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.

October 30, 2014

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 October 30, 2014 by TheNewswire.

Item 4 Summary of Material Change

Vancouver BC, **Redstar Gold Corp** (TSX.V:RGC) ("Redstar" or the "Company") is pleased to announce that, together with Full Metal Minerals Ltd. (TSX.V:FMM) ("FMM") and the Aleut Corporation (an Alaska Native-owned Regional Corporation), it has signed an Assignment and Novation Agreement (the "Agreement") in respect of the Unga-Popov Property, whereby all rights and interests held previously by FMM are assigned to Redstar. Pursuant to the Agreement, Redstar is required to issue 750,000 common shares, and pay to FMM US$50,000 (of which US$10,000 has been paid) and C$125,000.

The Agreement and the transaction contemplated thereunder are subject to approval by the TSX Venture Exchange.

Item 5 Full Description of Material Change

Vancouver BC, **Redstar Gold Corp** (TSX.V:RGC) ("Redstar" or the "Company") is pleased to announce that, together with Full Metal Minerals Ltd. (TSX.V:FMM) ("FMM") and the Aleut Corporation (an Alaska Native-owned Regional Corporation), it has signed an Assignment and Novation Agreement (the "Agreement") in respect of the Unga-Popov Property, whereby all rights and interests held previously by FMM are assigned to Redstar.

The terms of the original agreement have been amended, allowing Redstar to reduce the overall cost of the acquisition by approximately 24% through the issuance of fewer shares and a larger cash component. Under the terms of the original agreement with FMM—which has an exploration agreement with option to lease with the Aleut Corporation—Redstar agreed to purchase FMM's interest in the Unga-Popov Property in consideration for 4,000,000 common shares of Redstar and US$50,000. The terms of the original agreement have been amended to provide that Redstar is required to issue only 750,000 common shares, and pay to FMM US$50,000 (of which US$10,000 has been paid) and C$125,000.

The Agreement and the transaction contemplated thereunder are subject to approval by the TSX Venture Exchange.

Toby Mayo, President and CEO of Redstar, commented: "The strategic transaction between FMM, the Aleut Corporation and Redstar completes the consolidation of the Shumigan and Unga-Popov properties—together comprising the Unga Project. While the cash component of the transaction has increased, the overall cost to the Company is reduced significantly, providing Redstar shareholders with a less dilutive deal. The transaction, which gives Redstar undivided control of a district-scale exploration area covering approximately 250 km^2, will afford the Company greater flexibility and control over future exploration."

The Company has recently completed its summer program at the Unga Project. The program consisted of detailed survey work, extensive rock and soil sampling and geological trench mapping covering three target areas: 1) the Apollo-Sitka Trend; 2) the Aquila Prospect; and 3) the Shumigan Prospect. Results are pending and will be released in due course.

About Redstar Gold Corp.

Redstar is a Vancouver based junior exploration company focused on high-grade gold exploration in North America. Each of Redstar and Confederation Minerals Ltd. (TSX.V:CFM) owns 50% of the Newman Todd Project, located in Red Lake, Ontario, Canada. In Alaska, the Company is exploring the high-grade Unga Project, which it acquired initially in 2011. At Unga, a comprehensive exploration program commenced in late July, 2014 and results are expected to be used to determine drill targets for a first phase diamond drill program. Additionally, the Company has ten properties in Nevada, which have been optioned to True Grit Resources Ltd. (NEX:TGI.H).

Jesse C. Grady, MSc, CPG-11592, the Company's Vice President of Exploration and a qualified person within the meaning of National Instrument 43-101, has reviewed and approved the technical content of this news release.

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.

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

Item 8 Date of Report

DATED at Vancouver, British Columbia, this 3rd day of November 2014.