Form 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

State the full name of your company and the address of its principal office in Canada.

ABACUS MINING & EXPLORATION CORP.
615 – 800 West Pender Street
Vancouver, BC V6C 2V6
Telephone No. (604) 484-6317

Item 2 Date of Material Change

State the date of the material change.

April 10, 2008

Item 3 News Release

State the date and method(s) of dissemination of the news release issued under section 7.1 of National Instrument 51–102.

The News Release was disseminated on April 10, 2008, to the Toronto Stock Exchange as well as through various other approved public media and was SEDAR filed with the British Columbia, Alberta, Manitoba and Ontario Securities Commissions.

Item 4 Summary of Material Change

Abacus Mining & Exploration Corp**.** (“Abacus” or “the Company”) (TSX.V:AME) is pleased to announce it has achieved its primary first quarter, 2008 goals, as established by its Board of Directors in December, 2007.

Item 5 Full Description of Material Change

Abacus Mining & Exploration Corp**.** (“Abacus” or “the Company”) (TSX.V:AME) is pleased to announce it has achieved its primary first quarter, 2008 goals, as established by its Board of Directors in December, 2007.

1. Completed an extensive drilling program in the joint venture area between the previously drilled Ajax West and Ajax East pits at Afton.
2. Executed definitive agreements with New Gold and Teck Cominco. (see news release dated October 30, 2007 and March 25, 2008)

3. Executed Amendment to the Asset Purchase Agreement with Teck Cominco. (see news release dated November 25th, 2005 and March 25, 2008)
4. Hired a senior mining executive to lead project development and operations.(see news release dated November 15th, 2007)

"We are pleased that management has met the goals we established for Abacus at the outset of this year", said Tom McKeever, Chairman. "We have established equally aggressive goals for the second quarter as we drive the Company forward, with our focus on near-term mine development at Ajax"

The Board of Directors has established the following objectives for Abacus to achieve during the second quarter of 2008:

1. Complete a 43-101 compliant resource encompassing Ajax West, Ajax East and the area in between.
2. Conduct an extensive infill drilling program at Ajax to support a feasibility study commencing later this year that will examine a 40,000 to 60,000 tonne per day surface mining operation at Ajax.
3. Evaluate financing alternatives to fund mine evaluation and development at Ajax.
4. Add two new independent directors to the Abacus Board in preparation for a TSX listing in 2008.
5. Conduct a robust investor relations program.

About Abacus and the Afton-Ajax Project

Abacus is an exploration and development company that holds a 100% interest in five significant mineral properties in the prolific Afton-Ajax Camp near Kamloops, British Columbia. Abacus also has the added advantage of owning significant infrastructure in the Afton Camp including tailings dams, mill infrastructure, water rights, and all relevant permits.

A preliminary economic assessment encompassing Ajax West, Ajax East and the area in between is expected by mid-2008 and a full feasibility study on the combined Ajax area is anticipated in 2009. An extensive infill drilling program will continue at Ajax to support the feasibility study, which will examine a 40,000 to 60,000 tonne per day surface mining operation at Ajax, planned for as early as 2010.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102, state the reasons for such reliance.

Not applicable.

Item 7 Omitted Information

State whether any information has been omitted on the basis that it is confidential information.

No information has been intentionally omitted from this form.

Item 8 Executive Officer

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.

Paddy Nicol, Chief Financial Officer
615 – 800 West Pender Street
Vancouver, BC V6C 2V6
Telephone: (604) 484-6317

Item 9 Date of Report

DATED at Vancouver, British Columbia, this 14th day of April, 2008.