

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

November 14, 2003

Item 3. Press Release

News release dated November 14, 2003 was issued in Vancouver, BC and disseminated through Canada Stockwatch and Market News.

Item 4. Summary of Material Change

The Issuer reports that the Company has granted 200,000 investor relation stock options to Vanguard Shareholder Solutions, exercisable at a price of \$0.83 per common share for a period of two years, as more particularly described below.

Item 5. Full Description of Material Change

The Issuer reports that the Company has granted 200,000 investor relation stock options to Vanguard Shareholder Solutions, exercisable at a price of \$0.83 per common share for a period of two years.

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 14th day of November, 2003.

KNIGHT RESOURCES LTD.

Per:

"David Patterson"
David Patterson,
CEO