FORM 51-102F3

MATERIAL CHANGE REPORT

ITEM 1 – NAME AND ADDRESS OF COMPANY

Geostar Metals Inc. (the "Company")
Suite 502-543 Granville Street
Vancouver, British Columbia
V6C 1X8

ITEM 2 – DATE OF MATERIAL CHANGE

November 1, 2006

ITEM 3 – NEWS RELEASE

The press release was issued November 1, 2006 over CCN Matthews.

ITEM 4 – SUMMARY OF MATERIAL CHANGE

The Company has, in consultation with CIS Energy Inc. ("CIS"), allowed the Main Agreement and Agency Agreements between CIS and MontazhMalikMunai LLP ("MMM") to lapse. The Corporation continues to negotiate with MMM.

ITEM 5 – FULL DESCRIPTION OF MATERIAL CHANGE

See News Release attached.

ITEM 6 – RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7 – OMITTED INFORMATION

Not applicable.

ITEM 8 – EXECUTIVE OFFICER

Neil Halldorson, President and Chief Executive Officer (business telephone number: (604) 669-4899), is the officer of the Company knowledgeable about the details of this material change report.

ITEM 9 – DATE OF REPORT

DATED at Vancouver, B.C. the 3rd day of November, 2006.

GEOSTAR
METALS · INC

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FOR IMMEDIATE RELEASE **NEWS RELEASE** **TSX-V SYMBOL- GOS**

GEOSTAR CONTINUES NEGOTIATIONS FOR MMM INVESTMENT

November 1, 2006 – Geostar Metals Inc. (the "Corporation"), a Vancouver-based merchant banking company, announces that further to its news release dated October 13, 2006 it has, in consultation with CIS Energy Inc. ("CIS"), allowed the Main Agreement and Agency Agreements between CIS and MontazhMalikMunai LLP ("MMM") to lapse by not seeking an extension to the closing date of October 30, 2006. The Corporation's decision is based upon ongoing negotiations with the current participants of MMM to represent the agreed business terms in a more relevant structural agreement that better conforms to the Corporation's acquisition standards. These negotiations, in part, are based on the principle that all consideration related to the investment in MMM be paid inside Kazakhstan and therefore the Cdn$15 million escrow funds provided pursuant to the Agency Agreement have been returned to Quest Capital Corp. as of October 31, 2006. The Corporation intends to complete its acquisition of the issued and outstanding shares of CIS for nominal consideration to its shareholders. Payment of any material consideration under the Corporation's agreement with CIS and its shareholders requires, among other things, that the agreements between CIS, MMM and its participants for the acquisition of MMM be amended on terms satisfactory to the Corporation.

FOR FURTHER INFORMATION PLEASE CONTACT:
Neil Halldorson, President and CEO
Tel.: (604) 669-4899

The TSX Venture Exchange has in no way passed upon the merits of the proposed transaction and has neither approved or disapproved the contents of this press release. The TSX Venture Exchange does not accept responsibility for the adequacy or accuracy of this release.

This news release contains certain statements that may be deemed "forward-looking statements". All statements, other than statements of historical fact, that address events or developments that Geostar expects to occur, are forward looking statements. Forward looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "potential" and similar expressions, or that events or conditions "will", "would", "may", "could" or "should" occur. Although Geostar believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in the forward-looking statements. Factors that could cause the actual results to differ materially from those in forward-looking statements include market prices, exploration and production successes or failures, continued availability of capital and financing, inability to obtain required shareholder or regulatory approvals, and general economic market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. Forward looking statements are based on the beliefs, estimates and opinions of Geostar's management on the date the statements are made.