

**MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF
NATIONAL INSTRUMENT 51-102**

Name and Address of Company

Archean Star Resources Inc. (the “Company”)

410 - 744 West Hastings Street
Vancouver, BC V6C 1A5

Date of Material Change

May 30, 2011

News Release

The news release was disseminated on May 30, 2011, by Marketwire and posted on the Company’s website and SEDAR with the British Columbia Securities Commission, the Alberta Securities Commission, and the Ontario Securities Commission.

Summary of Material Change

The Company reports that together with its wholly owned subsidiary, Archean Star Resources Australia Pty Ltd, it has completed the 2nd phase of the Bunarra drill program and under the terms of the Option agreement with Tech Australia Pty Ltd (“Teck”), it has met early the minimum second year expenditure requirement on the Gnaweeda Gold Project, Meekatharra, Western Australia, due October 30, 2011.

Full Description of Material Change

ARCHEAN STAR RESOURCES MEETS GNAWEEDA 2ND YEAR EXPENDITURE REQUIREMENT EARLY

Archean Star Resources Inc. and its wholly owned subsidiary, Archean Star Resources Australia Pty Ltd (together “Archean” or the “Company”) report that, with the completion of the 2nd phase of the Bunarra drill program and under the terms of the Option Agreement with Teck Australia Pty Ltd (“Teck”) it has met early the minimum second year expenditure requirement on the Gnaweeda Gold Project, Meekatharra, Western Australia, due October 30, 2011.

Under the terms of the Agreement whereby Archean can earn 100% of Teck’s interest in the Gnaweeda Gold Project, the Company is required to spend a minimum AUD\$750,000 per year on or prior to each anniversary of the Agreement for four years for a cumulative total of AUD\$3,000,000. To date, the Company has spent a cumulative total of AUD\$1,527,172.

Under the terms of the Underlying Agreement between Teck and Chalice Gold Mines Ltd (“Chalice”), as of February 2011, Chalice’s interest in Gnaweeda has been diluted from 30% to

20.26%. Chalice elected not to participate in the funding for the 2010 – 2011 Joint Venture work program and has also elected to not participate in the 2011 – 2012 Joint Venture work program.

Reliance on Subsection 7.1(2) of National Instrument 51-102

Not applicable

Omitted Information

No information has been omitted on the basis that it is confidential information.

Executive Officer

Graeme O'Neill, President

Phone: 604-684-3394

Fax: 1-888-282-7763

Date of Report

Dated at Vancouver, BC, this 3rd day of June, 2011.

By Archean Star Resources Inc.

"Graeme O'Neill"

Graeme O'Neill, President