

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Terra Firma Resources Inc. (the "Company")
Suite 1470 – 701 West Georgia Street
Vancouver, BC V7Y 1C6

Item 2 Date of Material Change

October 3, 2013

Item 3 News Release

The news release was disseminated through Stockwatch and Market News.

Item 4 Summary of Material Change

The Company announced that Tanveer Ali had resigned from the Company's board of directors, effective Oct. 1, 2013, as well as the grant of stock options.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached News Release.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Tanveer Ali, President and Director, (604) 687-2580

Item 9 Date of Report

October 11, 2013

TERRA FIRMA RESOURCES INC.
Suite 1470 – 701 West Georgia Street
Vancouver, BC V7Y 1C6

October 3, 2013

Trading Symbol:

TFR—TSX Venture Exchange

Terra Firma Director Resigns

Oct. 3, 2013 – Inc. (“**TFR**” or the “**Company**”) (TFR—TSX.V) Tanveer Ali has resigned from Terra Firma Inc.'s board of directors, effective Oct. 1, 2013. The board would like to thank Mr. Ali for his contributions to the Company and wishes him well with his future endeavours. The Company would also like to announce the appointment of Conrad Clemiss as director, president and CFO.

In addition, the Company has granted incentive stock options to directors, officers, and consultants to purchase an aggregate amount of up to 5,890,000 common shares at a price of \$0.05 per share for a five-year period, in accordance with its stock option plan.

If you would like to be added to Terra Firma’s news distribution list, please send your email address to terrafirmarinfo@gmail.com

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“James Nelson”

Director

Terra Firma Resources Inc.

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