

Form 45-106F6
British Columbia Report of Exempt Distribution

Item 1: Issuer name and contact information

Petrostar Petroleum Corporation
1220 – 800 West Pender Street
Vancouver, BC, V6C 2V6
Tel: 604-568-4350
Email: deesauve@bwkcorp.com
www.petrostarpetroleum.ca

Item 2: Reporting issuer status

The Issuer is a reporting issuer in the provinces of British Columbia and Alberta.

Item 3: Indicate the industry of the issuer by checking the appropriate box below.

- | | |
|---|--|
| <input type="checkbox"/> Bio-tech | Mining |
| <input type="checkbox"/> Financial Services | <input type="checkbox"/> exploration/development |
| <input type="checkbox"/> investment companies and funds | <input type="checkbox"/> production |
| <input type="checkbox"/> mortgage investment companies | <input checked="" type="checkbox"/> Oil and gas |
| <input type="checkbox"/> Forestry | <input type="checkbox"/> Real estate |
| <input type="checkbox"/> Hi-tech | <input type="checkbox"/> Utilities |
| <input type="checkbox"/> Industrial | <input type="checkbox"/> Other (describe) |

Item 4: Insiders and promoters of non-reporting issuers

N/A

Item 5: State the distribution date.

June 19, 2012 and June 25, 2012

Item 6: For each security distributed describe the type of security, state the total number of securities distributed. If the security is convertible or exchangeable, describe the type of underlying security, the terms of exercise or conversion and any expiry date; and state the exemption(s) relied on.

2,310,000 units at \$0.05 per unit. Each unit consists of a common share and a two-year common share purchase warrant. Each warrant will entitle the holder to purchase one additional common share of the Company at \$0.10 per share for 2 years. A Finder's Fee of 17,500 units was also issued. The warrants will expire June 8, 2014. Exemptions relied upon include NI 45-106, s. 2.3(1) and NI 45-106, 2.5(1)(d).

Item 7: Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside.

Each jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$) ¹	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Alberta	4	\$0.05	\$72,500.00
Saskatchewan	5	\$0.05	\$18,000.00
British Columbia	1	\$0.05	\$25,000.00
Total number of Purchasers	10		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$115,500.00

Item 8: Complete the following table for each purchaser that is not an individual, and the tables in Schedules I and II of this report for each purchaser who is an individual.

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Alpha Oil Tool Inc. Box 5112 High River, AB T1V 1M3 R. Mackenzie Loree 403-646-2622	R	200,000 units	\$10,000	N/A	2012-06-19
G.R. Mac Oil Ltd. Box 5112 High River, AB T1V 1M3 R. Mackenzie Loree 403-646-2622	R	1,000,000 units	\$50,000	N/A	2012-06-19
K-9 Travel Mugs Inc. Box 847 105 B Stockton Point Okotoks, AB T1S 1A9 Rick McLean 403-995-0361	R	200,000 units	\$10,000	N/A	2012-06-19

Item 9: Complete the following table by providing information for each person who has received or will receive compensation in connection with the distribution(s). Compensation includes commissions, discounts or other fees or payments of a similar nature

If the securities being issued as compensation are or include convertible securities, such as warrants or options, add a footnote describing the terms of the convertible securities, including

the term and exercise price. Do not include the exercise price of any convertible security in the total dollar value of the compensation unless the securities have been converted.

Full name and address of the person being compensated	Indicate if the person being compensated is an insider (I) of the issuer or a registrant (R)	Compensation paid or to be paid (cash and/or securities)				
		Cash (Canadian \$)	Securities			Total dollar value of compensation (Canadian \$)
			Number and type of securities issued	Price per security (Canadian \$)	Exemption relied on and date of distribution (yyyy-mm-dd)	
Loree Holdings Ltd. Box 191 Nanton, AB T0L 1R0	R		17,000 units*	\$0.05	N/A 2012-06-25	\$875
Tom Carpenter Box 1302 803 – 1 st Avenue N. Martensville, SK S0K 2T0	R	\$210				
Bryan Slowski Box 305 Wynyard, SK S0A 4T0	R	\$175				
Karim Nathoo 3950 Linwood Street Burnaby, BC V5G 4R5	R	\$1,750				

* Units include common shares and a two-year common share purchase warrant, expiring June 8, 2014.

Certificate

On behalf of the issuer, I certify that the statements made in this report are true.

Date: June 26, 2012

Petrostar Petroleum Corporation
Name of issuer

Deanna (Dee) L. Sauv , Director, 604-568-4350
Print name, title and telephone number of person signing

“Dee L. Sauv ”
Signature

Item 10: Contact Information

Dee L. Sauv , Corporate Administrator, 604-568-4350

IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT.