FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

Tajiri Resources Corp. (the "**Company**")
409 Granville Street
Suite 608, Vancouver, BC
V6C 1T2

2. Date of Material Changes

May 7, 2026.

3. News Release

A news release dated May 8, 2026 was disseminated via the facilities of Newsfile Corp. and filed on www.sedarplus.ca.

4. Summary of Material Changes

On May 7, 2026, the Company issued an aggregate of 40,000,000 common shares (the "**Shares**") to the shareholders of Nebula Resources Inc. ("**Nebula**") as consideration under its previously completed acquisition of the 65% interest in the Yono Gold Property (the "**Acquisition**").

5. Full Description of Material Change

See a copy of the news release attached hereto as Schedule "A".

6. Related Party Transaction Disclosure

In connection with the Acquisition, which closed on September 2, 2025, Dominic O'Sullivan (through Javelin Minerals Inc. ("**Javelin**")) and Robert Power (collectively, the "**Related Parties**"), as shareholders of Nebula, became entitled to receive an aggregate of 24,500,000 Shares as part of the consideration payable in respect of the Acquisition.

Immediately prior to the Acquisition, Javelin held 16,885,166 Shares, representing approximately 7.8% of the issued and outstanding common shares of the Company. Immediately following completion of the Acquisition, Javelin held 40,385,166 Common Shares, representing approximately 15.82% of the issued and outstanding common shares. As a result, Javelin's beneficial ownership increased by approximately 8.02%. An early warning report was filed by Javelin in connection with the above acquisition in accordance with applicable securities laws.

The issuance of the Shares to the Related Parties constitutes a "related party transaction" within the meaning of Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**"). While the entitlement to receive the Shares arose at the time of closing of the Acquisition, the final determination of the mechanics of issuance were not completed at that time, and accordingly the Shares were issued on May 7, 2026, upon that determination being made.

The Acquisition was undertaken to was undertaken to, among other things, secure a majority interest in the Yono Gold Property and provide the Company with exposure to a highly prospective gold district, including proximity to significant existing gold resources and access to numerous near-term exploration targets supported by extensive historical data, with a view to accelerating exploration activities and enhancing long-term shareholder value.

A resolution of disinterested directors of the board of directors of the Company approved the Acquisition. No special committee was established in connection with the Acquisition, and no materially contrary view or abstention was expressed or made by any director.

The Company relied on the exemptions from the formal valuation and minority approval requirements under sections 5.5(a) and 5.7(1)(a) of MI 61-101, respectively, on the basis that the fair market value of the Shares issuable to the Related Parties did not exceed 25% of the Company's market capitalization.

The Company did not file a material change report in respect of the related party transaction at least 21 days prior to the anticipated issuance of the Shares as the related issuance mechanics and registration matters were not settled until recently. The underlying entitlement to the Shares arose in connection with the closing of the Acquisition on September 2, 2025. The Shares were issued promptly following the settlement of such matters. The Company considers the filing of this material change report at this time to be reasonable and necessary in the circumstances.

The material terms of the Acquisition are described in the Company's previously issued news releases, which have been filed under the Company's profile on SEDAR+.

7. Reliance on subsection 7.1(2) of National Instrument 51-102

The report is not being filed on a confidential basis.

8. Omitted Information

No significant facts have been omitted from this report.

9. Executive Officer

For further information, please contact Graham Keevil, President and Chief Executive Officer of the Company, at 778-229-9602.

10. Date of Report

This report is dated at Toronto, this 14th day of May, 2026.

Cautionary Note Regarding Forward-Looking Statements and Information

This report contains "forward-looking information" and "forward-looking statements" (collectively, "forward-looking statements") within the meaning of applicable Canadian securities legislation. All statements, other than statements of historical fact, are forward-looking statements and are based on expectations, estimates and projections as at the date of this report, including, without limitation, statements regarding the future intentions of Javelin with respect to its holdings of the Company's securities.

Any statement that involves discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions, future events or performance (often but not always using phrases such as "expects", "does not expect", "is expected", "anticipates" or "does not anticipate", "plans", "budget", "scheduled", "forecasts", "estimates", "believes" or "intends" or variations of such words and phrases, or stating that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved) are not statements of historical fact and may be forward-looking statements.

Forward-looking statements contained herein are made as of the date of this press release, and the Company disclaims, except as required by law, any obligation to update any forward-looking statements whether as a result of new information, future events or otherwise. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers are cautioned not to place undue reliance on forward-looking statements.

TAJIRI RESOURCES
TSXV: TAJ

SCHEDULE "A"

Issuance of Consideration Shares for Yono Gold Property

VANCOUVER, BRITISH COLUMBIA - (May 8, 2026) Tajiri Resources Corp. (the "**Company**" or "**Tajiri**") (TSXV: TAJ) announces that, further to its news release dated September 2, 2025, it has issued an aggregate of 40,000,000 common shares of the Company (the "**Consideration Shares**") to the shareholders of Nebula Resources Inc. ("**Nebula**"), in accordance with the terms of the previously completed acquisition of the Yono Gold Property.

The Consideration Shares were not issued at the time of closing as the Company was awaiting final registration and brokerage account details from members of the Nebula shareholder group. Those details have now been received, and the Company has completed the issuance.

The Consideration Shares are subject to a statutory hold period expiring four months and one day from the date of issuance, in accordance with applicable Canadian securities laws.

Early Warning Reporting

Javelin Minerals Inc. ("**Javelin**"), a privately held company controlled by Mr. Dominic O'Sullivan, Executive Chairman and a Director of the Company, acquired ownership and control of 23,500,000 common shares of the Company (the "**Acquired Shares**") on May 7, 2026, representing approximately 15.82% of the issued and outstanding common shares of the Company following the issuance of the Acquired Shares. The Acquired Shares were issued as consideration for the acquisition of the Yono Gold Property and no cash consideration was paid. Immediately prior to the acquisition, Javelin held 16,885,166 common shares of the Company, representing approximately 7.8% of the issued and outstanding common shares of the Company. Following completion of the acquisition, Javelin, together with Mr. O'Sullivan, has ownership and control over an aggregate of 40,385,166 common shares of the Company.

Javelin advises that the Acquired Shares were acquired solely as consideration for the sale of the Yono Gold Property and not with the purpose of influencing the control or direction of the Company. Javelin may, depending on market and other conditions, increase or decrease its beneficial ownership of the Company's securities in the future, whether in the open market, by privately negotiated agreements or otherwise, subject to market conditions and other available investment and business opportunities.

The disclosure in this news release is being issued in accordance with National Instrument 62-103 – *The Early Warning System and Related Take-Over Bid and Insider Reporting Issues* in connection with the filing by Javelin of an early warning report on www.sedarplus.ca under Tajiri's profile. To obtain a copy of the early warning report filed by Javelin, please visit www.sedarplus.ca.

On Behalf of the Board,
Tajiri Resources Corp.

Graham Keevil,
President & CEO

About Tajiri

Tajiri Resources Corp. is a junior gold exploration and development Company with exploration assets located in the emerging premier gold destination of Guyana, South America. Lead by a team of industry professionals with a combined 100 plus years' experience - 40 of that in Guyana; and a track record of discovering ~20 million ounces of gold across Western Australia, West Africa and Guyana- the Company's goal is to create value through exploration and discovery.

Contact Information:
Tajiri Resources Corp.
Graham Keevil
President, CEO

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www.tajirigold.com

Forward-Looking Statements

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Neither the TSXV nor its Regulation Services Provider (as that term is defined in the policies of the TSXV) accepts responsibility for the adequacy or accuracy of this release.