

Form 51-102F3
Material Change Report

1. Name and Address of Company

Weststar Resources Corp.
1656 Scarborough Crescent
Port Coquitlam, BC V3C 2R1

(the “Company”)

2. Dates of Material Change(s)

September 24, 2013

3. News Release(s)

A news release was issued on September 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, September 25, 2013 – WESTSTAR RESOURCES ACQUIRES EAST MILLER CLAIMS ADJACENT TO MILLER GRAPHITE PROJECT, QUEBEC

5. Full Description of Material Changes

News Release dated September 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 September 25, 2013.

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

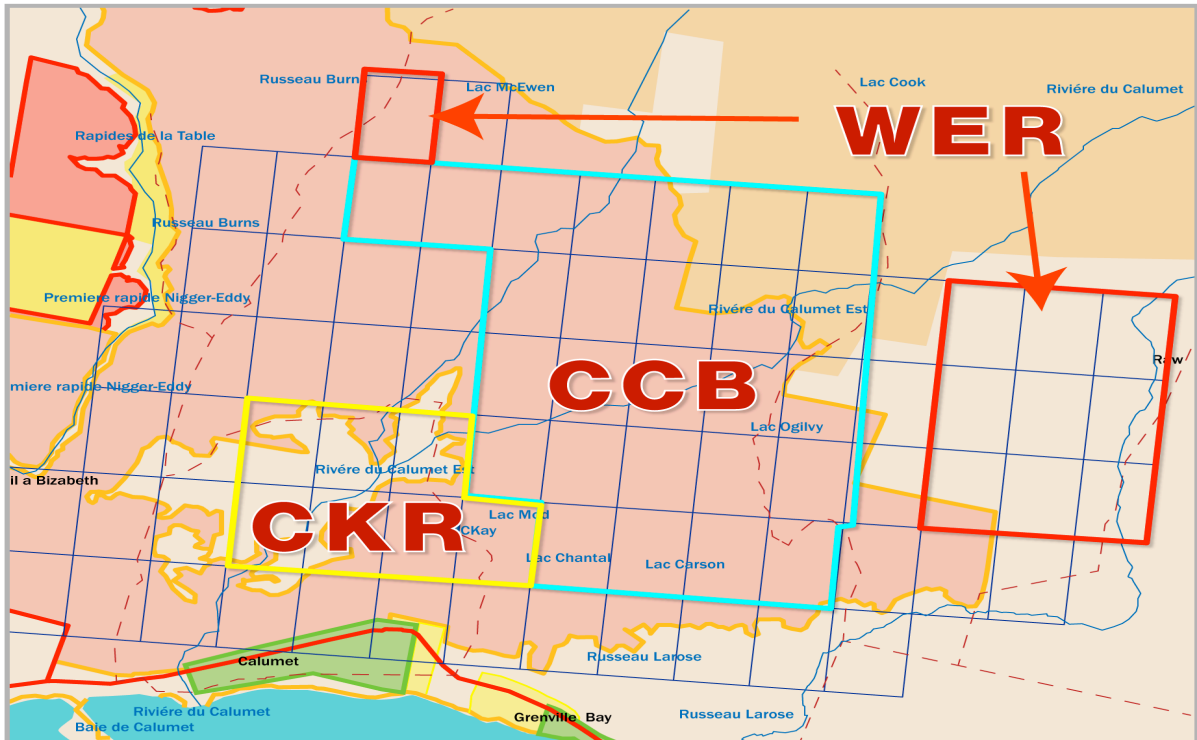
**WESTSTAR RESOURCES ACQUIRES EAST MILLER CLAIMS ADJACENT
TO MILLER GRAPHITE PROJECT, QUEBEC**

Vancouver, BC – September 25, 2013: Weststar Resources Corp. (TSX-V: WER) (the "Company" or "Weststar") announced today that it has acquired 100% interest in 10 mineral claims, covering approximately 600 hectares located in Quebec, Canada (the "East Miller Property" or the "Property"), adjacent to the east of Canada Carbon Inc. (TSX-V: CCB) ("CCB") historic Miller Graphite Project, which is a hydrothermal vein type graphite occurrence, and in the vicinity of Caribou King Resources Ltd. (TSX-V: CKR) ("CKR").

Steven Lauzier, PGeo, CKR's Calumet project geologist commented on September 18, 2013: "The graphitic marble block discovered at Calumet shows the high potential of the area and also reveals that more graphite mineralization can be present in the immediate area, probably due to a similar mineralization process as the Miller graphite hydrothermal system. The sulphidic block is also an indicator that hydrothermal processes may have happened in the area." (CKR press release September 18, 2013)

CCB is exploring its historic Miller Graphite Mine, and recently announced on September 12, 2013: "Of greatest significance is a large anomaly that extends from the previously announced (VN1) graphite vein discovery for 285 metres to the southeast and 15 m to the northwest. This large anomaly, located within the eastern claim block, is elongated toward the east and also correlates with a magnetic gradient."

WER has acquired ground adjacent to CCB and to the East of the historic Miller Graphite Project. CCB disclosed on September 12, 2013 that its VTEM geophysical anomaly "...is elongated toward the east and also correlates with a magnetic gradient."



**Weststar Resources
V.WER
Miller Graphite Play
Quebec I**

In consideration for the Property, the Company shall make a cash payment of \$2,500 and issue 2,000,000 common shares in the capital of the Company to arms-length vendors. This Agreement is subject to approval of the TSX Venture Exchange (the “Exchange”). Finder’s fees may be payable subject to Exchange guidelines.

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 or email info@weststarresources.com. Telephone: 604-945-6749.

On Behalf of the Board

Will Rascan, President
Weststar Resources Corp.

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.

This press release contains forward-looking statements about Weststar Resources Corp. Forward-looking statements are statements that are not historical facts. The forward-looking statements in this press release are subject to various risks, uncertainties and other factors that could cause the resulting issuer's actual results or achievements to differ materially from those expressed in or implied by forward-looking statements. These risks, uncertainties and other factors include, without limitation, uncertainty as to resulting issuer's ability to achieve the goals and satisfy the assumptions of management general economic factors and other factors that may be beyond the control of the parties. Forward-looking statements are based on the beliefs, opinions and expectations of the management of Weststar Resources Corp. at the time they are made, and Weststar Resources Corp. does not assume any obligation to update its forward-looking statements if those beliefs, opinions or expectations, or other circumstances, should change.