This prospectus constitutes a public offering of the securities only in those jurisdictions where they may be lawfully offered for sale and, in such jurisdictions, only by persons permitted to sell such securities. No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise.

AMENDMENT NO. 1 DATED NOVEMBER 17, 2008
TO THE PROSPECTUS DATED JULY 22, 2008

Initial Public Offering

TAJIRI VENTURES CORP.
(a capital pool company)

$200,000

2,000,000 Common Shares

$0.10 per Common Share

The prospectus of Tajiri Ventures Corp. (the "**Corporation**") dated July 22, 2008 (the "**Prospectus**") relating, among other things, to the offering for sale to the public of 2,000,000 common shares, is amended as set out in this Amendment No. 1. The Prospectus should be read subject to the amendments set out in this Amendment No. 1. Unless otherwise defined in this Amendment No. 1, all capitalized terms used in this Amendment No. 1 have the meanings given to them in the Prospectus.

AMENDMENTS TO PROSPECTUS

The Prospectus is amended by this Amendment No. 1 to extend the 90 day offering period for the securities offered under this Prospectus to December 30, 2008 by way of this prospectus amendment that includes the Corporation's interim financial statements as at July 31, 2008. The specific amendments are set out below.

1. The Cover Page 2, first paragraph on the page, under the notes, is deleted in its entirety and replaced with the following:

   This Offering is made on a "commercially reasonable efforts" basis by the Agent and is subject to a minimum subscription of 2,000,000 Common Shares for total gross proceeds to the Corporation of $200,000. The offering price of the Common Shares was determined by negotiation between the Corporation and the Agent. All funds received from subscriptions for Common Shares will be held by the Agent pursuant to the terms of an agency agreement (the "**Agency Agreement**") entered into between the Corporation and the Agent and referred to under "Plan of Distribution". This Offering is not underwritten and if the minimum subscription is not raised by December 30, 2008 or such other time as may be consented to by the principal regulator, the Agent and the persons or companies who subscribed within that period, all subscription monies will be returned to subscribers without interest or deduction unless the subscribers have otherwise instructed the Agent. See "Plan of Distribution".

2. The subheading "Plan of Distribution - Commercially Reasonable Efforts Offering and Minimum Distribution" on page 16 of the Prospectus is amended as follows:

   The first paragraph under this subheading is deleted in its entirety and replaced with the following:

> "The total Offering is of 2,000,000 Common Shares at a price of $0.10 per Common Share for total gross proceeds of $200,000. Under the CPC Policy, no purchaser of the Common Shares is permitted to purchase more than 2% or 40,000 of the total Common Shares in the Offering. In addition, the maximum number of Common Shares permitted to be purchased by that purchaser together with any Associates or Affiliates of that purchaser is 4% or 80,000 of the total number of Common Shares under the Offering. The funds received from this Offering will be deposited with the Agent, and will not be released until a minimum of $200,000 has been deposited. The total subscription must be raised by December 30, 2008, or such other time as may be consented to by the principal regulator and persons or companies who subscribed within that period, failing which the Agent will remit the funds collected to the original subscribers without interest or deduction, unless subscribers have otherwise instructed the Agent."

PURCHASER'S STATUTORY RIGHTS OF WITHDRAWAL AND RESCISSION

Securities legislation in certain provinces provides purchasers with the right to withdraw from an agreement to purchase securities. This right may be exercised within two business days after receipt or deemed receipt of a prospectus and any amendment. The securities legislation further provides a purchaser with remedies for rescission or damages if the prospectus and any amendment contains a misrepresentation or is not delivered to the purchaser, provided that the remedies for rescission or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province. The purchaser should refer to applicable provisions of the securities legislation of the purchaser's province for the particulars of these rights or consult with a legal advisor.

BDO Dunwoody LLP
Chartered Accountants and Advisors

#604 – 750 West Pender Street
Vancouver, BC, Canada V6C 2T7
Telephone: (604) 689-0188
Fax: (604) 689-9773

AUDITORS' CONSENT

We have read the Prospectus and Amendment No. 1 dated November 17, 2008 to the Prospectus of Tajiri Ventures Corp. (the "Company") dated July 22, 2008 related to the Company's proposed offering of 2,000,000 common shares at $0.10 per share. We have complied with Canadian generally accepted standards for an auditor's involvement with such documents.

We consent to the use in the above-mentioned Prospectus of our report to the directors of Tajiri Ventures Corp. on the balance sheet of the Company as at April 30, 2008 and the statements of loss and deficit and cash flows for the period from January 21, 2008 (Date of Incorporation) to April 30, 2008. Our report is dated July 22, 2008, except as to Note 6 which is as of November 17, 2008.

