FORM 53-901.F

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. **Reporting Issuer**

KNIGHT RESOURCES LTD.
1360 – 605 Robson Street
Vancouver, BC V6B 5J3

Item 2. **Date of Material Change**

October 9, 2003

Item 3. **Press Release**

News release dated October 9, 2003 was issued in Vancouver, BC and disseminated through Canada Stockwatch and Market News.

Item 4. **Summary of Material Change**

The Issuer announces that the Issuer has engaged Vanguard Shareholder Solutions Inc. ("Vanguard") of Vancouver, British Columbia, to provide public relations services to the Issuer, as more particularly described below.

Item 5. **Full Description of Material Change**

The Issuer announces that the Issuer has engaged Vanguard Shareholder Solutions Inc. ("Vanguard") of Vancouver, British Columbia, to provide public relations services to the Issuer.

Vanguard provides corporate communication and investor relations services to public companies. The Vanguard agreement includes consulting fees of $8,000 per month plus expenses and is effective October 1, 2003. The term of the agreement is 12 months and it is subject to the approval of the TSX Venture Exchange.

Vanguard's team of professional communications consultants has more than 40 years' combined experience in financial public relations and publicity. Vanguard helps its clients formulate their key messages for the financial and investment communities, and then disseminates those messages in a professional and consistent manner.

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

If the report is being filed on a confidential basis in reliance on Section 85(2) of the Act, state the reasons for such reliance.

N/A.

Item 7. **Omitted Information**

N/A.

Item 8. **Senior Officers**

DAVID PATTERSON
CEO Telephone: (604) 684-6535

Item 9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 9th day of October, 2003.

KNIGHT RESOURCES LTD.

Per:

"David Patterson"
David Patterson,
CEO