

**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)**

September 29, 2016

**3. News Release(s)**

A news release was issued on September 29, 2016 and disseminated via Stockwatch News and Market News pursuant to section 7.1 of National Instrument 51-102.

**4. Summaries of Material Changes**

Weststar Resources announces private placement of up to \$250,000

**5. Full Description of Material Changes**

News Release dated September 29, 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 September 29, 2016.

**Weststar Resources Announces Private Placement of up to \$250,000**

**Financing Will Accomplish Final Condition Prior to Fundamental  
Change and Trading as Liberty Leaf**

*Vancouver, BC – September 29, 2016: Weststar Resources Corp.* (CSE: WER) (the "Company") announces a private placement of up to 3,571,428 units of the Company at \$0.07 per unit for gross proceeds of up to \$250,000 (the "Offering"). Each unit will be comprised of one common share of the Company and one common share purchase warrant. Each warrant will be exercisable into one common share of the Company for two years from the date of 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.

The Offering will close concurrently with the commencement of trading of the Company's shares upon receiving final approval from the CSE on the Company's Fundamental Change. For more details, please refer to the Company's news release dated September 28, 2016.

All of the securities issued in connection with the Offering will be subject to a hold period expiring four months and one day after closing. Proceeds from the Offering are expected to be used for general working capital purposes and to seek out new potential ventures. Finder's fees may be paid in connection with the Offering.

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 & CEO*

Weststar Resources Corp.

Phone: 604-683-3995