(signed) "BDO Dunwoody LLP"

Chartered Accountants

Vancouver Canada
November 17, 2008

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TAJIRI VENTURES CORP.

FINANCIAL STATEMENTS

For the Period From January 21, 2008 (Date of Incorporation) to April 30, 2008
and for the three months ended July 31, 2008

BDO Dunwoody LLP
Chartered Accountants

#604 – 750 West Pender Street
Vancouver, BC, Canada V6C 2T7
Telephone: (604) 689-0188
Fax: (604) 689-9773

AUDITORS' REPORT

To the Directors
Tajiri Ventures Corp.

We have audited the balance sheet of Tajiri Ventures Corp. as at April 30, 2008 and the statements of operations and deficit and cash flows for the period from January 21, 2008 (Date of Incorporation) to April 30, 2008. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Company as at April 30, 2008 and the results of its operations and its cash flows for the period from January 21, 2008 (Date of Incorporation) to April 30, 2008 in accordance with Canadian generally accepted accounting principles.

(signed) "BDO Dunwoody LLP"

Chartered Accountants

Vancouver, Canada
July 22, 2008, except as to Note 6 which is as of November 17, 2008

TAJIRI VENTURES CORP.

BALANCE SHEET

		(Unaudited) July 31, 2008		April 30, 2008
ASSETS				
CURRENT				
Cash (Note 2)	$	68,632	$	85,052
Prepaid expenses		4,624		3,856
	$	73,256	$	88,908
LIABILITIES				
CURRENT				
Accounts payable and accrued liabilities	$	24,929	$	9,585
SHAREHOLDERS' EQUITY				
Share capital – Notes 3 and 6		100,000		100,000
Contributed surplus – Note 6		30,310		-
Deferred finance costs – Note 3		(44,139)		(13,585)
Deficit		(37,844)		(7,092)
		48,327		79,323
	$	73,256	$	102,493

Nature of Operations and Ability to Continue as a Going Concern – Note 1
Commitment – Note 6

Approved on behalf of the Board

"Zachery Dingsdale"		*"Barry Hartley"*	
Zachery Dingsdale	Director	Barry Hartley	Director

The accompanying notes are an integral part of these financial statements.

TAJIRI VENTURES CORP.

STATEMENTS OF OPERATIONS AND DEFICIT

		(Unaudited) For the three months ended July 31, 2008		For the period from January 21, 2008 (Date of Incorporation) to April 30, 2008
EXPENSES				
Interest income	$	(259)	$	(1,020)
Management fees- Note 6		30,310		-
Office and general		701		50
Professional fees		-		7,144
NET LOSS AND COMPREHENSIVE LOSS FOR THE PERIOD		(30,752)		(7,092)
DEFICIT, BEGINNING		(7,092)		-
DEFICIT, ENDING	$	(37,844)	$	(7,092)
BASIC AND DILUTED LOSS PER COMMON SHARE - Note 3	$	-	$	-

The accompanying notes are an integral part of these financial statements.

TAJIRI VENTURES CORP.

STATEMENTS OF CASH FLOWS

	(Unaudited) For the three months ended July 31, 2008	For the period from January 21, 2008 (Date of Incorporation) to April 30, 2008
CASH FROM (USED IN) OPERATING ACTIVITIES		
Net loss for the period	$ (30,752)	$ (7,092)
Non cash item:		
Stock-based management fee	30,310	-
Changes in non cash working capital items:		
Prepaid expenses	(768)	(3,856)
Accounts payable and accrued liabilities	15,344	9,585
Cash flows from operations	14,134	1,363
CASH FROM (USED IN) FINANCING ACTIVITIES		
Common shares issued	-	100,000
Deferred finance costs	(30,554)	(13,585)
Cash flows from (used in) financing activities	(30,554)	86,415
INCREASE (DECREASE) IN CASH	(16,420)	85,052
CASH, BEGINNING	85,052	-
CASH, ENDING	$ 68,632	$ 85,052

SUPPLEMENTARY CASH FLOW INFORMATION

There were no significant non-cash transactions for the periods ended July 31, 2008 and April 30, 2008.

Cash paid for interest	$ -	$ -
Cash paid for income taxes	$ -	$ -

The accompanying notes are an integral part of these financial statements.

NOTE 1 NATURE OF OPERATIONS AND ABILITY TO CONTINUE AS A GOING CONCERN

Tajiri Ventures Corp. ("the Company") was incorporated under the *Business Corporation Act* (British Columbia) on January 21, 2008.

