FORM 51 – 102F3
Material Change Report

Item 1 **Name and Address of Company**

Abbastar Resources Corp. (the "Company")
1150 - 750 West Pender St.
Vancouver, BC V6C 2T8

Item 2 **Date of Material Change**

November 30, 2012 and December 4, 2012.

Item 3 **News Release**

On December 4, 2012 the news release was forwarded for dissemination to Stockwatch and was SEDAR filed.

Item 4 **Summary of Material Change**

The shareholders of the Company approved all matters put before them at the annual general and special meeting on November 30, 2012. Richard Grayston was appointed the President and CEO of the Company and Keir Reynolds was appointed the CFO of the Company. Richard Grayston, James Turner and Mark Ferguson were appointed to the audit committee of the Company.

Item 5 **Full Description of Material Change**

The Company held its annual general and special meeting on November 30, 2012. The shareholders of the Company approved all matters put before them during the meeting.

The number of directors of the Company was fixed at four. Richard Grayston, James Turner, Keir Reynolds and Mark Ferguson were elected to the Company's board of directors.

The consolidation of the shares of the Company at a ratio of up to six to one, to be determined at the sole discretion of the board of directors of the Company was approved.

The shareholders of the Company approved the plan of arrangement, announced by the Company on October 26, 2012, by way of a special resolution. The plan of arrangement has been filed on www.sedar.com and was included in the information circular. The plan of arrangement has been conditionally approved by the TSX Venture Exchange and is subject to the final approval by the TSX Venture Exchange. The Supreme Court of British Columbia approved the plan of arrangement on December 5, 2012.

The shareholders also approved the share option plans for the four wholly owned subsidiaries of the Company Anacott Resources Corp., Brunello Resources Corp., Sparx Energy Corp. and Teldar Resources Corp.

DeVisser Gray LLP, Chartered Accountants were re-appointed as Auditors of the Company.

Mr. Richard Grayston replaced Mr. Donald Gordon as the president and the chief executive officer of the Company. Mr. Keir Reynolds replaced Mr. Patrick Lavin as the chief financial officer of the Company. Mr. Grayston was also appointed as the secretary of the Company.

Richard Grayston, James Turner and Mark Ferguson were appointed to the audit committee of the Company.

Item 6 **<u>Reliance on Subsection 7.1 (2) of National Instrument 51-102</u>**

N/A

Item 7 **<u>Omitted Information</u>**

N/A

Item 8 **<u>Executive Officer</u>**

The following executive officer of the Company is knowledgeable about this report and the material change disclosed herein:

Richard Grayston
Chief Executive Officer
Tel. 403-278-3894

Item 9 **<u>Date of Report</u>**

December 10, 2012.