

**QUEST CAPITAL CORP.**  
Suite 300, 570 Granville St.  
Vancouver, B.C.  
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TSX: QC

**NEWS RELEASE**

**EARLY WARNING REPORT**

**Quest Capital Corp.** ("Quest"), indirectly through its wholly-owned subsidiary Quest Securities Corporation, acquired 1,000,000 warrants (the "Warrants") of Groundstar Resources Limited ("Groundstar") as a finder's fee commission in a private placement financing. Each Warrant entitles the holder to purchase one additional common share at a purchase price of \$0.20 per share up to and including December 23, 2005 (the "Warrant Shares"). Quest currently owns, directs and has control over 773,500 common shares (the "Common Shares") in the capital of Groundstar which represents ownership and control of approximately 4.89% of the issued and outstanding common shares of Groundstar. The Common Shares, together with the Warrant Shares issuable upon exercise of the Warrants, represent ownership and control of approximately 10.55% of the currently issued and outstanding common shares of Groundstar on a partially diluted basis, assuming the exercise of the 1,000,000 Warrants only.

Quest may acquire or dispose of its beneficial ownership, control or direction over securities through market transactions, private placements, treasury issuances or otherwise as circumstances or market conditions warrant or arise. Quest has no intention at this time of increasing its beneficial ownership of any of the securities of Groundstar.

Quest Capital Corp. is a merchant banking organization that focuses on providing financial services, specifically bridge loans, to small and mid-cap companies in North America. Quest's primary expertise is providing asset backed commercial bridge loans of between \$500,000 and \$20,000,000 to publicly listed companies, generally operating in industries such as mining, oil and gas, manufacturing, real estate, and technology.

For more information about Quest, please visit our website ([www.questcapcorp.com](http://www.questcapcorp.com)) or contact investor relations at 1-800-318-3094.

For additional information, please contact:

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***Forward Looking Statements***

The TSX has not reviewed and does not accept responsibility for the adequacy or accuracy of this release. The foregoing information may contain forward-looking statements related to the future performance of Quest Capital Corp. Forward-looking statements, specifically those concerning future performance are subject to certain risks and uncertainties, and actual results may differ materially. These risks and uncertainties are detailed from time to time in the Corporation's filing with the appropriate securities commissions.