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

1. Reporting Issuer

ARCTIC STAR DIAMOND CORP.
Suite 1818, 701 West Georgia Street
Vancouver, British Columbia, V7Y 1C6

2. Date of Material Change

May 3, 2010

3. Press Release

The Press Release dated May 3, 2010 was disseminated via Market News Publishing and Canada Stockwatch.

A copy of the news release is attached as Schedule "A".

4. Summary of Material Change

The Company announces that it closed its private placement that was announced on April 21, 2010.

5. Full Description of Material Change

For a full description of the material change, please see Schedule "A".

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

Not Applicable

7. Omitted Information

Not Applicable

8. Senior Officers

Patrick Power, President and Director
Binny Jassal, CFO
(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 3rd day of May, 2010.

ARCTIC STAR DIAMOND CORP.

Per:

"Patrick Power"
PATRICK POWER

SCHEDULE "A"

ARCTIC STAR DIAMOND CORP.

Suite 1818, 701 West Georgia Street,
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V7Y 1C6
Tel: (604) 689 - 1799
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May 3, 2010 **TSX.V: ADD**

ARCTIC STAR CLOSES UNIT PRIVATE PLACEMENT

Arctic Star Diamond Corp. (the "Company" or "Arctic Star") (TSX-V Symbol: ADD) is pleased to announce that on April 29, 2010, it completed its private placement as previously announced on April 21, 2010.

The Company raised gross proceeds of $690,000 through the issuance of 13,800,000 units at a price of $0.05 per unit (each, a "Unit"). Each Unit consists of one common share of the Company and one non-transferable common share purchase warrant (each, a "Warrant"). Each Warrant entitles the holder thereof to purchase one additional common share of the Company for a period of two years (expiring on April 29, 2010) at an exercise price of $0.10 per common share.

All the securities issued in connection with this private placement are subject to a hold period expiring on August 30, 2010.

The proceeds of the financing will be used for exploration and development of the Company's Attawapiskat Project and Credit Lake Nickel, Copper and Diamond Project and for working capital.

The Company paid finders' fees in connection with this private placement to Canaccord Financial Ltd. in the amount of $51,200 and to Stephanie Carey in the amount of $2,820.

On behalf of the Board of Directors
Arctic Star Diamond Corp.

"Patrick Power"

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Patrick Power
President, Director

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.