

**FORM 51-102F3
MATERIAL CHANGE REPORT**

1. Name and Address of Company

Norsat International Inc.
110 - 4020 Viking Way
Richmond, BC
V6V 2N2

2. Date of Material Change

July 29, 2009

3. News Release

A press release announcing the material change was issued on August 5, 2009 and filed on SEDAR. A copy of the news release is attached as Schedule "A".

4. Summary of Material Change

On August 5, 2009 Norsat International Inc. ("Norsat") appointed Dr. Amiee Chan to the Board of Directors.

5. Full Description of Material Change

On July 30, 2009, the Board of Norsat International Inc. ("Norsat") voted to appoint Dr. Amiee Chan, President and CEO as a member of the board of directors. With the appointment of Dr. Chan, Norsat's Board of Directors stands at four members, three of whom are independent, consistent with Norsat's corporate governance guidelines.

6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102
Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officer

For further information, please contact Eugene Syho, Chief Financial Officer at Norsat International Inc., 110 - 4020 Viking Way, Richmond, British Columbia, Canada, V6V 2L4 Tel: (604) 821-2838

9. Date of Report

August 5, 2009



FOR IMMEDIATE RELEASE

**NORSAT INTERNATIONAL INC. ANNOUNCES APPOINTMENT OF DR. AMIEE CHAN
TO BOARD OF DIRECTORS**

VANCOUVER, British Columbia – August 5, 2009 -- Norsat International Inc. ("Norsat") (TSX: NII and OTC BB: NSATF) today announced that it has appointed Dr. Amiee Chan, Norsat's President and CEO, to its Board of Directors.

Dr. Amiee Chan has over 15 years of experience in executive management and research development in the satellite industry. An accomplished engineer, she has been published over a dozen times, currently holds a US patent in satellite technologies and has been involved in high level research teams such as the NASA ACTS Terminal Program. Prior to her promotion to CEO, Dr. Chan served as Vice President of Operations where the company experienced significant improvements to R&D, Production, IT, Customer Service, Supply Chain and Logistics, Sales and Quality Control. As the Director of Research and Development at Norsat International Dr. Chan produced several highly successful product lines that continue to be high revenue generators for the company. As a result of her strong entrepreneurial spirit, Dr. Chan was awarded in 2008 the Ernst and Young Entrepreneur of the Year Award.

Mr. Ugo A. Doninelli, Chairman of Norsat, stated, "It is my pleasure to welcome Amiee to the Board of Directors. On behalf of the Board, I believe this is a well deserved appointment as her vision and expertise in satellite communications have driven product line expansion, operational efficiencies and a corporate restructuring as part of her planned turnaround at Norsat International Inc. Amiee has the ability to make rapid decisions on sales, product development, operations and corporate strategy from the standpoint of an engineer and a CEO and I'm confident that she'll bring these strengths to her newly appointed role of Director."

Dr. Chan received her Executive MBA from Simon Fraser University where she majored in Strategy & New Ventures. She also holds an Electrical Engineering Ph. D. in Satellite Communications from the University of British Columbia and is a member of the Board of Trustees of the Canada Science and Technology Museum. She spearheads the Western Canadian branch of WIDS - Woman in Defense and Security. Always dynamic within her community, Dr. Chan is also heavily involved within her community and was a board member of the Vancouver Enterprise Forum. She also acts as a mentor in numerous organizations including Wired Woman Mentorship Program of Vancouver and the Society for Canadian Women in Science and Technology's Ms. Infinity Program.

With the appointment of Dr. Chan, Norsat's Board of Directors stands at four members, three of whom are independent, consistent with Norsat's corporate governance guidelines.

About Norsat International Inc.

Norsat International Inc. designs, engineers and markets intelligent satellite solutions for high-speed data transmission. The company's portfolio of capabilities include: microwave components; fixed, transportable, ultra-portable, vehicle-mounted and maritime satellite systems; turnkey maritime navigation and communications systems; and end-to-end network services. Norsat is headquartered in Vancouver, Canada, with offices in Annapolis, Maryland; Lincoln, United Kingdom; Stockholm, Sweden; Rome, Italy; and Daejeon, South Korea. Additional information is available at www.norsat.com, via email at investor@norsat.com or by phone at 1-604-821-2808.

Forward Looking Statements

Statements in this news release relating to matters that are not historical fact are forward-looking statements based on current expectations, forecasts and assumptions that involve risks and uncertainties that could cause actual outcomes and results to differ materially. Factors that could cause or contribute to such differences include, but are not limited to, general economic conditions, changes in technology, reliance on third party manufacturing, managing rapid growth, global sales risks, limited intellectual property protection and other risks and uncertainties described in Norsat's public filings with securities regulatory authorities.

This information should be read in conjunction with Norsat's audited consolidated financial statements and related notes included therein for the three months ended March 31, 2009, and the Management Discussion and Analysis for the three months ended March 31, 2009. All of the company's financial statements are prepared in accordance with Canadian generally accepted accounting principles (Canadian GAAP). Additional information may be found at www.norsat.com.

Contact:

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or

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