FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

TitanStar Properties Inc. (the "**Company**")
950 – 789 West Pender Street
Vancouver, British Columbia V6C 1H2

Item 2 Date of Material Change

September 4, 2013

Item 3 News Release

The Company disseminated a news release on September 11, 2013, issued in Vancouver, British Columbia, via Stockwatch, and filed on SEDAR with the British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, New Brunswick, Nova Scotia, Prince Edward Island, Newfoundland Northwest Territories, Yukon and Nunavut Securities Commissions and the TSX Venture Exchange.

Item 4 Summary of Material Change

The Company announced that a total of 630,000 stock options have been granted to the directors, officers and an employee of the Company at an exercise price of $0.10 per share for a period of five years from the date of grant.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the Company's news release dated September 11, 2013, which is available at www.sedar.com.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

T. Richard Turner, President, CEO and Director
Telephone: (604) 408-3808; Email rick@titanstar.ca

Item 9 Date of Report

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 11th day of September, 2013.

TITANSTAR PROPERTIES INC.

"T. Richard Turner"
Per: T. Richard Turner, President, CEO and Director