The Company has applied to become a Capital Pool Company ("CPC") as defined in Policy 2.4 of the TSX Venture Exchange ("TSX-V"). As a CPC, the Company's principal business is to identify, evaluate and acquire assets, properties or businesses which would constitute a qualifying transaction in accordance with Policy 2.4 of the TSX-V ("Qualifying Transaction"). The Company is required to complete its Qualifying Transaction within twenty-four months of listing on the TSX-V. Such a transaction will be subject to shareholder and regulatory approval.

These financial statements have been prepared in accordance with generally accepted accounting principles applicable to a going concern, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. At July 31, 2008, the Company had not yet achieved profitable operations, had working capital of $48,327 which may not be sufficient to sustain operations over the next year and expects to incur further losses in the development of its business, all of which casts substantial doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent upon its ability to generate and maintain future profitable operations and to identify, evaluate and negotiate an acquisition of, a participation in, or an investment of an interest in a Qualifying Transaction (as defined).

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Cash

The proceeds raised from the issuance of the share capital may only be used to identify and evaluate assets or businesses for future investments, with the exception that up to 30% of the gross proceeds may be used to cover prescribed costs of issuing the common shares or administrative and general expenses of the Company. These restrictions apply until completion of the Qualifying Transaction by the Company as defined under the policies of the TSX-V.

Use of Estimates

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.

Stock-Based Compensation

The Company adopted the accounting recommendations of the Canadian Institute of Chartered Accountants Handbook, Section 3870, "Stock-based compensation and other stock-based payments" whereby the Company will expense the fair value of stock-based compensation awards. Fair values are determined using the Black-Scholes option pricing model.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Stock-Based Compensation (continued)

Option pricing models require the input of highly subjective assumptions, including the expected price volatility. Changes in these assumptions can materially affect the fair value estimate.

Loss per Share

The Company uses the treasury stock method for the computation and disclosure of loss per share. The treasury stock method is used to determine the dilutive effect of stock options and other dilutive instruments which assumes that proceeds received from in-the-money stock options are used to repurchase common shares at the prevailing market rate.

Basic net loss per share has been calculated using the weighted average number of shares outstanding during the period. Diluted loss per share is equal to the basic loss per share.

Income Taxes

Income taxes are calculated using the asset and liability method of accounting. Future income tax assets and liabilities are related to the expected future tax consequences of temporary differences between the carrying value of balance sheet items and their corresponding tax values. Futures income tax assets and liabilities are calculated using tax rates anticipated to apply in periods that the temporary differences are expected to reverse and are adjusted for the effects of changes in tax law and rates on the date of enactment or substantive enactment. Future income tax assets are recognized only to the extent that, in the opinion of management, it is more likely than not that the net future income tax assets will be realized.

Deferred Financing Costs

Expenditures incurred in connection with the Company's initial public offering (Note 6) have been deferred and will be applied against the proceeds received. If the proposed prospectus is not successful, the amount will be expensed.

Financial Instruments

The Company follows CICA Handbook Sections 1530, "Comprehensive Income", Section 3251, "Equity", Section 3855, "Financial Instruments – Recognition and Measurement", Section 3862, Financial Instruments – Disclosures, and Handbook Section 3863, Financial Instruments – Presentation, and Section 3865, "Hedges". Section 1530 establishes standards for reporting and presenting comprehensive income, which is defined as the change in equity from transactions and other events from non-owner sources. Other comprehensive income refers to items recognized in comprehensive income that are excluded from net income calculated in accordance with Canadian generally accepted accounting principles.

Sections 3862 and 3863 establish standards for disclosure and presentation of financial instruments and non-financial derivatives and identifies the information that should be disclosed about them. Section 3865 describes when and how hedge accounting can be applied as well as the disclosure requirements. Hedge accounting enables the recording of gains, losses, revenues and expenses from derivative financial instruments in the same period as for those related to the hedged item.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial Instruments (cont'd)

Section 3855 prescribes when a financial asset, financial liability or non-financial derivative is to be recognized on the balance sheet and at what amount, requiring fair value or cost-based measures under different circumstances. Under Section 3855, financial instruments must be classified into one of these five categories: held-for-trading, held-to-maturity, loans and receivables, available-for-sale financial assets or other financial liabilities. All financial instruments, including derivatives, are measured in the balance sheet at fair value except for loans and receivables, held-to-maturity investments and other financial liabilities which are measured at amortized cost. Subsequent measurement and changes in fair value will depend on their initial classification, as follows: held-for-trading financial assets are measured at fair value and changes in fair value are recognized in net earnings; available-for-sale financial instruments are measured at fair value with changes in fair value recorded in other comprehensive income until the investment is derecognized or impaired at which time the amounts would be recorded in net earnings.

