

Form 51-102F3
Material Change Report

1. Name and Address of Company

Weststar Resources Corp.
1240-789 West Pender Street
Vancouver, BC, V6C 1H2

(the “Company”)

2. Dates of Material Change(s)

October 19, 2016

3. News Release(s)

A news release was issued on October 19, 2016 and disseminated via The Newswire pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

Weststar Resources closes financing, receives shareholder approval on change of business, closes transaction with North Road Ventures.

5. Full Description of Material Changes

News Release dated October 19, 2016– 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) 683-3995.

9. Date of Report

This report is dated October 19, 2016.

SCHEDULE “A”
to the Material Change Report dated October 19, 2016

Weststar Resources Closes Financing, Receives Shareholder Approval on Change of Business, Closes Transaction with North Road Ventures

Company to Change Name to Liberty Leaf Holdings Ltd. and Symbol to “LIB”

Vancouver, BC – October 19, 2016: Weststar Resources Corp. (CSE: WER) (the “**Company**”) is pleased to announce that it has received shareholder approval on the fundamental change of business (the “**Fundamental Change**”) announced on April 29, 2016 by shareholder consent resolution with 68.13% of shares voted.

The Fundamental Change of the Company is concurrent with the share purchase agreement (the “**SPA**”) with the shareholders of North Road Ventures Ltd. (“**North Road**”) whereby the Company may acquire, via its wholly-owned subsidiary, a 100% interest in North Road’s pending Access to Cannabis for Medical Purposes (“**ACMPR**”) application, formerly the Marihuana for Medical Purposes Regulations (“**MMPR**”) application, as well as the option and access to participate in certain business opportunities that North Road now has or may have (together, the “**Business Arrangement**”). The Company has allotted and issued 12,000,000 common shares in the capital of the Company to the shareholders of North Road at a deemed price of \$0.05 per share. For more details on the SPA, please refer to the Company’s news releases dated April 29, July 4 & September 9, 2016.

Financing

Additionally, the Company has closed a non-brokered private placement financing (the “**Private Placement**”) for gross proceeds of \$370,315.96

The Company has allotted and issued 5,290,228 units (the “**Units**”) at a price of \$0.07 per Unit. Each Unit consists of one common share in the capital of the Company and one transferable share purchase warrant (the “**Warrant**”). Each Warrant is exercisable by the holder to acquire one additional common share of the Company for a period of two years from issuance at an exercise price of \$0.10 per share, subject to acceleration.

In the event that the closing price of the Company’s common shares is at or above \$0.20 per share for ten consecutive days, the Company may provide notice to the warrant holders that the expiry date of the warrants has been accelerated and that warrants not exercised within 30 days will expire.

Proceeds from the Offering are expected to be used for general working capital purposes and to seek out new potential ventures. In relation to the Private Placement, the Company has paid finder’s fees of an aggregate \$17,412.60 to arm’s-length third parties.

All securities issued pursuant to the SPA and Private Placement are subject to a four-month and one-day hold period.

Name & Symbol Change

Furthermore, upon the resumption of trading, the Company will be changing its name to Liberty Leaf Holdings Ltd. and symbol to “LIB” and will be categorized in the Life Sciences Sector. The Company has satisfied the conditions of the CSE to obtain final approval. The Company’s shares will remain halted until final approval is received and the Company will issue a news release once this is obtained.

For further info on the Company please visit www.weststarresources.com or email info@weststarresources.com.

On Behalf of the Board

Will Rascan, President & CEO
Weststar Resources Corp.
Phone: 604-683-3995