Form 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

State the full name of your company and the address of its principal office in Canada.

REDSTAR GOLD CORP.
615 – 800 West Pender Street
Vancouver, BC V6C 2V6
Telephone No. (604) 488-0051

Item 2 Date of Material Change

State the date of the material change.

August 8, 2013

Item 3 News Release

State the date and method(s) of dissemination of the news release issued under section 7.1 of National Instrument 51–102.

The News Release was disseminated on August 8, 2013 to the Toronto Stock Exchange as well as through various other approved public media and was SEDAR filed with the British Columbia and Alberta Securities Commissions.

Item 4 Summary of Material Change

Redstar Gold Corp (TSX.V:RGC) ("Redstar" or the "Company") reports today that it is intending to proceed with a non-brokered private placement of up to 38,500,000 units at a price of $0.055 per unit to raise gross proceeds of $2,117,500. Each unit in the placement will consist of one common share and one share purchase warrant. Each share purchase warrant will entitle the holder to acquire one additional common share at a price of $0.07 per share for a period of one year from the closing and at a price of $0.10 per share for a subsequent 14 month period from closing. The Company has agreed to pay finders' fees equal to 6%, payable in cash or shares, to finders who have introduced subscribers to the placement.

Item 5 Full Description of Material Change

Redstar Gold Corp (TSX.V:RGC) ("Redstar" or the "Company") reports today that it is intending to proceed with a non-brokered private placement of up to 38,500,000 units at a price of $0.055 per unit to raise gross proceeds of $2,117,500. Each unit in the placement will consist of one common share and one share purchase warrant. Each share purchase warrant will entitle the holder to acquire one additional common share at a price of $0.07 per share for a period of one year from the closing and at a price of $0.10 per share for a subsequent 14 month period from closing.

The Company has agreed to pay finders' fees equal to 6%, payable in cash or shares, to finders who have introduced subscribers to the placement.

Proceeds from the placement will be applied to a required property payment on the Company's Alaska gold project and for general working capital.

Closing of the placement is subject to the approval of the TSX Venture Exchange.

Item 6 Omitted Information

State whether any information has been omitted on the basis that it is confidential information.

No information has been intentionally omitted from this form.

Item 7 Executive Officer

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.

R. Bob Singh, President, CEO
REDSTAR GOLD CORP.
615 – 800 West Pender Street
Vancouver, BC V6C 2V6
Telephone: (604) 488-0051
Fax: (604) 488-0053

Item 9 Date of Report

DATED at Vancouver, British Columbia, this 13th day of August 2013.