Under adoption of these standards, the Company designated its cash as held-for-trading, which is measured at fair value and its accounts payable and accrued liabilities as other financial instruments, which are measured at amortized cost.

Accounting Policy Choice for Transaction Costs

On June 1, 2007, the Emerging Issues Committee of the CICA issued Abstract No. 166, Accounting Policy Choice for Transaction Costs ("EIC-166). This EIC addresses the accounting policy choice of expensing or adding transaction costs related to the acquisition of financial assets and financial liabilities that are classified as other than held-for-trading. Specifically, it requires that the same accounting policy choice be applied to all similar financial instruments classified as other than held-for-trading, but permits a different policy choice for financial instruments that are not similar. The Company has adopted EIC-166 and determined that no adjustments are currently required.

Capital Disclosures

The Company has adopted CICA Handbook Section 1535, Capital Disclosures. Section 1535 specifies the disclosure of (i) an entity's objectives, policies and processes for managing capital; (ii) quantitative data about what the entity regards as capital; (iii) whether the entity has complied with any capital requirements; and (iv) if it has not complied, the consequences of such non-compliance.

Accounting Changes

In July 2006, the Accounting Standards Board issued a replacement of The Canadian Institute of Chartered Accountants' Handbook Section 1506, Accounting Changes. The new standard allows for voluntary changes in accounting policy only when they result in the financial statements providing reliable and more relevant information, requires changes in accounting policy to be applied retrospectively unless doing so is impracticable, requires prior period errors to be corrected retrospectively and calls for enhanced disclosures about the effects of changes in accounting policies, estimates and errors on the financial statements. The impact that the adoption of Section 1506 will have on the Company's results of operations and financial condition will depend on the nature of future accounting changes.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial Instruments (cont'd)

Recently released accounting standards

Recent CICA Handbook revisions include Section 1400, Assessing Going Concern, Section 1540, Cash Flow Statements, Section 3064, Goodwill and Intangible Assets and Section 3862 and 3863, Disclosure and Presentation on Financial Instruments.

The Company does not expect the adoption of these new Sections to result in any significant change in the disclosure within the current financial statements. Also effective for year-ends commencing on or after January 1, 2011, all public companies will be required to adopt International Financial Reporting Standards.

NOTE 3 SHARE CAPITAL

Authorized:

Unlimited common shares without par value

Issued:

	Number of Shares		Amount
Balance at January 21, 2008	-	$	-
Common Shares issued for cash at $0.05 per share	2,000,000		100,000
Balance as at April 30, 2008 and July 31, 2008 (Unaudited)	2,000,000	$	100,000

Escrow Shares

During the period ended April 30, 2008 the Company issued 2,000,000 common shares at $0.05 per share, all of which were issued to directors of the Company. All shares are subject to an escrow agreement. The shares subject to escrow will be released as follows: 10% upon the issuance of notice of final acceptance of a Qualifying Transaction by the Exchange, and the remainder in six equal tranches of 15% every six months thereafter for a period of 36 months.

As all of these escrow shares are considered contingently issuable until the Company completes the Qualifying Transaction, they are not considered to be outstanding shares for purposes of loss per share calculations. Consequently there is no basic and diluted loss per share and the weighted average number of common shares outstanding is Nil.

Deferred Finance Costs

Deferred finance costs consist of costs relating to the listing of the Company's shares on the Exchange and undertaking an Initial Public Offering ("IPO"). Upon successful completion of the IPO, these costs will be recorded as a reduction of share capital. If the IPO is not successful, these costs will be charged to the statement of operations.

NOTE 3 SHARE CAPITAL (continued)

Stock Option Plan

The Company adopted a stock option plan whereby, the maximum number of shares reserved for issue under the plan shall not exceed 10% of the outstanding common shares of the Company, as at the date of the grant. The maximum number of common shares reserved for issue to any one person under the plan cannot exceed 5% of the issued and outstanding number of common shares at the date of the grant and the maximum number of common shares reserved for issue to a consultant or a person engaged in investor relations activities cannot exceed 2% of the issued and outstanding number of common shares at the date of the grant. The exercise price of each option granted under the plan may not be less than the Discounted Market Price (as that term is defined in the policies of the TSX-V). Options may be granted for a maximum term of five years from the date of the grant, are non-transferable and expire within 90 days of termination of employment or holding office as director or officer of the Company and, in the case of death, expire within one year thereafter. Upon death, the options may be exercised by legal representation or designated beneficiaries of the holder of the option. Any shares issued upon exercise of the options prior to the Company entering into a Qualifying Transaction will be subject to escrow restrictions.

