

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

Montero Mining and Exploration Ltd.  
20 Adelaide Street East, Suite 400,  
Toronto Ontario  
M5C 2T6

**Item 2 Date of Material Change**

April 3, 2012

**Item 3 News Release**

The press release attached as Schedule A was released on April 3, 2012.

**Item 4 Summary of Material Change**

The material change is described in the press release attached as Schedule A.

**Item 5 Full Description of Material Change**

The material change is described in the press release attached as Schedule A.

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

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

Antonia Chapman  
Chief Financial Officer  
Montero Mining and Exploration Ltd.  
647 998-8730

**Item 9 Date of Report**

April 3, 2012

## SCHEDULE A



### Montero defines large mineralized zone at the Nyati target, Wigu Hill Rare Earth Project, Tanzania.

**Toronto, Ontario (April 3<sup>rd</sup>, 2012):** Montero Mining and Exploration Ltd. (TSX.V: MON) ("Montero") has received encouraging results from additional surface sampling and exploration trenching of the Lower Nyati Target upslope from the Tumbili Target area, at the Wigu Hill Rare Earth Project in Tanzania. (See News Release dated 03/10/2011). At Nyati, surface mapping and sampling has **outlined a much larger mineralized zone with dimensions of 800m by 1,000m. The area has subsequently been divided into the Lower Nyati (800m x 500m) and Upper Nyati (800m x 500m) targets and is located at an elevation 400m above the base of Wigu Hill.**

Highlights of the results returned to date may be summarized as follows:

- Assays returned from 104 panel samples range from 0.21% to 19.41% TREO and average **7.08% TREO**
- Trench WTRT002 averaged **3.87% TREO over 47.0m (Including 5.25% TREO over 12m and 6.95% TREO over 8.0m)**

(All widths listed are apparent widths and trenches are as close as possible to right angles to the strike of the carbonatites).

Previous exploration work at the Nyati target returned consistent high-grade TREO values from carbonatite grab samples. Follow-up exploration programs have been focused on identifying drill targets and outlining the extent of the rare earth mineralization at Nyati. This work has achieved significant results showing a much larger area of consistent high-grade mineralization. A total of 26 grab and 104 panel samples and three trenches totaling 188m in length are reported. In addition five diamond core boreholes have been completed for a total of 1,030m drilled with results expected shortly.

Dr. Tony Harwood, President and Chief Executive Officer of Montero commented, *"The lower and upper Nyati target areas have become an exciting exploration focus where mineralization occurs within a 800m x 1000m zone. Results to date show consistent elevated rare earth values from surface outcrops and over extensive widths as seen in surface trenching results of 3.87% TREO over 47m including higher-grade zones of 6.95% TREO over 8m and 5.25% TREO over 12m. Both zones exhibit good coarse mineralization at surface that we hope will be confirmed with the diamond drilling results."*

#### Sample Results

Assay results have been returned for two sets of grab samples (fragments taken from a single site) and one set of panel samples (fragments taken over an area of 1m<sup>2</sup> in the mineralised outcrop). The selective sampling program and surface geological observations have demonstrated the extent of the mineralisation within the carbonatites at both the Lower and Upper Nyati zones and has defined them as extensive targets for ongoing exploration. The results returned to date can be summarized as follows:

	Amount	Location	Range	Average Value
<b>100 grab samples</b>	<b>55</b>	<b>NE Section</b>	<b>2.51% - 18.21% TREO</b>	<b>10.43% TREO</b>
	45	SW Section	1.95% – 13.30% TREO	5.85% TREO
26 grab samples	26		5.12% - 26.58% TREO	12.15% TREO
<b>104 panel samples</b>	<b>104</b>		<b>0.21% - 19.41% TREO</b>	<b>7.08% TREO</b>

Grab samples are selective by nature and are unlikely to represent average grades on the property.

To view sampling and trenching location maps for the Nyati targets please visit:

<http://www.monteromining.com/projects/pdf/nyati-geology-march2012.pdf>

#### Trenching at the Lower Nyati target

Three long trenches were positioned across the central section of Lower Nyati where partial outcrops of bastnaesite-rich carbonatite indicated the potential for more extensive buried carbonatite occurrences. The trenches were 61.60m, 77.0m

and 49.5m long, respectively (total length 188m). Surface outcrops at Nyati and elsewhere on Wigu Hill are limited in extent and the area is mostly soil and scree covered. Thus, the value of trenching in defining the underlying geology and mineralisation is clearly evident from the results below:

