MATERIAL CHANGE REPORT

FORM 51-102F3

1 – Name and Address of Company:

SIMBERI GOLD CORP. ("Simberi")
347 Bay Street, Suite 700
Toronto, ON M5H 2R7

2 – Date of Material Change:

August 26, 2005.

3 – News Release:

A news release was made public on August 29, 2005 and disseminated through the facilities of CCN Matthews Newswire Service.

4 – Summary of Material Change:

For more information, attached hereto is a copy of the Press Release.

5 – Full Description of Material Change:

For more information, attached hereto is a copy of the Press Release.

6 – Reliance on Subsection 7.1 (2) or (3) of NI 51-102:

Not Applicable.

7 – Omitted Information:

No information omitted.

8 – Executive Officer

For further information, kindly contact:

Mike Newbury
Chairman
Telephone: (416) 815-8666

9 – Date of the Report

August 29, 2005

SIMBERI GOLD CORPORATION **Press Release**

Toronto – August 29, 2005 – Simberi Gold Corporation (TSX-V: SAU) – Simberi Gold Corporation ("Simberi") announces that it has completed an agreement (the "Agreement") between Simberi's wholly owned Australian subsidiary, Renaissance Corporation Pty Ltd. ("Renaissance"), and Domo Pty Ltd. ("Domo") of Australia. Domo can earn an initial 25% interest in Simberi's Zanthus lignite deposit with the option to acquire the remaining 75%.

The Zanthus project is located in the Dundas Mineral Field in the south-eastern part of Western Australia and covers part of the western margin of the Eucla Basin. The Basin is comprised of flat lying marine and continental sediments of Cretaceous and Tertiary age. Sediments in the project area range from 20 to 80 metres in thickness and overly metamorphosed igneous and sedimentary rocks of the Fraser Range metamorphic complex. Within these sediments are lignite layers up to 20 metres thick that cover an area in excess 50 square kilometres through the project area.

Previous exploration on the one Exploration Licence area held by Simberi has been successful in identifying a substantial deposit of lignite. It has been estimated that there is a possible deposit that could contain from 400 to 900 million tonnes of lignite. The lignite is a material that represents an energy source that may be exploited, and with appropriate developments in technology, could provide the raw material for industrial complexes such as thermal power generation, oil extraction plants, petrochemical plants and coal conversion plants.

In addition to an initial A$125,000 expenditure and other financial requirements, Domo must incur a minimum of A$2.5 million dollars in exploration expenditures over a 4 year period in order to acquire 100% of the Zanthus project. Simberi will retain a 1% royalty on the project.

Simberi Gold Corporation is a junior resource company that is focused on the exploration and/or acquisition of developed low cost precious and base metal production throughout the world. The Company's objective is to aggressively explore the potential for investing in a number of precious and or base metal properties with the aim to become metal producer.

To find out more about Simberi Gold Corporation (TSX-V: SAU), please contact Mike Newbury at (416) 815-8666 or visit our website at www.simberigold.com.

This press release includes certain "Forward-Looking Statements" within the meaning of the US Private Securities Reform Act of 1995. Other than statements of historical fact, all statements are "Forward-Looking Statements" that involve such various known and unknown risks, uncertainties and other factors. There can be no assurance that such statements will prove accurate. Results and future events could differ materially from those anticipated in such statements. Readers of this press release are cautioned not to place undue reliance on these "Forward-Looking Statements". All dollar amounts are Canadian dollars unless otherwise noted.