During the three months ended July 31, 2008, the Company granted 400,000 stock options to its directors. Each option is exercisable into one share of the Company at a price of $0.10 per share up to July 15, 2013. The fair value of the stock options of $30,310 is included as management fees and was determined using the Black-Scholes option pricing model with the following assumptions: 100% volatility, 0% dividend yield and 3.4% risk-free interest rate. As at July 31, 2008, all of the options are outstanding and exercisable.

NOTE 4 INCOME TAXES

The reconciliation of income tax provision computed at statutory rates to the effective tax rates is as follows:

	2008
Net loss for the period ended April 30, 2008	$ (7,092)
Income tax benefit computed at Canadian statutory rates	$ 2,400
Change in tax rate	(500)
Net change in valuation allowance	(1,900)
Income tax	$ -

Significant components of the Company's future tax asset, after applying enacted corporate income tax rates, are as follows:

	April 30, 2008
Future income tax assets	
Non-capital losses carried forward	$ 2,000
Valuation allowance for future income tax assets	(2,000)
Net Future income tax asset	$ -

NOTE 4 INCOME TAXES (continued)

The Company has recorded a valuation allowance against its net future income tax asset based on the extent to which it is more-likely-than-not that sufficient taxable income will not be realized during the carry-forward to utilize the net future tax asset.

As at April 30, 2008, the Company has a non-capital loss of approximately $7,000 that may be applied against future income for Canadian income tax purposes. This loss expires in 2028.

NOTE 5 CAPITAL DISCLOSURES

The Company manages its capital, consisting of shareholders' equity, in a manner consistent with the risk characteristics of the assets it holds. All sources of financing are analyzed by management and approved by the board of directors.

The Company's objectives when managing capital are:

a) to safeguard the Company's ability to continue as a going concern;

b) to facilitate the completion of an initial public offering and Qualifying Transaction.

The Company is meeting its objective of managing capital through its detailed review and performance of due diligence on all potential acquisitions, preparing short-term and long-term cash flow analysis to ensure an adequate amount of liquidity and monthly review of financial results.

NOTE 6 COMMITMENT

Public Offering

On July 22, 2008, the Company filed a prospectus with the regulatory authorities of British Columbia and Alberta for an initial public offering of 2,000,000 common shares at $0.10 per share for gross proceeds of $200,000 and in connection therewith has entered into an Agency Agreement. The Agent will receive a commission of 10% of the gross proceeds of the offering plus a fee of $10,000 on closing of the offering. The Company will also grant the Agent a non-transferable option ("Agent's option") to acquire up to 200,000 common shares at $0.10 per common share exercisable for a period of 24 months from the date the Company's common shares are listed for trading on the TSX-V.

The Company intends to file an amendment to the prospectus to extend the offering period to December 30, 2008.

CERTIFICATE OF THE COMPANY

Dated: November 17, 2008

The Company's prospectus dated July 22, 2008, as amended by this Amendment No. 1 dated November 17, 2008, constitutes full, true and plain disclosure of all material facts relating to the securities offered by this prospectus as required by the securities legislation of British Columbia and Alberta.

(Signed) *"Zachery Dingsdale"* Zachery Dingsdale President and Chief Executive Officer	(Signed) *"Barry Hartley"* Barry Hartley Chief Financial Officer and Secretary

ON BEHALF OF THE BOARD OF DIRECTORS

(Signed) *"Steve Smith"* Steve Smith Director	(Signed) *"Iqbal Boga"* Iqbal Boga Director

CERTIFICATE OF THE PROMOTER

(Signed) *"Zachery Dingsdale"*
Zachery Dingsdale
Promoter

CERTIFICATE OF AGENT

Dated: November 17, 2008

To the best of our knowledge, information and belief, the Company's prospectus dated July 22, 2008, as amended by this Amendment No. 1 dated November 17, 2008, constitutes full, true and plain disclosure of all material facts relating to the securities offered by this prospectus as required by the securities legislation of British Columbia and Alberta.

BOLDER INVESTMENT PARTNERS, LTD.

(Signed) *"Paul Woodward"*
Paul Woodward, Vice-President, Corporate Finance