

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 October 17, 2017
- Item 3. News Release
- Issued and distributed through the facilities of Newsfile on October 17, 2017
- Item 4. Summary of Material Change
- See attached copy of the October 17, 2017 News Release
- Item 5. Full Description of Material Change
- See attached copy of the October 17, 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
- October 17, 2017



October 17, 2017

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

News Release

TerraX receives \$1,910,759 from the exercise of warrants

Vancouver, B.C. – TerraX Minerals Inc. (TSX.V: TXR; OTC Pink: TRXXF; Frankfurt: TX0) is pleased to report the receipt of \$1,910,759 from the exercise of 3,821,518 share purchase warrants at \$0.50 per share. With the exercise of these warrants, the Company now has cash on hand of \$2.83 Million.

About TerraX Minerals Inc.

TerraX is focused on the development of the **Yellowknife City Gold ("YCG")** in the Northwest Territories of Canada. The YCG encompasses over 418 sq km of contiguous land immediately north, south and east of the City of Yellowknife, the capital of the Northwest Territories. Through a series of acquisitions, TerraX controls one of the six major high-grade gold camps in Canada. Being within 15 km of the City of Yellowknife, the YCG is close to vital infrastructure, including transportation, service providers, hydro-electric power and skilled tradespeople.

For more information on the YCG project, please visit our web site at www.terraxminerals.com.

On behalf of the Board of Directors

"STUART ROGERS"

Stuart Rogers
President

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.