

BCF 53-901F

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

Item 1: **Reporting Issuer**

ABACUS MINING & EXPLORATION CORP.

Item 2: **Date of Material Change**

November 16, 2004

Item 3: **Press Release**

The issuer issued a press release on November 16, 2004, 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**

Paddy Nicol

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 16th day of November, 2004.

SIGNATURE: "Doug Fulcher "

PRINTED NAME: Doug Fulcher

TITLE: Director

(must be a senior officer)

November 16, 2004

NEWS RELEASE

Mr. Archie Nesbitt joins the Board of Abacus

The company is pleased to announce the appointment of **Mr. Archie Nesbitt** of Calgary as a Director and the Chairman of the Board of **ABACUS MINING & EXPLORATION CORP.** Mr. Nesbitt has a Bachelor of Law degree from the University of Western Ontario and a Bachelor of Commerce degree from Queen's University and has provided financial consulting services to the Company since September 2003. He is currently Chairman of the Board of Directors of GATEWAY GOLD CORPORATION ("GTQ"-TSE) and SOUTHPOINT RESOURCES LTD. ("SPR"-TSX) and is a member of the Board of Directors of BAKBONE SOFTWARE LTD. ("BKB"-TSE) and RIVERSTONE RESOURCES CORPORATION ("RVS"-TSX).

Mr. Nesbitt's mining career started in 1966, with the formation of a prospecting syndicate with his late father JOHN C. NESBITT. In 1969, publicly traded NESBITT MINING EXPLORATION LTD. was formed in order to explore and develop uranium prospects near Uranium City, Saskatchewan where twenty years earlier John C. Nesbitt discovered the Nesbitt Labine and Gunnar uranium mines.

Mr. Nesbitt has been a founder and has held senior Officer and Board of Director positions in a number of publicly traded and private corporations, including registered Canadian charitable and conservation organizations. He has been a member of the Law Society of Alberta since 1978.

On Behalf of the Board,
ABACUS MINING AND EXPLORATION CORPORATION

"Doug Fulcher"

Doug Fulcher
President