BCF 53-901F

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1: **Reporting Issuer**

ABACUS MINING & EXPLORATION CORPORATION

Item 2: **Date of Material Change**

June 27, 2002

Item 3: **Press Release**

The issuer issued a press release on June 27, 2002, a copy of which is attached.

Item 4/5: **Summary and Full Description of Material change**

Please see attached news release in which full disclosure is made.

Item 6: **Reliance on Section 67(2) of the Act**

This report is not being made on a confidential basis.

Item 7: **Omitted Information**

Not applicable

Item 8: **Senior Officers**

Steve Todoruk

To obtain further information contact the President of the issuer at (604) 682-0301

Item 9: **Statement of Senior Officer**

The foregoing accurately discloses the material changes referred to herein.

DATED at Vancouver, B.C., this 28th day of June, 2002

SIGNATURE: *"Steve Todoruk"*
PRINTED NAME: Steve L. Todoruk
TITLE: President

(must be a senior officer)

Abacus
MINING AND EXPLORATION CORP.

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news release: 02-10

CDNX Symbol: AME

June 27, 2002

NEWS RELEASE

300 METRES GRADING 0.80% COPPER AND 0.25 g/t GOLD INTERSECTED AT THE RAINBOW PROPERTY

Abacus Mining & Exploration (the "Company") is pleased to report that drill hole R-02-006, the first hole of 2002 on the Rainbow property targeted by Abacus into the #2 Zone, intersected 299.2 metres of 0.25 g/t gold, 0.81% copper and 0.05 g/t palladium (from 165.8 m – 465.0 m). This section includes 21.2 metres of 0.61 g/t gold, 2.03% copper and 0.14 g/t palladium followed by 14.2 metres of 0.82 g/t gold, 1.95% copper and 0.07 g/t palladium. Numerous anomalous palladium values were intersected, including 3.0 metres of 0.96 g/t palladium from 168.8m to 171.8m. This hole clearly demonstrates the ability of the #2 Zone to host high-grade mineralization over considerable widths. R-02-006 was drilled to expand and define continuity within the high-grade mineralization as well as to confirm the results released by previous operators. The hole was successful on all accounts.

Drill holes R-02-002, R-02-003, R-02-007, and R-02-008 were drilled to test the high-grade palladium and copper values in the #22 Zone (as announced in news release dated April 3, 2002). Holes R-02-002 and R-02-003 both intersected narrow intervals of copper and palladium mineralization including 4.0 metres of 0.97 g/t gold, 1.09% copper and 0.21g/t palladium (R-02-003). These holes strongly indicate that the orientation of the mineralization intersected in previous drilling is different than originally thought and has not been adequately tested. Hole R-02-007 was drilled to test the new orientation but was lost in overburden. R-02-008 was also drilled to test the new structural interpretation of this mineralization. Copper mineralization visually similar to Teck Cominco Ltd.'s drill hole 95-22 was intersected. However, assays results were not available at the time of this news release.

Hole R-02-001 was targeted to explore the #17 Zone and intersected 37.5 metres of 0.51% copper with minor gold values. This confirms the presence of a significantly mineralized structure 1.2 kilometres southeast of the #2 Zone. Further drilling is needed to fully explore the orientation and tenor of the mineralization within this system.

Holes R-02-004 and R-02-005 tested the #1 Zone and the area between the #17 and #2 Zones. Both holes intersected wide zones of alteration with sporadic copper grades (including 3.0 metres of 1.22% copper and 0.23 g/t gold in R-02-005). The style of alteration and mineralization intersected in these holes is consistent with that expected on the margins of a porphyry style copper–gold deposit. This area remains a high priority exploration target.

A table of significant intercepts from the Phase I drill program are available on the Company's website at www.amemining.com.

The Company has now completed eight of the ten hole Phase I diamond drill program on the Rainbow property. The Rainbow property, south of Kamloops, British Columbia is underlain by four kilometres of a favourable structure which hosts the Afton and Pothook deposits located northwest of the property and the Ajax deposits to the southeast of the property. The phase one drill program has been designed to test four areas of mineralization within a 1.2 kilometre section of this favorable structure.

Two additional holes will be completed on the #2 Zone during the phase 1 program

Once all of the drill results from the Phase I program are compiled and interpreted, a four week field program consisting of drill core re-logging and sampling for the palladium potential of historical drill core on the Rainbow property and the rest of the Company's Afton area properties will take place in mid-July.

Following the field program, the Phase II drill program is expected to commence in August. The drill program will include drilling on the Rainbow property and the rest of the Company's Afton area properties.

Eco Tech Laboratory Ltd. of Kamloops, B.C. has completed all of Abacus' analytical work on the project to date. A quality control program, using specific standards and blank samples, is ongoing using both Eco Tech and Chemex Labs of North Vancouver, B.C. The qualified person responsible for the design and conduct of the work performed is Bob Friesen, P. Geo.

Abacus is earning a 100% interest of Teck Cominco's interest in the Rainbow property and six additional properties near the former Afton Mine. Teck Cominco retains a back-in right to the properties (see newsrelease dated January 18, 2002). The Rainbow property is covered by an agreement involving Teck Cominco, Discovery-Corp. Enterprises Inc. ("Discovery") and the Company whereby the Company has agreed to carry Discovery's 30% interest for the next $1,000,000 in exploration expenditures in return for Discovery waiving its first right of refusal.

Abacus is exploring for copper-gold-silver-palladium mineralization similar to Teck Cominco's former Afton Mine. Please visit the Company's website at www.amemining.com for a drill plan map of the Rainbow property.

On Behalf of the Board,
ABACUS MINING & EXPLORATION CORPORATION

"Steve Todoruk"

Steve L. Todoruk, P. Geo
President