

**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**

April 24, 2019

**Item 3 News Release**

A news release was issued on April 24, 2019 via Newswire and was filed on SEDAR.

**Item 4 Summary of Material Change**

On April 24, 2019, Maxime Dumas was appointed as President and Chief Executive Officer of the Company in place of Martin Bedard.

**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**

May 3, 2019

**SCHEDULE "A"**  
**NEWS RELEASES**



## **NuRAN Announces Change in Management**

Quebec, QC, Canada, April 24<sup>th</sup>, 2019 – NuRAN Wireless Inc. (“NuRAN Wireless” or the “Company”) ([CSE: NUR](#)) ([OTC: NRRWF](#)) ([FSE: 1RN](#)) announces the appointment of Maxime Dumas as new President and CEO.

Prior to this appointment, Mr Dumas was Vice-President of Strategy & Corporate Development for the Company. As a founding member of NuRAN Wireless, Mr Dumas defined NuRAN’s vision and played a key role in establishing the company as a leading supplier of mobile and broadband wireless solutions. Mr Dumas holds a Bachelor of Science (BSc) Degree in Computer Engineering from Université Laval, where he also pursued a Master of Science (MSc) Degree in wireless communications. For the past 15 years, he has played multiple technical, commercial and strategic roles in the fields of digital signal processing, software-defined radio, and mobile communications. Throughout the years Mr Dumas earned recognition in the world of telecommunications, and has been invited multiple times to speak at international events.

Though Mr Bedard is resigning from his position of President and CEO, he will continue to play an active role as consultant and special advisor for the Company.

Martin Bedard stated: “With the recent additions of Christian de Faria and Babak Fouladi to the Board of Directors, having Maxime Dumas stepping in as new President and CEO is bringing me strong confidence in the future of the Company.”

“On behalf of the Directors and Officers of NuRAN, I would like to extend my gratitude to Mr Bedard for having brought the Company to where it is today. It is because of his sustained commitment and dedication that NuRAN Wireless has reached such worldwide market recognition, and is poised to be a great success”, stated Maxime Dumas, President and CEO of NuRAN Wireless. “We appreciate his continued involvement as part-time consultant and special advisor to the Company and sincerely wish him the best of luck with his new endeavours.”, added Mr Dumas.

“We welcome Mr Dumas in his new role, and are confident in his skills to lead the Company to a sustained growth”, stated Christian de Faria, Director for NuRAN Wireless.

Mr Dumas’ appointment is effective as of today.

*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;**

[www.nuranwireless.com](http://www.nuranwireless.com)

Frank Candido  
Direct Financial Strategies and Communication  
[frank.candido@nuranwireless.com](mailto:frank.candido@nuranwireless.com)  
(514) 969-5530

United States Contact  
Trevor Brucato  
Managing Director  
RB Milestone Group, LLC  
Stamford, CT & New York, NY  
[tbrucato@rbmilestone.com](mailto:tbrucato@rbmilestone.com)  
[www.rbmilestone.com](http://www.rbmilestone.com)

**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](http://www.sedar.com). The Company does not undertake to update any forward-looking information, except in accordance with applicable securities laws.*