

Form 51-102F3
Material Change Report

Item 1. Reporting Issuer

REMSTAR RESOURCES LTD.
507 – 700 West Pender Street
Vancouver, BC V6C 1G8
Telephone: (604) 669-9788

Item 2. Date of Material Change

June 29, 2011

Item 3. Press Release

Issued on June 29, 2011 at Vancouver, British Columbia, Canada and disseminated through Canada News Wire.

Item 4. Summary of Material Change

Vancouver, B.C., June 29, 2011 – Remstar Resources Ltd. (TSX-V: REM) (Frankfurt: W2U; WKN: A0HM01) (“the Company” or “Remstar”) is pleased to announce that it has arranged a non-brokered private placement of up to 1,860,000 flow-through units at a price of \$0.07 per unit for gross proceeds of \$130,200. Each unit will consist of one common share and one-half of one transferable common share purchase warrant (“warrant”). Each whole warrant will entitle the holder to purchase an additional common share of the Company at a price of \$0.10 per common share for a period of five years following closing.

Item 5. Full Description of Material Change

See attached press release.

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

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers

The following senior officers of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Marc Levy
CEO
(604) 669-5778 ext. 105

Item 9. Date of Report June 29, 2011

TSX-V: REM

REMSTAR RESOURCES LTD.

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REMSTAR ARRANGES FINANCING

June 29, 2011

TSX-V: REM

Vancouver, B.C., June 29, 2011 – Remstar Resources Ltd. (TSX-V: REM) (Frankfurt: W2U; WKN: AOHM01) (“the Company” or “Remstar”) is pleased to announce that it has arranged a non-brokered private placement of up to 1,860,000 flow-through units at a price of \$0.07 per unit for gross proceeds of \$130,200. Each unit will consist of one common share and one-half of one transferable common share purchase warrant (“warrant”). Each whole warrant will entitle the holder to purchase an additional common share of the Company at a price of \$0.10 per common share for a period of five years following closing.

All or a portion of the financing may be subscribed for by insiders of the Company.

The financing proceeds will be used to fund the exploration on the Snip and Seebach rare earth element properties.

The private placement is subject to acceptance for filing by the TSX Venture Exchange.

On behalf of the Board of Directors

REMSTAR RESOURCES LTD.

“Marc Levy ”

Marc Levy
CEO

For more information contact the Company at:

Telephone: (604) 669-9788

Facsimile: (604) 669-9768

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.