

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

**Item 1 Name and Address of Company**

TitanStar Properties Inc. (the "**Company**")  
1745 - 1050 West Pender Street  
Vancouver, British Columbia V6E 3S7

**Item 2 Date of Material Change**

July 29, 2015

**Item 3 News Release**

The Company disseminated a news release on July 29, 2015, issued in Vancouver, British Columbia, via Stockwatch, and filed on SEDAR with the TSX Venture Exchange and in all jurisdictions in Canada other than Québec.

**Item 4 Summary of Material Change**

The Company announced that a total of 1,245,000 stock options have been granted to the directors, officers employees of the Company at an exercise price of \$0.06 per share for a period of ten 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 July 29, 2015, which is available at [www.sedar.com](http://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](mailto:rick@titanstar.ca)

**Item 9 Date of Report**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 29<sup>th</sup> day of July, 2015.

**TITANSTAR PROPERTIES INC.**

*"T. Richard Turner"*

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