

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

ITEM 1 Name and Address of Company:

Harbour Star Capital Inc. (the “Corporation” or “Harbour Star”)
1250, 639 – 5th Ave. SW
Calgary, AB T2P 0M9

ITEM 2 Date of Material Change:

February 27, 2017

ITEM 3 News Release:

The news release was distributed on February 28, 2017 and filed on SEDAR on February 28, 2017.

ITEM 4 Summary of Material Change:

The Corporation announced the completion of its initial public offering.

ITEM 5 Full Description of Material Change:

Harbour Star announced that it had completed its initial public offering of 5,068,500 common shares at the price of \$0.10 per common share and has filed for listing as a Capital Pool Company on the TSX Venture Exchange. Chippingham Financial Group Limited acted as agent on the offering. The common shares of Harbour Star are expected to commence trading on the TSX Venture Exchange during the week of February 27, 2017 under the trading symbol “HSC.P”.

As a result of the closing of this offering, Harbour Star now has 7,468,500 common shares issued and outstanding (2,400,000 of which are subject to escrow restrictions), 506,850 common shares reserved for issuance upon the exercise of agent’s options granted upon completion of the IPO and 746,850 common shares reserved for issuance upon the exercise of stock options.

Harbour Star’s board of directors and management team is comprised of the following individuals: Mohammad Fazil (President, CEO and a director), Gordon Anderson (CFO and a director), Antarezia Liang (Director), William Eilers (Director) and Scott Reeves (Corporate Secretary and a director).

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:

Further information relating to this Material Change Report may be obtained from:

Mohammad Fazil, President and Chief Executive Officer
Phone: (403) 613-7310
Fax: (403) 571-8008

ITEM 9

Date of Report:

DATED as of February 28, 2017.

The foregoing accurately discloses the material change referred to in this report.