

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Nuran Wireless Inc. (the “**Company**”)
2150 Cyrille-Duquet Street
Quebec, QC G1N 2G3

Item 2 Date of Material Change

March 25, 2019

Item 3 News Release

A news release was issued on March 26, 2019 via Newswire and was filed on SEDAR.

Item 4 Summary of Material Change

On March 25, 2019, Francis Letourneau resigned from the board of directors and Babak Fouladi was appointed as a director of the Company to fill the vacancy on the board.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Francis Letourneau, Chief Financial Officer

Telephone: 418.914.7484

Item 9 Date of Report

April 18, 2019

SCHEDULE "A"
NEWS RELEASES



Leading Industry Expert Babak Fouladi Joins NuRAN Wireless Board of Directors

Quebec, QC, Canada, March 26th, 2019 – NuRAN Wireless Inc. (“NuRAN Wireless” or the “Company”) ([CSE: NUR](#)) ([OTC: NRRWF](#)) ([FSE: 1RN](#)) is pleased to announce that leading industry expert, Mr. Babak Fouladi, is joining the NuRAN Wireless Board of Directors as an Independent and non-executive director.

Mr. Fouladi is currently the Chief Technology and Digital Officer for [KPN](#), a Netherlands based landline and mobile telecommunications company. Mr. Fouladi has also held a number of senior executive roles in the telecom industry including:

- Chief Technology and Information Systems Officer at [MTN](#), the largest telecom operator in Africa and one of NuRAN’s current partner;
- Chief Technology Officer of [Vodafone](#) Spain and [Vodafone](#) Romania;
- Vice President of Multimedia and Services for [Ericsson](#).

Mr. Fouladi is currently based in Europe and has a deep and extensive understanding of the Asian, African and European wireless telecom and mobile networks markets. Mr. Fouladi is strategically positioned to assist NuRAN with both the technical and business challenges of rural and remote connectivity.

Until December 2018, Mr. Fouladi was leading MTN’s strategic realignment to focus on rural connectivity. His presentation at the Telecom Infra Project Summit in London in 2018 demonstrates his thought leadership: [TIP Summit 2018 in London – Reaching the Unconnected by Babak Fouladi](#)

Martin Bedard Chief Executive Officer and President of NuRAN Wireless stated: “We are very excited and certainly look forward to having Babak join us. The entire NuRAN Wireless Board welcomes Babak and looks forward to having access to his expertise and assistance.” Mr. Bedard added: “We expect this addition will further strengthen NuRAN’s marketing and sales strategy, as well as increase NuRAN’s visibility throughout the telecom industry.”

Due to the Company by-laws regarding the maximum number of directors, Francis Létourneau has resigned from the board to allow Mr. Fouladi’s appointment.

Mr. Babak Fouladi, Director of NuRAN Wireless stated: “I am really excited to start contributing to the efforts at NuRAN and help the Company achieve its goals of connecting rural African communities and other areas of the world. Often times it is the smaller participants in a market who can move swiftly and really change the landscape, I feel that NuRAN has this potential.”

No regulatory authority has approved or disapproved the information contained in this news release.

About NuRAN Wireless

NuRAN Wireless is a leading supplier of mobile and broadband wireless infrastructure solutions. Its innovative radio access network (RAN), core network, and backhaul products dramatically drop the total cost of ownership, thereby creating new opportunities for established, as well as emerging mobile network operators. Indoor coverage, isolated rural communities, offshore platforms and ships, NuRAN Wireless helps its customers reach everyone, everywhere.

For further information about NuRAN Wireless;

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Forward Looking Statements

This press release contains "forward-looking information" within the meaning of applicable Canadian securities legislation. Forward-looking information includes, without limitation, statements regarding the timing of the Offering, the use of proceeds from the Offering, and the future plans or prospects of the Company. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of NuRAN Wireless Inc., as the case may be, to be

materially different from those expressed or implied by such forward-looking information. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking information. Other factors which could materially affect such forward-looking information are described in the risk factors in the Company's most recent annual management's discussion and analysis that is available on the Company's profile on SEDAR at www.sedar.com. The Company does not undertake to update any forward-looking information, except in accordance with applicable securities laws.