

**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**

April 11, 2017

**Item 3 News Release**

The Company disseminated a news release on April 11, 2017, 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 announces that it has issued an aggregate total of 6,351,301 common shares to settle its outstanding interest payment of \$349,150.68 accrued on convertible debentures. The shares were issued to Hoche Partners Private Equity SARL ("Hoche"), of which Jean-Daniel Cohen, a director of the Company, is an officer. Of these shares, 5,839,725 shares were issued at \$0.05381 per share, and the remaining 511,576 shares were issued at \$0.06825 per share.

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

Please see the Company's news release dated April 11, 2017 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 and Chairman  
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 11th day of April, 2017.

**TITANSTAR PROPERTIES INC.**

*"T. Richard Turner"*

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Per: T. Richard Turner, President and Chairman