This is the form of material change report required under section 85(1) of the *Securities Act* and section 151 of the *Securities Rules*.

BC FORM #53-901F

MATERIAL CHANGE REPORT UNDER

SECTION 85(1) OF THE *SECURITIES ACT* (BRITISH COLUMBIA)

This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this are complied with.

Every report required to be filed under section 85(1) of the Act shall be sent to the Commission in an envelope addressed to the Commission and marked "Continuous Disclosure".

WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL - SECTION 85", AND EVERYTHING THAT IS REQUIRED TO BE FILED SHALL BE PLACED IN AN ENVELOPE ADDRESSED TO THE SECRETARY OF THE COMMISSION MARKED "CONFIDENTIAL".

1 Reporting Issuer

DIAMONDEX RESOURCES LTD.
1410 - 650 West Georgia Street
Vancouver, British Columbia
V6B 4N8

Telephone: 604-687-6644

(the “Issuer”)

2 Date of Material Change

November 19, 2001

3 Press Release

Issued November 19, 2001 and a copy provided to the Canadian Venture Exchange on that date. The news release was further disseminated through the facilities of Stockwatch, Market News and CCN.

4 Summary of Material Change

The Issuer announces the acquisition of the Peregrine Property, NWT.

5 Full Description of Material Change

Vancouver, B.C. – Diamondex Resources Ltd. (DSP-CDNX) (the "Company") is pleased to announce the Company has signed a letter of agreement with 524520 B.C. Ltd., a private company controlled by Mr. Lawrence Barry, to acquire a 70% interest in the Peregrine Property (the "Property"). The Peregrine Property, comprised of 150,000 acres, is situated approximately 520 kilometres north of Yellowknife, NWT in the north Slave Craton region of Nunavut. The Property lies 22 kilometres immediately to the west of the Kim property held by Ashton Mining of Canada Inc. who recently reported encouraging diamond results from their Artemisia kimberlite pipe. Previous till sampling on the Peregrine Property has indicated the presence of kimberlite indicator minerals.

Under the terms of the agreement, Diamondex can acquire a 70% interest in the Property by incurring a total of $1,000,000 in exploration expenditures on or before December 1, 2004, issuing 100,000 common shares and assuming all staking costs. The Property is subject to an underlying 2% NSR and a 2% GORR royalty each with a $2 Million buyback provision for each 1%.

A major exploration program of airborne geophysics and detailed till sampling is currently being planned for the 2002 field season.

6 Reliance on Section 85(2) of the Securities Act (British Columbia)

Not applicable

7 Omitted Information

No information has been intentionally omitted from this form.

8 Senior Officers

Further information may be obtained from Randy C. Turner, President of the 1410 - 650 West Georgia Street, Vancouver, British Columbia, V6B 4N8 Tel: 604-687-6644.

9 Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 19th day of November, 2001.

DIAMONDEX RESOURCES LTD.

"Randy C. Turner"

Randy C. Turner, President

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