BC FORM 53-901F (Previously Form 27)

Securities Act

Material Change Report Under Section 85(1) of the Act

ITEM 1 Reporting Issuer

State the full name and address of the principal office in Canada of the reporting issuer:

Megastar Development Corp.
(the "Company")
Unit 5, 9110 Glover Road
Fort Langley, BC V1M 2S2
(604) 888-0786

ITEM 2 Date of Material Change

State the date of the material change:

April 18, 2002

ITEM 3 Press Release

State the date and place(s) of issuance of the press release issued under section 85(1) of the Act.

April 18, 2002
Vancouver, British Columbia

ITEM 4 Summary of Material Change

Provide a brief but accurate summary of the nature and substance of the material change:

The Company announces that it has granted a stock option to one of its directors in the amount of 100,000 shares at a price of $0.18 per share exercisable until April 18, 2007.

ITEM 5 Full Description of Material Change

See attached Schedule.

ITEM 6 Reliance on Section 85(2) of the Act

If the report is being filed on a confidential basis in reliance on section 85(2) of the Act, state the reasons for that reliance:

N/A

ITEM 7 Omitted Information

N/A

ITEM 8 Senior Officers

Give the name and business telephone number of a senior officer of the reporting issuer who is knowledgeable about the material change and the report or an officer through whom the Commission may contact that senior officer:

Peter Haladin, President and Director
(604) 888-0786

ITEM 9 Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Fort Langley, British Columbia, this 18th day of April, 2002.

"Peter Haladin"
Peter Haladin,
President and Director

Schedule A

MEGASTAR DEVELOPMENT CORP.
Unit 5, 9110 Glover Road
Fort Langley, BC V1M 2S2
Telephone: (604) 888-0786
Facsimile: (604) 888-3286

April 18, 2002 Symbol: MDV

NEWS RELEASE

The Company announces that it has granted, subject to regulatory approval, an incentive stock option agreement to one of its directors for the right to purchase an aggregate of 100,000 common shares, exercisable for five (5) years at the price of $0.14 per share. The stock option agreement will be legended with the required four (4) month hold from the time of granting, in accordance with the policies of the Canadian Venture Exchange.

MEGASTAR DEVELOPMENT CORP.

"Peter Haladin"

Peter Haladin
President and Director

The Canadian Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of the contents herein.