BC FORM 53-901F
(Previously Form 27)
MATERIAL CHANGE REPORT UNDER SECTION 85(1)
OF THE SECURITIES ACT (BRITISH COLUMBIA)

Item 1 **Reporting Issuer**

White Knight Resources Ltd. (the "Company")
Suite 922, 510 West Hastings Street
Vancouver, BC V6B 1L8
Telephone: (604) 681-4462

Item 2 **Date of Material Change**

October 22, 2003

Item 3 **Press Release**

Date of Issuance: October 22, 2003
Place of Issuance: Vancouver, British Columbia

The news release was distributed through Market News and Canada StockWatch

Item 4 **Summary of Material Change**

The Company announced the acquisition of the Celt property located in the southern Cortez Trend, Nevada.

Item 5 **Full Description of Material Change**

See attached press release

Item 6 **Reliance on Section 85 (2) of the Act**

N/A

Item 7 **Omitted Information**

N/A

Item 8 **Senior Officers**

The following senior officer of the Issuer is knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Megan Cameron-Jones, Director
Telephone: (604) 681-4462

Item 9 **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, British Columbia, this 22nd day of October, 2003.

"Megan Cameron-Jones"
Signature

Megan Cameron-Jones
Name

Director
Position

Vancouver, BC
Place of Declaration

White Knight Resources Ltd.
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NEWS RELEASE

October 22, 2003
NR# 03-10

Celt Property Acquired

Vancouver, British Columbia – White Knight Resources Ltd. (TSX – WKR**)**

White Knight Resources Ltd. ("the Company") has acquired the Celt property comprising 2,665 acres of mineral rights within the southern Cortez Trend, lying along the western edge of the Roberts Mountains approximately 5 miles northwest of the Gold Bar Mine. The property consists of 134 unpatented mining claims acquired by staking, and is wholly owned by the Company.

The Celt property follows more than four miles of strike length of a major north-northwest-trending fault zone, which forms the western edge of the Roberts Mountains and continues northwesterly to form the western edge of the Cortez Range. Near its northern terminus, the fault passes within ¼ mile of Placer Dome's newly discovered Cortez Hills deposit (> 5 million oz gold) and is believed to be an important mineralizing structure.

In the Celt area, slivers of Devonian carbonate rocks are caught up in the range-bounding fault zone and are juxtaposed against Ordovician Vinini Formation. Jasperoids developed in the carbonates contain up to 1.7 grams/tonne gold, accompanied by highly anomalous levels of the pathfinder elements: arsenic, antimony and mercury. Previous exploration in the area evaluated outcropping alteration and geochemical anomalies in the footwall of the major fault zone in search of shallow ore deposits. The Celt property straddles the range front and covers the gravel-covered hanging-wall of the fault zone. The major potential of the Celt property lies in discovery of a large blind Carlin-type gold deposit hosted in Lower-plate carbonate rocks beneath the Quaternary gravels.

The Company has purchased an extensive data package from former operator, Atlas Minerals Inc. This data is being compiled and evaluated in order to design a program of geophysical surveying, followed by drilling, to explore the property.

On behalf of the Board of Directors,

"John M. Leask"

John M. Leask, P.Eng.
Chairman of the Board