

**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

January 22, 2004

Item 3 Press Release

Date of Issuance: January 22, 2004
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 that a previously announced \$6,6 million non-brokered private placement will be brokered.

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 January, 2004.

"Megan Cameron-Jones"
Signature

Megan Cameron-Jones
Name

Director
Position

Vancouver, BC
Place of Declaration

White Knight Resources Ltd.
Suite 922, 510 West Hastings Street
Vancouver, BC V6B 1L8
Tel: (604) 681-4462 Fax: (604) 681-0180
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N E W S R E L E A S E

Vancouver, British Columbia – White Knight Resources Ltd. (TSX – WKR)
January 22, 2004

White Knight Resources Ltd. (the “Company”) announces that its previously announced \$6.6 million private placement of units will be a brokered private placement. All other terms of the private placement remain the same. The Agent is a syndicate led by GMP Securities Ltd.

On behalf of the Board of Directors,

“John M. Leask”

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

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.