

WESTERN STAR RESOURCES INC.  
PRIVATE PLACEMENT OF UNITS  
TERM SHEET

<b>Issuer</b>	Western Star Resources Inc.
<b>Offering</b>	Up to 5,000,000 units (Units), each unit comprised of one common share in the capital of the Issuer (Unit Share) and one whole transferrable common share purchase warrant (Warrant).
<b>Issue Price</b>	CDN\$0.10 per Unit.
<b>Gross Proceeds</b>	Up to CDN\$500,000.
<b>Warrants</b>	Each whole Warrant will entitle the holder thereof, on exercise, to purchase one common share in the capital of the Issuer (a Warrant Share) at an exercise price of CDN\$0.20 per Warrant Share until the close of business on the day which is 24 months from its date of issue.
<b>Currency</b>	All settlements will be in Canadian dollars (CDN\$).
<b>Use of Proceeds</b>	The Issuer intends to use the net proceeds of the Offering for exploration of its the Issuer Property, which is located 50 kilometers southeast of Revelstoke, British Columbia, and encompasses 2,797.7 hectares, and for general working capital purposes.
<b>Offering Basis</b>	Non-brokered private placement to purchasers resident in all jurisdictions of Canada and countries other than the United States and Canada as permitted by applicable exemptions from registration and prospectus requirements in such jurisdictions.
<b>Eligibility</b>	<p>Purchasers resident in Canada or countries other than the United States and Canada must satisfy the conditions of one of the following exemptions from the prospectus requirement under applicable Canadian securities legislation:</p> <ul style="list-style-type: none"><li>● Minimum Amount Investment Exemption (<i>not available to individuals</i>)</li><li>● Accredited Investor Exemption</li><li>● Family, Friends and Business Associates Exemption</li></ul> <p>Purchasers from countries other than Canada or the United States where the Issuer is not required to make any filings or seek any approvals of any nature whatsoever from any regulatory authority of any kind whatsoever in the purchaser's jurisdiction in connection with the distribution and such distribution complies with all securities laws and all other applicable laws of the purchaser's jurisdiction of residence.</p>
<b>Resale Restrictions</b>	<p>Unit Shares, Warrants, and Warrant Shares will be legended and subject to hold periods under applicable securities legislation.</p> <p>Unless permitted under such securities legislation, Unit Shares, Warrants, and Warrant Shares may not be sold before the date that is four months and a day after the later of (i) the date the Units are issued and (ii) the date the Issuer becomes a reporting issuer in any province or territory.</p>
<b>Commissions</b>	The Issuer may pay finder's fees on a portion of the Offering, subject to compliance with applicable securities legislation.
<b>Subscription</b>	Persons wishing to subscribe for Units must complete and sign a Subscription Agreement. The Offering is subject to a minimum subscription amount of CDN\$2,000.

**No offering memorandum or other disclosure document has been or will be prepared or distributed in connection with the Offering. The Offering is not, and under no circumstances is to be construed as, a public offering of securities of the Issuer. The Offering is not being made as, and any subscription for Units does not constitute, an offer to sell or the solicitation of an offer to buy the Units in any jurisdiction where, or to any person to whom, it is unlawful to make such offer or solicitation.**