

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

MIDNIGHT STAR VENTURES CORP.
555 Burrard Street
Suite 1085, Two Bentall Centre, PO Box 201
Vancouver, British Columbia
V7X 1M8

Item 2. Date of Material Change

October 10, 2018

Item 3. News Release

The news release was issued on October 10, 2018, and was disseminated by Stockwatch.

Item 4. Summary of Material Change

On October 10, 2018, Midnight Star Ventures Corp. (the "Company") accepted the resignation of Matthew Wright as Chief Financial Officer of the Company. The Company appointed Alan Rootenberg as the Company's Chief Financial Officer to replace the outgoing Chief Financial Officer Matthew Wright.

Item 5. Full Description of Material Change

See Item 4 – Summary of Material Change

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

David Ryan
President
604-622-1186

Item 9. Date of Report

October 10, 2018

MIDNIGHT STAR VENTURES CORP.
Suite 1085, 555 Burrard Street, Box 201
Vancouver, BC V7X 1M8

October 10, 2018

CSE Symbol: STV

NEWS RELEASE
MIDNIGHT STAR VENTURES CORP.

Vancouver, BC / Midnight Star Ventures Corp. (“The Company”) (CSE: STV) The Company announces the resignation of Matthew Wright as Chief Financial Officer of Midnight Star Ventures Corp. The Company thanks Mr. Wright for his service to the Company. The Company is pleased to announce the appointment of Mr. Alan Rootenberg as the Company’s Chief Financial Officer. Alan Rootenberg is a chartered professional accountant who has served as the Chief Financial Officer of a number of publicly traded companies, listed on the TSX, TSXV, CSE and OTCBB. Alan has a Bachelor of Commerce degree and received his CPA designation in Ontario, Canada. His extensive experience includes serving as Chief Financial Officer for mineral exploration, mining, technology and medical cannabis companies.

Cannabis Industry Experience of Alan Rootenberg

- CFO and Director of Empower Clinics Inc. (CSE:EPW), a leading owner and operator of medical cannabis clinics and developer of medical products in the US. Alan was involved in transitioning this chain of US based privately held medical cannabis clinics into a publicly traded entity. This involved extensive consultation with auditors, legal council and exchange officials
- Co-founder, President and CEO of Searchtech Ventures Inc., the predecessor company of The Cronos Group Inc. (TSX:CRON), a major participant in the Canadian cannabis industry

Midnight Star Ventures Corp.

Dr. Zaki Rakib
CEO

For further information, please contact:

David Ryan
Phone: (604) 622-1186
Email: Midnight.star.ventures@gmail.com

Forward-Looking Statements Information set forth in this news release contains forward-looking statements that are based on assumptions as of the date of this news release. These statements reflect management’s current estimates, beliefs, intentions and expectations. They are not guarantees of future performance. Midnight Star cautions that all forward looking statements are inherently uncertain and that actual performance may be affected by a number of material factors, many of which are beyond Midnight Star’s control. Such factors include, among other things, risks and uncertainties relating to the fact that any or all of the private placement will be completed and risks associated with technology development. Accordingly, actual and future events, conditions and results may differ materially from the estimates, beliefs, intentions and expectations expressed or implied in the forward looking information. Except as required under applicable securities legislation, Midnight Star undertakes no obligation to publicly update or revise forward-looking information.

Neither Canadian Securities Exchange nor its Regulation Services Provider accepts responsibility for the adequacy or accuracy of this release.