

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1. Name and Address of Company

International Starteck Industries Ltd. (the "Company")
2785 Komori Road
70 Mile House, B.C. V0K 2K0
Tel: (250) 456 - 2440
Fax: (250) 456 - 7710

Item 2. Date of Material Change

February 22, 2007

Item 3. News Release

February 22, 2007 – via Canada Stockwatch and Market News

Item 4. Summary of Material Change

Tom Bearrs and Grant Hiebert have resigned as directors and/or officers of the Company and have been replaced as directors by Ulrich Schuerch and Sharon Osland. Ms. Osland has also been appointed as Chief Financial Officer of the Company.

Item 5. Full Description of Material Change

Messrs. Tom Bearrs and Grant Hiebert recently resigned as directors and/or officers of the Company and have been replaced by Mr. Ulrich Schuerch and Ms. Sharon Osland. Ms. Osland has also been appointed as Chief Financial Officer and is primarily responsible for overseeing the day to day operations of the Company's manufacturing plant at 70 Mile House, B.C. Mr. Barry Ehrl remains as the President and a director of the Company and Mr. Jack Bryant, who was appointed in August, 2006, continues with the Company as an independent director.

Mr. Schuerch has an extensive background in banking and venture capital and currently owns and operates Tell Capital, a private Swiss investment firm. The Company is confident that Mr. Schuerch's experience and contracts within the investment community will prove valuable assets as the Company seeks to raise additional capital to maintain and grow its manufacturing operations.

Ms. Sharon Osland is a chartered management accountant with 17 years experience in financial management and holds Bachelors of Commerce and Bachelors of Business Administration degrees from the University of Toronto.

Management of the Company has recently conducted a complete review of its manufacturing operations and is in the process of updating its manufacturing and inventory control systems, hiring practices and financial management systems in order to reduce material and labour costs, increase sales and improve the overall efficiency of its operations with a view to achieving profitability.

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

N/A

Item 7. Omitted Information

Nil

Item 8. Executive Officer

Sharon Osland – Chief Financial Officer
(250) 456 - 2440

March 2, 2007 _____
Date

(signed) “*Sharon Osland*”

Sharon Osland – Chief Financial Officer