"

Gordon P. Leask. Leask, P.Eng.
President and CEO

For more information please contact Gordon P. Leask at (604) 681-4462.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Caution Regarding Forward-Looking Statements

Caution Regarding Forward-Looking Statements - This news release contains certain forward-looking statements, including statements regarding the business and anticipated financial performance of the Company. These statements are subject to a number of risks and uncertainties. Actual results may differ materially from results contemplated by the forward-looking statements. Factors that could cause actual results to differ martially from those in forward-looking statements include changes in metal prices, changes in the availability of funding, unanticipated changes in key management personnel and general economic conditions. Mining is an inherently risky business. Accordingly the actual events may differ martially from those projected in the forward-looking statements. When relying on forward-looking statements to make decisions, investors and others should carefully consider the foregoing factors and other uncertainties and should not place undue reliance on such forward-looking statements. The Company does not undertake to update any forward looking statements, oral or written, made by itself or on its behalf.