BC FORM 53-901F

Securities Act

MATERIAL CHANGE REPORT

Material Change Report Under Section 85(1) of the *Securities Act* (British Columbia) and Section 146(1)of the *Securities Act* (Alberta)

Item 1. Reporting Issuer

KIMBER RESOURCES INC.
215 - 800 West Pender Street
Vancouver, British Columbia
V6C 2V6

("Kimber" or the "Company")

Item 2. Date of Material Change

November 13, 2003

Item 3. Press Release

A press release announcing the material change was issued by Kimber on November 14, 2003 at Vancouver, British Columbia

Item 4. Summary of Material Change

The Company announced a brokered private placement of 1,000,000 units at a price of \$0.70 per unit to realize gross proceeds of \$700,000. Each unit consists of one common share and one-half of one non-transferable share purchase warrant. One whole warrant will entitle the holder to purchase one additional common share of the Company for a period of 12 months from the date of issue of the warrant at a price of \$0.80. Canaccord Capital Corporation has agreed to act as agent for the offering, in consideration of which it will receive an 8% commission (payable as to ½ in cash and ½ in units) and agent's share purchase warrants to purchase 200,000 common shares. Each agent's warrant shall be exercisable into one common share at \$0.80 for a period of 12 months from the date of issue of the agent's warrant. In addition, the Company will pay Canaccord a \$5,000 administration fee.

Item 5. Full Description of Material Change

The full text of the press release referred to in Item 3 above announcing the material change is as follows:

"KIMBER ANNOUNCES BROKERED PRIVATE PLACEMENT

Kimber Resources Inc. (the "Company") (TSX-V: KBR, TSX-V: KBR.WT) is pleased to announce a brokered private placement of 1,000,000 units at a price of $0.70 per unit to realize gross proceeds of $700,000. Each unit will consist of one common share and one-half of one non-transferable share purchase warrant. One whole warrant will entitle the holder to purchase one additional common share of the Company for a period of 12 months from the date of issue of the warrant at a price of $0.80. Subject to a number of conditions, Canaccord Capital Corporation (Canaccord) has agreed to act as agent for the offering, in consideration for which it will receive an 8% commission (payable as to one-half in cash and as to one-half in units) and non-transferable agent's share purchase warrants to purchase 200,000 common shares. Each agent's warrant shall be exercisable into one common share at $0.80 for a period of 12 months from the date of issue of the agent's warrant. In addition, the Company will pay Canaccord a $5,000 administration fee. The shares forming part of the units and any shares acquired on exercise of the warrants shall be subject to a four month hold period from the date on which the units are issued.

This private placement is in addition to the non-brokered private placement announced by the Company on November 11, 2003.

The Company is in the process of exploring and developing its Monterde gold/silver property in the State of Chihuahua, Mexico. The property covers a low-sulphidation, epithermal, oxide gold-silver deposit. The most recent resource estimate, prepared by A. Burgoyne, P.Eng, the Company's External QP, on the basis of the first 45 holes and released in March 2003, listed Measured and Indicated resources of 4.41 million tonnes grading 1.34 g/t gold and 102 g/t silver together with 4.46 M tonnes of Inferred resources grading 2.45 g/t gold and 111 g/t silver. A scoping study by R. McKnight, P.Eng., in July 2003 pointed to a profitable operation at the then-current prices of gold and silver. Since then, the number of holes drilled into the Carmen deposit has been increased to 84 and a further 15 holes have been drilled on adjacent exploration targets (see news release of November 3). Drilling on the exploration targets continues.

The gross proceeds of the private placement, after deduction of commission and expenses, will be used for continuation of the drilling program on the Monterde property, metallurgical testing and environmental studies. The drilling program is designed to further advance the Carmen deposit and will include continued infill drilling (mostly at 25 metre spacing), as well as drilling on other extensions of the mineralized structures to the west of the Carmen.

The private placement is subject to the acceptance of the TSX Venture Exchange.

FOR FURTHER INFORMATION PLEASE CONTACT:

Paul Frigstad, Investor Relations, Email pfrigstad@kimberresources.com
or Robert Longe, President & CEO, Email: news@kimberresources.com
North America Toll Free: 1-866-824-1100, Tel: (604) 669-2251, Fax: (604) 669-8577.
Website: http://www.kimberresources.com

Statements in this release may be viewed as forward-looking statements. Such statements involve risks and uncertainties that could cause actual results to differ materially from those projected. There are no assurances the Company can fulfil such forward-looking statements and the Company undertakes no obligation to update such statements. Such forward-looking statements are only predictions; actual events or results may differ materially as a result of risks facing the Company, some of which are beyond the Company's control.

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.

Item 6. Reliance on Section 85(2) of the *Securities Act* (British Columbia) and Section 146(2) of the *Securities Act* (Alberta)

Not applicable

Item 7. Omitted Information

No information has been omitted from Item 5 for reasons of confidentiality.

Item 8. Senior Officers

Mr. Michael E. Hoole, Vice President, Chief Financial Officer & Secretary is knowledgeable about the material change and this report and may be contacted at (604) 669-2251 (Loc. 110)

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 24th day of November, 2003.

KIMBER RESOURCES INC.

"M. E. Hoole"

per
Michael E. Hoole
Vice President, CFO and Secretary