

FORM 27

Securities Act (British Columbia)

Material Change Report Under Section 67(1) of the Act

1. **Reporting Issuer**

Geostar Metals Inc.
1255 West Pender Street
Vancouver, B.C. V6E 2V1

2. **Date of Material Change**

November 17, 1999

3. **Press Release**

The press release for Geostar Metals Inc. (the "Company") dated November 17, 1999 was forwarded to the Vancouver Stock Exchange and BC Securities Commission via SEDAR and disseminated via Vancouver Stockwatch, Market News, and George Cross Newsletter.

A copy of the press release is attached as Schedule "A".

4. **Summary of Material Change**

Geostar Metals announces private placement amendment.

5. **Full Description of Material Change**

Geostar Metals Inc. (the "Company") announces that the \$630,000 private placement referred to in News Release 99-03 of 16 November, 1999 (yesterday), will be effected by the issue of 2,520,000 Special Warrants at a price of \$0.25 instead of 2,520,000 Units at that same price. Each Special Warrant will entitle the holder to receive one common share of the Company and one share purchase warrant at no extra consideration. Each share purchase warrant entitles the holder to purchase one common share of the Company for \$0.25 during the first year and for \$0.30 during the second year of a two-year term. As previously announced, there is a finder's fee of \$15,000 payable in common shares of the Company in connection with this private placement.

6. **Reliance on Section 67(2) of the Act**

N/A

7. **Omitted Information**

N/A

8. Senior Officers

The following Senior Officer of the Company is available to answer questions regarding this report:

Sharon Lewis, Secretary

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

The undersigned hereby certifies that the statements made in this report are true and correct.

DATED at Vancouver, British Columbia, this 17th day of November, 1999.

Geostar Metals Inc.
(Name of Issuer)

Per:
"Sharon Lewis"
(Signature of authorized signatory)

Sharon Lewis, Secretary
(Name and office of authorized signatory)

GEOSTAR METALS INC.

1255 West Pender Street
Vancouver, B.C. V6E 2V1

Telephone (604) 669-4899 Fax Line (604) 685-2345

NEWS RELEASE 99-04

November 17, 1999

PRIVATE PLACEMENT- AMENDMENT

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"Michael A. Reimann"

Michael A. Reimann
President & CEO

Contact: Investor Relations at (604) 669 4899

The information contained herein has neither been approved nor disapproved by the Vancouver Stock Exchange.