

**51-102F3**  
**MATERIAL CHANGE REPORT [F]**

**Item 1 Name and Address of Company**

Dark Star Minerals Inc. (the “**Company**”)  
1056 Handsworth Road  
North Vancouver, British Columbia, V7R 2A6

**Item 2 Date of Material Change**

May 12, 2023

**Item 3 News Release**

The news release dated May 2, 2023 was disseminated by Stockwatch and Market News on May 12, 2023.

**Item 4 Summary of Material Change**

The Company announced the resignations of Kenneth Priest as the Company’s Chief Executive Officer and as a director and Lowell Kamin as a director of the Company. The Company has appointed each of Song Lim and David Shisel as directors in place of Mr. Priest and Mr. Kamin. The Company has also appointed Marc Branson as the President and Chief Executive Officer of the Company.

*Song Lim, Director*

Song Lim is an entrepreneurial investment professional with deep specialist and broad business knowledge honed over 20 years in the capital markets. Mr. Lim currently runs a capital market advisory firm advising various financial institutions, corporate and high net worth clients in corporate, investment and fund raising matters. Since 2018, Mr. Lim has been active in the North American Alternative Investments space as a CIO and CCO of 6th largest EMD in Canada and has established a strong network within the professional, investment deal and capital ecosystem. He has been involved in 2 TSXV funding deals and a TSXV M&A deal. Mr. Lim has an extensive network in Singapore, PRC and APAC as he has been in various specialist/management/entrepreneur roles within major Asian Banks’ Investment Banking divisions, and various boutique investment firms. The specialist roles include Equity Capital Market advisory/ investment sales & trading/ structuring/ research/ advisory. In his management roles, he led front-office teams and various departments to improve on the products, processes and successfully grew the securities business.

*David Shisel, Director*

David Shisel is a seasoned entrepreneur and manager with expertise in highly regulated industries. He earned his law degree from Tel Aviv University and has held executive positions such as CEO, COO, and head of business development for private and public companies. Mr. Shisel currently serves as the co-founder and COO of Psyched Wellness, a publicly traded Canadian company that produces a food supplement made from the Amanita Muscaria mushroom, as well as serving on the Board of Weekapaug Lithium Corp.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

The material change is fully described in Item 4 above and in the News Release filed on SEDAR at [www.sedar.com](http://www.sedar.com).

*5.2 Disclosure for Restructuring Transactions*

Not Applicable

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

Not Applicable

**Item 7 Omitted Information**

None

**Item 8 Executive Officer**

Marc Branson, President, Chief Executive Officer and Director, 604.816.2555

**Item 9 Date of Report**

May 16, 2023