

**Form 51-102F3**  
***Material Change Report***

**1. Name and Address of Company**

**Weststar Resources Corp.**  
601-121 Brew Street  
Port Moody, BC V3H 0E2

(the “Company”)

**2. Dates of Material Change(s)**

July 25, 2013

**3. News Release(s)**

A news release was issued on July 25, 2013 and disseminated via Marketwire, Baystreet News and Stockwatch News pursuant to section 7.1 of National Instrument 51-102.

**4. Summaries of Material Changes**

Vancouver, British Columbia, July 25, 2013 – WESTSTAR ANNOUNCES FINANCING OF UP TO \$510,000

**5. Full Description of Material Changes**

News Release dated July 25, 2013 – See Schedule “A”

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

Not applicable.

**7. Omitted Information**

No information has been omitted.

**8. Executive Officer**

Mr. Will Rascan, President and CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 945-6749.

**9. Date of Report**

This report is dated July 25, 2013.

SCHEDULE "A"  
to the Material Change Report dated July 25, 2013

**WESTSTAR RESOURCES ANNOUNCES FINANCING OF UP TO \$510,000**

VANCOUVER, BRITISH COLUMBIA – (July 25, 2013) – Weststar Resources Corp. (TSX-V: WER) (the "Company") announces that it intends to complete a non-brokered private placement financing consisting of 3,000,000 flow-through units (the "**FT Units**") at a price of \$0.07 per FT Unit for total gross proceeds of up to \$210,000 and up to 6,000,000 non flow-through units (the "**NFT Units**") at a price of \$0.05 per NFT Unit for total proceeds of \$300,000 (the "**Private Placement**").

The NFT Units are comprised of one common share and one share purchase warrant and the FT Units are comprised of one common share and one-half of one share purchase warrant. Each whole share purchase warrant entitles the holder to purchase an additional non flow-through common share at a price of \$0.10 for a period of 2 years from the closing date.

The proceeds from the flow-through portion of the Private Placement will be used to conduct the exploration program on the Company's properties located in Quebec and Ontario and the proceeds from the non flow-through portion of the Private Placement will be used to seek out potential property ventures and for general working capital purposes. Finders' fees may be payable subject to Exchange guidelines.

The Private Placement is subject to TSX Venture Exchange acceptance. All securities issued under the Private Placement will be subject to a four-month statutory hold period.

**About Weststar Resources**

Weststar Resources is committed to evaluating, securing and advancing Canadian mineral properties. Weststar's current stable of properties include its "Albany South East" Property, contiguous to the southeast side of Zenyatta Ventures' Albany Graphite Deposit Discovery, its advanced "Axe" Porphyry Copper-Gold Project, 20 kilometers north of Princeton, BC, a Letter of Intent with Cartier Resources to acquire up to 80% interest in the "Diego" Quebec Property, approximately 20 kilometres west of TomaGold's Monster Lake Project and its "Tahts Reach" Property, adjacent to Gold Reach's Ootsa Property.

For further info on the Company, please visit [www.weststarresources.com](http://www.weststarresources.com) or email [info@weststarresources.com](mailto:info@weststarresources.com).

On Behalf of the Board

Will Rascan, President  
Weststar Resources Corp.  
(604) 945-6749

*Neither 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.*

*This release includes certain statements that may be deemed to be "forward-looking statements". All statements in this release, other than statements of historical facts, that address events or developments that management of the Company expects, are forward-looking statements. Although management believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance, and actual results or developments may differ materially from those in the forward-looking statements. The Company undertakes no obligation to update these forward-looking statements if management's beliefs, estimates or opinions, or other factors, should change. Factors that could cause actual results to differ materially from those in forward-looking statements, include market prices, exploration and development successes, continued availability of capital and financing, and general economic, market or business conditions. Please see the public filings of the Company at [www.sedar.com](http://www.sedar.com) for further information.*