

ABACAN RESOURCE CORPORATION
3050 Post Oak Blvd, Suite 669
Houston, Texas
U.S.A. 77056

THE ALBERTA SECURITIES COMMISSION

21st Floor
10025 Jasper Avenue
Edmonton, Alberta
T5K 3Z5

Attention: **Market Surveillance**

THE BRITISH COLUMBIA SECURITIES COMMISSION

Suite 200, 865 Hornby Street
Vancouver, British Columbia
V6Z 2H4

Attention: **Continuous Disclosure Department**

NOVA SCOTIA SECURITIES COMMISSION

2nd Floor, Joseph Howe Building
1690 Hollis Street
Halifax, Nova Scotia
B3J 1V7

Attention: **Continuous Disclosure Department**

THE ONTARIO SECURITIES COMMISSION

Suite 800, Box 55
20 Queen Street
Toronto, Ontario
M5H 3S8

Attention: **Disclosure Section**

Dear Sir:

Re: Abacan Resource Corporation
MATERIAL CHANGE REPORT UNDER Section 118 of the Securities Act (Alberta),
Section 67(1) of the Securities Act (British Columbia), Section 81 of the Securities Act
(Nova Scotia) and Section 75(2) of the Securities Act (Ontario)

This letter is intended as a statement setting forth certain matters that may be a material change in the affairs of Abacan Resource Corporation (the "Corporation"). For convenience, this letter is itemized in the same manner as Form 27 of the Securities Act (Alberta).

Concurrent with this filing, this letter is being filed with The Toronto Stock Exchange and NASDAQ, being the only Exchanges on which the Corporation's shares are currently listed.

Item 1 - Reporting Issuer

Abacan Resource Corporation
3050 Post Oak Blvd, Suite 669
Houston, Texas
U.S.A. 77056

Item 2 - Date of Material Change

The material change occurred on or about January 26, 2000.

Item 3 - Publication of Material Change

A Press Release was issued on January 26, 2000.

Item 4 - Summary of Material Change

The Corporation announced that the Energy Ministry of the Republic of Benin has confirmed that the Corporation has satisfied all of the work obligations of the Initial Exploration Phase of its Benin Republic Block 4 concession contract. The Corporation also announces the resignation of Mr. T.B. ("Tunde") Folawiyo as a director of the Corporation and its foreign subsidiaries effective January 25, 2000.

Item 5 - Full Description of Material Change

The Corporation announced that the Energy Ministry of the Republic of Benin has confirmed that the Corporation has satisfied all of the work obligations of the Initial Exploration Phase of its Benin Republic Block 4 concession contract. Effective February 1, 2000, the concession will enter the two year First Extension Phase. Under the terms of the Exploration Contract with the Government of Benin (as amended), the Corporation has until March 16, 2000 to post a performance guarantee in respect of its work obligations during the First Extension Phase. These work obligations include a further seismic programme and the drilling of an exploration well on the block.

The Corporation also announces the resignation of Mr. T.B. ("Tunde") Folawiyo as a director of the Corporation and its foreign subsidiaries effective January 25, 2000. The Corporation wishes to thank Mr. Folawiyo for his hard work, loyalty, dedication and very significant contribution to the Corporation during his tenure as a director.

Item 6

Not applicable

Item 7

Not applicable

Item 8 - Senior Officer

The name of a Senior Officer of the Corporation who is knowledgeable about the material change and who can be contacted by the Commission is Timothy Stephens, President and Chief Executive Officer and Director at (713) 479-9770.

Item 9 - Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED this 31st day of January, 2000.

Yours truly,

ABACAN RESOURCE CORPORATION

Per: "*Timothy Stephens*"
TIMOTHY STEPHENS
PRESIDENT AND CHIEF EXECUTIVE OFFICER

cc: The Toronto Stock Exchange