

**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)**

December 10 & December 16, 2013

**3. News Release(s)**

A news release was issued on December 17 and December 19, 2013 and disseminated via Baystreet News and Stockwatch News pursuant to section 7.1 of National Instrument 51-102.

**4. Summaries of Material Changes**

Vancouver, British Columbia, December 17, 2013 – WESTSTAR RESOURCES RE-NEGOTIATES TERMS ON THE EAST MILLER CLAIMS, ADJACENT TO CANADA CARBON’S MILLER GRAPHITE MINE, QUEBEC

Vancouver, British Columbia, December 19, 2013 - WESTSTAR RESOURCES ACQUIRES ADDITIONAL CLAIMS ADJACENT TO ZENYATTA’S ALBANY GRAPHITE DEPOSIT AND WEST OF XMET’S BLACKFLAKE PROJECT

**5. Full Description of Material Changes**

News Releases dated December 17 and December 19, 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 December 19, 2013.

SCHEDULE "A"  
to the Material Change Report dated December 19, 2013

**WESTSTAR RESOURCES RE-NEGOTIATES TERMS ON THE EAST MILLER CLAIMS,  
ADJACENT TO CANADA CARBON'S MILLER GRAPHITE MINE, QUEBEC**

*Vancouver, BC – December 17, 2013:* Weststar Resources Corp. (TSX-V: WER) (the "Company" or "Weststar") announced today that, further to its news release dated September 25, 2013, it has re-negotiated the terms on the 100% acquired interest in 9 mineral claims, covering approximately 540 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 Mine, which is a hydrothermal vein type graphite occurrence.

In consideration for the Property, the Company shall now only issue 2,500,000 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.

CCB is exploring its historic Miller Graphite Mine and recently announced on November 25, 2013 that it had "intersects of 32.45% Cg over two metres in drilling and 28.2% Cg over 1.3 metres in channel samples at Miller Project" and on December 12, 2013, it achieved "99.9978% purity by rapid thermal upgrading of Miller vein graphite."

CCB also disclosed on September 12, 2013 that its VTEM geophysical anomaly "...is elongated toward the east and also correlates with a magnetic gradient."

Will Rascan, President/CEO of Weststar, remarked: "Weststar is the only Company to have land contiguous to the east off CCB. We believe this area offers significant exploration potential."

**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 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). Telephone: 604-805-2256.

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.*

## **WESTSTAR RESOURCES ACQUIRES ADDITIONAL CLAIMS ADJACENT TO ZENYATTA'S ALBANY GRAPHITE DEPOSIT AND WEST OF XMET'S BLACKFLAKE PROJECT**

**Vancouver, BC – December 19, 2013:** Weststar Resources Corp. (TSX-V: WER) (the “**Company**” or “**Weststar**”) is pleased to announce that it has acquired 100% interest in 16 mineral claims, covering approximately 256 hectares located within the Porcupine District of Central Ontario, adjoining the Albany Graphite Deposit that is presently under advanced exploration by Zenyatta Ventures Ltd. (TSX-V: ZEN) (“**Zenyatta**”).

Will Rascan, President of Weststar, stated: “We are very excited to have the opportunity to acquire additional acreage adjacent to Zenyatta and within close proximity to Xmet. Combined with our Albany SE acquisition in July, Weststar now controls interest in a total of 560 hectares next to ZEN. We are eager to start working on our properties adjacent to Zenyatta as well as our East Miller (adjacent to Canada Carbon Inc.) Graphite Property in early 2014.”

In consideration for the Property, the Company shall issue 600,000 common shares in the capital of the Company to Ashburton Ventures Inc. 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 “East Miller” Property, contiguous to the east of Canada Carbon’s historic Miller Graphite Mine, 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 and its “Tahts Reach” Property, adjacent to Gold Reach's Ootsa Property

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On Behalf of the Board

Will Rascan, President  
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