This is the form of material change report required under Section 67(1) of the *Securities Act*.

BC FORM 53-901F

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 67(1) OF THE ACT

Item 1. Reporting Issuer

FIRST STAR RESOURCES INC.
1118 Homer Street - Suite 214
Vancouver, BC V6B 6L5

Telephone: (604) 609-0575
Fax: (604) 609-0565

Item 2. Date of Material Change

May 6, 2010

Item 3. Press Release

The date of the press release issued pursuant to Section 67(1) of the Act with respect to the material change disclosed in this report is **May 6, 2010.** The press release was issued in Vancouver, British Columbia.

Item 4. Summary of Material Change

PRIVATE PLACEMENT AMENDMENT AND MOSSER DOME OIL FIELD SALE AGREEMENT

Item 5. Full Description of Material Change

Mr. Bill Wishart, President and CEO of First Star Resources Inc. (TSX-V: FRS) (Frankfurt Exchange: F2U ("First Star") announces that the previously announced private placement of offering (the "Offering") has been amended to comprise 7,500,000 units at $0.20 per unit (a "Unit") for a total of $1,500,000, where each Unit consists of one common share of the Company and a non-transferable share purchase warrant (a "Warrant") having a 2 year exercise term and where one whole warrant may be exercised for the purchase of one further common share of the Company at the exercise price of $0.25 per common share, subject to the following acceleration provision: if the closing trading price for the common shares of the Issuer as traded on the TSX Venture Exchange is equal to or greater than $0.90 per common share for 10 consecutive trading days (the "Threshold Period"), then the Company shall issue a press release announcing the occurrence of the Threshold Period. The Subscriber shall have until 4:00 pm (Vancouver, BC Time) of the 30th calendar day after the date of dissemination of the press release to exercise the share purchase warrants (the "Accelerated Expiry Date"). The share purchase warrants shall expire on the earlier of the last day of the 2 year exercise term or the Accelerated Expiry Date. The Company may pay finder's fees in cash, compensation warrants or a combination of both in accordance with the policies of the TSX Venture Exchange.

The Company further announces that it has agreed to sell its 50% interest in the Mosser Dome Oil

Field in Montana to Antelope Resources Inc for a price of US $300,000. President Bill Wishart stated that "The sale of the Mosser field makes sense for First Star since lower oil prices and high operating costs have caused an unreasonably long return on investment. Further, the ensuing positive cash position will allow the Company to acquire projects with greater upside." Final closing of the purchase and sale agreement is subject to approval by the TSX Venture Exchange.

For further information please contact Bill Wishart at (604) 609-0555 or Patrick Forseille, P.Geo. at (604) 608-0300 or toll free at 1-877-609-0555.

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

N/A

Item 7. Omitted Information

N/A

Item 8. Senior Officer

The following senior officer of the Company is knowledgeable about the material change disclosed in this report:

Bill Wishart
Phone: (604) 609-0575

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.
Executed at Vancouver, British Columbia this 6th day of May 2010.

"*Bill Wishart*"

Bill Wishart
President