

Form 51-102F3
Material Change Report
Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations

Item 1. Name and Address of Company

Terrax Minerals Inc.
P.O. Box 10442, Pacific Centre
1605-777 Dunsmuir Street
Vancouver, B.C. V7Y 1K4

Item 2. Date of Material Change September 8, 2017

Item 3. News Release

Issued and distributed through the facilities of Canada Stockwatch and Market News on September 8, 2017

Item 4. Summary of Material Change

See attached copy of the September 8, 2017 News Release

Item 5. Full Description of Material Change

See attached copy of the September 8, 2017 News Release

Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

N/A

Item 7. Omitted Information N/A

Item 8. Executive Officer

Joseph Campbell
Telephone: (613) 843-8109

Item 9. Date of Report

September 8, 2017



September 8, 2017

TSX-V: TXR
Frankfurt: TX0
OTC Pink: TRXXF

News Release

TerraX grants 1,970,000 incentive stock options

Vancouver, September 8, 2017 -- TerraX Minerals Inc. (TSX.V: TXR; Frankfurt: TX0; OTC: TRXXF) has agreed, subject to regulatory approval, to grant incentive stock options to directors, officers and consultants on up to 1,970,000 common shares at an exercise price of \$0.51 per share for a period of three years from the date of grant. These options will vest over an eighteen month period.

On behalf of the Board of Directors

"STUART ROGERS "

Stuart Rogers
Director

For more information, please contact:

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This news release contains forward-looking information, which involves known and unknown risks, uncertainties and other factors that may cause actual events to differ materially from current expectation. Important factors - including the availability of funds, the results of financing efforts, the completion of due diligence and the results of exploration activities - that could cause actual results to differ materially from the Company's expectations are disclosed in the Company's documents filed from time to time on SEDAR (see www.sedar.com). Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release. The company disclaims any intention or obligation, except to the extent required by law, to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.