REPORT OF ACQUISITION

The following information is filed pursuant to Section 101 of the *Securities Act* (Ontario) and equivalent provisions under applicable securities legislation:

(a) the names and addresses of the offerors:

Talent Oil and Gas Ltd. ("Talent")
Suite 3400, 150-6th Ave., S.W.
Calgary, Alberta, T2P 3Y7

S. Donald Moore ("Moore")
Suite 1240, 70 York Street
Toronto, Ontario, M5J 1S9

(b) the designation and number or principal amount of securities and the offerors' security holding percentage in the class of securities of which the offeror acquired ownership or control on the transaction or occurrence giving rise to the obligation to file this report, and whether it was ownership or control that was acquired in those circumstances;

On or about 28 November 2003, Talent, an associate of Moore, will acquire ownership of an additional 1,695,490 common shares in the capital of InterStar Group Inc. ("InterStar"), representing 6.6% of the fully diluted outstanding common shares of InterStar. Upon closing the transaction pursuant to the acquisition of all of the issued capital of closely-held Theralase Inc. of Markham, Ontario, Talent and Moore will hold 8,404,333 common shares of InterStar, 7,575,903 InterStar shares as to Talent and 828,430 InterStar shares as to Moore, in the aggregate representing 32.55% of the outstanding shares of InterStar.

(c) the designation and number or principal amount of securities and the offerors' security holding percentage in the class of securities immediately after the transaction or occurrence giving rise to the obligation to file this report;

8,404,333 common shares to be held by Talent and Moore, representing 32.55% of the 25,822,271 InterStar common shares to be issued and outstanding.

(d) The designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to in paragraph (c) over which

(i) the offerors, either alone or together with any joint actors, have ownership and control,

8,404,333 common shares, representing 32.55% of the 25,822,271 InterStar common shares to be issued and outstanding.

(ii) the offerors, either alone or together with any joint actors, have ownership but control is held by other persons or companies other than the offerors or any joint actor, and

None.

(iii) the offerors, either alone or together with any joint actors, have exclusive or shared control but do not have ownership;

None.

(e) the name of the market in which the transaction or occurrence that gave rise to this report took place;

The securities will be acquired pursuant to the acquisition by InterStar of all of the issued capital of closely-held Theralase Inc. of Markham, Ontario.

(f) the purpose of the offerors and any joint actors in effecting the transaction or occurrence that gave rise t this report, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer;

The securities were acquired by Talent for investment purposes and Talent has no present intention to acquire additional securities of InterStar.

(g) the general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the offerors, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the news release, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities;

None.

(h) the names of any other joint actors in connection with the disclosure required by this report;

None.

(i) in the case of a transaction or occurrence that did not take place on a stock exchange or other marked that represents a published market for the securities, including an issuance form treasury, the nature and value of the consideration paid by the offerors and

The new InterStar common shares, aggregating 1,695,490 shares, will be received by Talent in connection with the acquisition by InterStar of all of the capital of Theralase Inc. in which Talent held a 32.83% ownership interest.

(j) if applicable, a description of any change in any material fact is set out in a previous report by the entity under the early warning requirements in respect of the reporting issuer's securities.

N/A.

DATED as of this 29th day of October 2003 (signed) "S. Donald Moore"