FORM 53-901F
(Previously Form 27)**MATERIAL CHANGE REPORT UNDER**
SECTION 85(1) OF THE *SECURITIES ACT*(BRITISH COLUMBIA)

1. Reporting Issuer

Arctic Star Diamond Corp.
Suite 1473, P.O. Box 49057, 595 Burrard Street
Vancouver, British Columbia, V7X 1C4

2. Date of Material Change

November 17, 2003.

3. Press Release

The Press Release dated November 17, 2003 was disseminated via Market News Publishing and Canada Stockwatch.

4. Summary of Material Change

The company announces two new kimberlite occurrences found at Attawapiskat

5. Full Description of Material Change

See attached press release dated November 17, 2003.

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

Not Applicable

7. Omitted Information

Not Applicable

8. Senior Officers

Patrick Power, President
Thomas Yingling, Secretary
(604) 689-1799

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, British Columbia on the _____ day of November, 2003.

ARCTIC STAR DIAMOND CORP.

Per:

"Patrick Power"
PATRICK POWER

ARCTIC STAR DIAMOND CORP.

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TWO NEW KIMBERLITE OCCURENCES FOUND AT ATTAWAPISKAT

Vancouver, B.C. November 17, 2003. Arctic Star Diamond Corp. (ADD - TSX Venture Exchange)

Field management of the Company's Attawapiskat project reports that auger drill testing of the 400 x 250 metres geophysical anomaly, reported in a press release on October 30, 2003, has intersected abundant kimberlite fragments embedded in green clay at a depth of 3 metres to end of hole at 7 metres. They also reported that the kimberlite contains moderately abundant purple pyrope garnets and picroilmenite, mineral characteristics of kimberlite. A 50 kg sample composed of soft green weathered kimberlite fragments and green clay is being couriered to the CF Mineral Research laboratory for analysis for diamonds as well as diamond inclusion indicator minerals.

In another area, auger drilling intersected a greenish clay containing walnut size pieces of soft green clay as well as fragments of limestone, dolerite and granite from a depth of 5 metres to end of hole at 12 metres. An 18.5 kg sample was couriered to CF Mineral Research Ltd and preliminary laboratory concentration of the sample produced a 2.5 gram kimberlite concentrate containing abundant fresh picroilmenite, eclogitic garnets, purple pyrope garnets, chrome diopside and olivine. A previously collected 10 kg sample at a depth of 3 to 5 metres from a hole drilled 40 metres away also conatined abundant picroilinite, chromite, purple pyrope garnets, olivines and chrome diopsides. Microprobe analysis of 137 of the 832 indicator minerals recovered from this earlier sample detected 24 G10 garnets, 10 chrome diopsides, two group 1 eclogitic garnets and 4 olivines with compositions equivalent to diamond indicator minerals that grow with diamond. The concentrates from both these drill holes are currently being fusion analyzed for diamond content.

There has been minor delay in assembling the second drill rig but the supplier advised that it will be available for shipping to the project area at the end of this week. The second rig is set up for core drilling and will be used to core test kimberlite targets including the two new occurrences mentioned above as well as the earlier discovered kimberlite reported on October 23, 2003. The first auger drill will be used to track down the source of the five additional indicator mineral trails with anomalously abundant diamond inclusion compositions.

Although additional drilling is needed to determine whether the two new kimberlite occurrences are kimberlite pipes, when taken in the context of the previously reported discovery, they suggest the possibility that a new cluster of kimberlites has been located at Attawapiskat. The distribution of indicator minerals indicate additional deposits remain to be discovered while the mineral chemistry indicates that some of them should contain significant diamond grades.

Patrick Power
President