

51-102F3
MATERIAL CHANGE REPORT [F]

Item 1 Name and Address of Company

Arctic Star Exploration Corp. (the "Company")
Suite 1818, 701 West Georgia Street,
PO Box 10144, Pacific Centre
Vancouver, British Columbia V7Y 1C6

Item 2 Date of Material Change

October 1, 2012

Item 3 News Release

The news release was disseminated on October 1, 2012 through Stockwatch.

Item 4 Summary of Material Change

The Company announced that it has completed staking 10,000 ha of mineral claims in four separate claims in the Northwest territories, North of Yellowknife.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that it has completed staking 10,000 ha of mineral claims in four separate claims in the Northwest territories, North of Yellowknife. The claims are considered prospective for diamonds.

5.2 Disclosure for Restructuring Transactions

N/A

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Patrick Power, President and CEO

Item 9 Date of Report

October 1, 2012