

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 28, 2011

Item 3. Press Release

Issued on June 28, 2011 at Vancouver, British Columbia, Canada and disseminated through Stockwatch and Market News

Item 4. Summary of Material Change

Vancouver, B.C., July 28, 2011 – Remstar Resources Ltd. (TSX-V: REM) (Frankfurt: W2U; WKN: A0HM01) (“the Company” or “Remstar”) is pleased to announce that it has closed its non-brokered private placement of 1,860,000 flow-through units at a price of \$0.07 per unit for gross proceeds of \$130,200. Each unit consists of one flow-through common share and one-half of one transferable non-flow-through common share purchase warrant (“warrant”). Each whole warrant entitles 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. The securities issued under the private placement are subject to a four month hold period expiring November 29, 2011.

Item 5. Full Description of Material Change

See press release below.

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

July 28, 2011

TSX-V: REM

REMSTAR RESOURCES LTD.

700 West Pender Street, Suite 507

Vancouver BC Canada V6C 1G8

T: 604.669.9788

F: 604.669.9768

REMSTAR CLOSSES FINANCING

July 28, 2011

TSX-V: REM

Vancouver, B.C., July 28, 2011 – Remstar Resources Ltd. (TSX-V: REM) (Frankfurt: W2U; WKN: A0HM01) (“the Company” or “Remstar”) is pleased to announce that it has closed its non-brokered private placement of 1,860,000 flow-through units at a price of \$0.07 per unit for gross proceeds of \$130,200. Each unit consists of one flow-through common share and one-half of one transferable non-flow-through common share purchase warrant (“warrant”). Each whole warrant entitles 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. The securities issued under the private placement are subject to a four month hold period expiring November 29, 2011.

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

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.