Trench number	From (metres)	To (metres)	Apparent width (metres)	TREO %	SrO %
<b>WTRT001</b>	<b>0.00</b>	<b>35.00</b>	<b>35.00</b>	<b>2.56</b>	<b>1.14</b>
- Including	6.00	17.00	11.00	3.61	1.67
	35.00	61.60	26.60	1.19	0.83
<b>WTRT002</b>	<b>0.00</b>	<b>24.00</b>	<b>24.00</b>	<b>0.63</b>	<b>0.73</b>
	24.00	46.00	<b>22.00</b>	<b>4.52</b>	1.38
- Including	32.00	44.00	12.00	5.23	1.63
	46.00	50.00	4.00	0.65	1.33
	50.00	71.00	21.00	3.80	1.24
- Including	56.00	64.00	<b>8.00</b>	<b>6.95</b>	1.41
- Also	24.00	71.00	47.00	3.87	1.31
	71.00	77.00	6.00	1.01	1.00
<b>WTRT003</b>	<b>0.00</b>	<b>25.70</b>	<b>25.70</b>	<b>3.84</b>	<b>1.52</b>
- Including	19.70	23.70	<b>4.00</b>	<b>9.27</b>	1.44

Table 1. Graded assay results from 3 trenches on the Lower Nyati target

A full table of results can be viewed at: <http://www.monteromining.com/projects/pdf/nyati-sampletrench-table.pdf>

The results of the exploration carried out at Lower Nyati (800m x 500m) to date have delineated an extensive target drill zone which at this stage is only partially explored. Exploration is limited by steep slopes, thick soil and scree cover and by thick vegetation. Additional trenching and a program of infill sampling along section lines in between the current trench locations should contribute to establish drilling locations with a more detailed understanding of the continuity of the TREO mineralisation at the Lower Nyati Target.

#### Geology

Abundant bastnaesite mineralization occurs within coarse burbankite crystals in the intrusive carbonatite veins and dikes. At Lower Nyati the matrix to the burbankite is dominated by siderite in places and in other areas by dolomite. A number of the dikes observed are similar to those mapped at the high-grade Tembo and Twiga Zones to the east. To view photos of burbankite crystals in the material please visit: <http://www.monteromining.com/projects/pdf/nyatipfoto.pdf>

The bastnaesite dikes are intruded into foliated gneisses, which are now altered and carbonated, hence the altered gneiss material remains as low grade interstitial fragments and zones within the dolomitic carbonatites. The carbonatite dikes lie in two major orientations concluded to be due to pre-existing fractures within the Usagaran gneissic rocks. A conjugate set of fractures approximately ENE and NNW in direction seem to be the predominant trends of the fractures and of the carbonatites at Wigu Hill.

**QA/QC:** Montero has used blanks, field duplicates and one analytical standard to monitor the sampling and analytical quality. Results to date for the blank and field duplicates show acceptable quality for the main REEs of interest. The standard used was prepared on behalf of Montero using material from Wigu Hill and has certified analytical values for Ce, La, Pr and Sm based on analyses from 16 different laboratories. A review of the results reported by ALS Chemex, indicates that these meet the required level of analytical quality.

#### **Qualified Person's Statement**

The technical information contained in this press release has been reviewed by Mr. Mike Evans, M.Sc. Pr.Sci.Nat. who is a qualified person for the purpose of National Instrument 43-101 and a consulting geologist to Montero. Grab samples are selective by nature and are unlikely to represent average grades on the property.

#### **About Montero Mining & Exploration**

Montero Mining and Exploration Ltd. Is a mineral exploration and development company engaged in its flagship Rare Earth Elements (REE) Project Wigu Hill in Tanzania and has phosphate assets in South Africa and uranium assets in Tanzania and

Quebec, Canada. Montero is focused on adding value through the exploration on properties, which have the highest potential for future discoveries or development of existing mineral resources into mineable reserves. The flagship Wigu Hill REE Project is a high-grade, undeveloped Light Rare Earth Element deposit where the current focus is on updating the initial NI 43-101 Mineral Resource Estimate and advancing the hydro-metallurgical testwork with Mintek. Montero has a fast-track strategy to advance a portion of the Wigu Hill deposit to the mining and production stage in the short-term while further defining a larger deposit. With the rising prices of REEs and China's control over export quotas, it is becoming imperative that the rest of the world develops new rare earth resources to meet the increasing demand from "green" technology and high-tech applications.

Montero's growth strategy is to develop and de-risk the Wigu Hill Rare Earth Element project and to bring this to account through eventual rare earth production and cash flow, while operating in an environmentally and socially responsible manner. Montero trades on the TSX Venture Exchange under the symbol MON.

*Signed.* **Dr. Tony Harwood** - President and CEO

***For more information, contact:***

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**Montero Mining and Exploration Ltd.**

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