FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

KNIGHT RESOURCES LTD. (the **"Company" or "Knight"**)
Suite 2150, 885 West Georgia Street
Vancouver, BC V6C 3E8

Item 2 **Date of Material Change**

December 7, 2009

Item 3 **News Release**

The news release dated December 7, 2009 was issued in Vancouver, British Columbia and disseminated through Marketwire.

Item 4 **Summary of Material Change**

Further to the Material Change Report dated November 11, 2009, the Company reports that it has increased its non-brokered private placement from $2,750,000 to $3,279,200.

Item 5 **Full Description of Material Change**

Further to the Material Change Report dated November 11, 2009, the Company reports that it has increased its non-brokered private placement from $2,750,000 to $3,279,200.

The Company will raise these funds by issuing 40,990,000 flow-through units ("FT Unit") at a price of $0.08 per FT Unit. Each FT Unit consists of one flow-through common share and one half of one common share purchase warrant. Each whole warrant entitles the holder to acquire one non-flow-through common share at a price of $0.12 per share for a period of 12 months. However, in the event the closing price of the Company's common shares on the Exchange is at least $0.25 for ten consecutive trading days (at any time following four months from the date of Closing) the Company may reduce the remaining exercise period of the Warrants to not less than 30 days from the date of providing notice of such reduced exercise period.

The Company closed the first tranche of the private placement on November 19, 2009, raising gross proceeds of $2,576,000 by issuing 32,200,000 FT Units.

The Company anticipates closing the balance of the private placement later this week. The funds raised by way of the financing will be used for exploration of the West Raglan Project, located in northern Québec.

Item 6 **Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Confidentiality is not requested.

Item 7 **Omitted Information**

No information has been omitted in respect of the material change.

Item 8 **Executive Officer**

David Patterson
CFO Telephone: (604) 684-6535

Item 9 **Date of Report**

December 7, 2009