



Tango Gold Mines Incorporated
202 – 5626 Larch Street
Vancouver, British Columbia
V6M 4E1, Canada
TSX Venture: TGV

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

*Tango Gold Mines Incorporated
(the “Company”)
Suite 202 – 5626 Larch Street
Vancouver, BC V6M 4E1*

Item 2. Date of Material Change

February 21, 2013

Item 3. News Release

A news release was issued on February 21, 2014 and disseminated through the facilities of Marketwired.

Item 4. Summary of Material Change

Ms. Jennifer Boyle, B.A., LL.B., has been appointed as Chief Financial Officer of the Company, effective immediately, in place of Philipp D. Hoch, who has resigned.

The Company is evaluating its current property portfolio, and making assessments as to priority projects conducive to the current markets.

Pursuant to its stock option plan, the Company has granted stock options to certain directors, officers and consultants of the Company to purchase up to a total of 4,350,000 common shares in the capital stock of the Company. The options are exercisable at a price of \$0.05 per share for a term of five years from the date of granting.

Item 5.1 Full Description of Material Change

See attached Schedule “A”.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

This Report is not being filed on a confidential basis.

Item 7. Omitted Information

None.

Item 8. Executive Officer

Donna M Moroney, Corporate Secretary, Telephone: (604) 696.4236.

Item 9. Date of Report

February 24, 2014

SCHEDULE "A"



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NOT FOR DISSEMINATION IN THE UNITED STATES

TANGO GOLD MINES APPOINTS CHIEF FINANCIAL OFFICER

VANCOUVER, BRITISH COLUMBIA—February 21, 2014 – Tango Gold Mines Incorporated ("Tango" or the "Company") (TSXV:TGV) announces the appointment of Ms. Jennifer Boyle, B.A., LL.B., as Chief Financial Officer of the Company, effective immediately.

Ms. Boyle is a former securities lawyer based in Toronto, Ontario, where she operates a private corporate finance advisory company that works with early-stage junior resource companies to develop various growth strategies, including financings, and the structuring and identifying mineral property joint ventures. Ms. Boyle is also the Chief Executive Officer, Director, and co-founder Satori Resources Inc., and is a member of the board of directors of Carlisle Goldfields Inc., and of Nevada Exploration Inc.

Due to the restructuring of Tango, the Chief Financial Officer, Philipp D. Hoch, has decided to pursue his focus on other projects in Europe, and accordingly, has submitted his resignation as Chief Financial Officer. Mr. Hoch thanks the Chairman and his colleagues for the support he has received, and wishes the company further success.

The Company further announces that it is evaluating its current property portfolio, and making assessments as to priority projects conducive to the current markets, and accordingly, in the event that any adjustments are made, the Company will provide timely updates in this regard.

Pursuant to its stock option plan, the Company has granted stock options to certain directors, officers and consultants of the Company to purchase up to a total of 4,350,000 common shares in the capital stock of the Company. The options are exercisable at a price of \$0.05 per share for a term of five years from the date of granting.

FOR FURTHER INFORMATION PLEASE CONTACT:

Mr. Antonio Ponte
President and CEO
Tango Gold Mines Incorporated
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Statement Regarding Forward Looking Information

Certain information contained in this news release, including any information relating to the proposed transaction and Tango's future financial or operating performance may be deemed "forward-looking". These statements relate to future events or future performance and reflect Tango's expectations regarding the transaction, and the future growth, results of exploration, business prospects and opportunities of Tango. These forward-looking statements are subject to a variety of risks and uncertainties that are identified and disclosed. Although Tango believes that the forward-looking information contained in this news release are based on reasonable assumptions, readers cannot be assured that actual results will be consistent with such statements. Accordingly, readers are cautioned against placing undue reliance on forward-looking information. Tango expressly disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, events or otherwise, except in accordance with applicable securities laws.

The TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this press release.