

This is the form of a material change report required under Section 85(1) of the *Securities Act* and Section 151 of the *Securities Rules*.

**BC FORM 53-901F**

**Securities Act**

**MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT**

**Item 1. Reporting Issuer**

Tirex Resources Ltd.  
5052 Victoria Drive  
Vancouver, B.C. V5P 3T8

**Item 2. Date of Material Change**

December 5<sup>th</sup> 2007

**Item 3. Press Release**

News Release dated December 5<sup>th</sup> 2007 was disseminated by Stockwatch and Market News.

**Item 4. Summary of Material Change**

**Tirex Resources** is pleased to announce that the company has arranged a \$5,500,000 financing by way of a non-brokered private placement.

**Item 5. Full Description of Material Change**

**Tirex Resources** is pleased to announce that the company has arranged a \$5,500,000 financing by way of a non-brokered private placement.

This financing has been arranged primarily with institutional investors and will be used to intensify and expand the Company's exploration program at Mirdita and for general corporate purposes.

The financing will consist of the issuance of 2 million common shares of the Company at CDN \$2.75 per share. There are no warrants being issued in conjunction with this financing.

Bryan Slusarchuk, CEO of **Tirex Resources**, states, "We are pleased that the Mirdita District has attracted a high-quality group of institutional investors by way of this private placement. We have an excellent technical team onsite in Albania managed by an experienced team of five Canadian geologists and several senior Albanian geologists, geophysicists and surveyors. This financing will enhance this expert team's exploration activities."

**Tirex's** focus is the exploration and development of the large 344 square kilometer Mirdita property in Albania. The property is readily accessible by paved and gravel roads and is located 70 km north of the capital city of Tirana. The property covers the core of the historically productive Mirdita Volcanogenic Massive Sulphide ("VMS") base metal district. It represents an opportunity to explore copper, zinc, gold and silver zones that were previously partially mined or evaluated at lower metal prices, and provides an opportunity to apply modern exploration techniques toward the discovery of new VMS deposits or extensions of known zones.

Finders fees, in accordance with TSX Venture Exchange regulations, may be paid in conjunction with this financing.

Further details on the company and the Mirdita Project can be found on the Tirex website at [www.TirexResources.com](http://www.TirexResources.com).

ON BEHALF OF THE BOARD

*“Bryan J.R. Slusarchuk”*

Bryan Slusarchuk, CEO and Director

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

If the report is being filed on a confidential basis in reliance on Section 85(2) of the Act, state the reasons for such reliance.

N/A

**Item 7. Omitted Information**

N/A

**Item 8. Senior Officers**

Bryan Slusarchuk  
CEO & Director

Telephone: (604) 687-7160

**Item 9. Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

**DATED** at Vancouver, British Columbia this 5<sup>th</sup> day of December 2007

**TIREX RESOURCES LTD.**

Per: “Bryan Slusarchuk”

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Bryan Slusarchuk

CEO & Director