ABITEX RESOURCES INC.

MATERIAL CHANGE REPORT

Section 85(1) of the *Securities Act* (British Columbia)
Section 146(1) of the *Securities Act* (Alberta)
Section 75(2) of the *Securities Act* (Ontario)
Section 73 of the *Securities Act* (Quebec)

Reporting Issuer

The name and address of the reporting issuer is Abitex Resources Inc. (the "**Corporation**"), 615 – Centrale Avenue, Suite 201, Val-d'Or, Province of Quebec, J9P 1P9.

(i) Date of Material Change

June 30, 2004.

(ii) Press Release

The press release regarding the material change report described herein has been issued on June 30, 2004 at Val-d'Or, Province of Quebec. A copy of the press release as of June 30, 2004 is attached to this report.

(iii) Summary of Material Change

On June 30, 2004, the Corporation concluded the closing, of a private placement in the aggregate amount of $340,000 previously announced on May 5, 2004

(iv) Full Description of Material Change

On June 30, 2004, the Corporation concluded the closing, of a private placement in the aggregate amount of $340,000 previously announced on May 5, 2004. Out of 1,225,000 units of the Corporation to be issued, the Corporation sold 850,000 units (the "Units") at an issue price of $0.40 per Unit. Each Unit is comprised of a common share of the Corporation (a "Common Share") and one warrant (a "Warrant") expiring 18 months following its date of issue (the "Expiry Date"), such securities being subject to a mandatory four month hold period. Each Warrant gives the holder the right to subscribe to one Common Share at the exercise price of $0.65 per share on or before the Expiry Date. The proceeds of this private placement will be used by the Corporation to carry out exploration and drilling activities.

As a result of the private placement, Mr. Leonard O'Gorman (Val d'Or) holds 420,000 Common Shares and 420,000 Warrants, which represents approximately an 11.57% undiluted interest and 18.75% partially diluted interest in the Corporation, and Mr. Albert Gouliquer (Val d'Or) holds 430,000 Common Shares and 430,000 Warrants, which represents approximately an 11.85% undiluted interest and 19.20% partially diluted interest in the Corporation.

Abitex Resources Inc. is a corporation located in Val-d'Or, Province of Quebec, which is operating in the mining exploration field.

Abitex Resources Inc. is listed on the TSX Venture Exchange under the symbol ABE, and its financial statements are filed on the SEDAR web site (www.sedar.com).

(v) Reliance on Confidential Disclosure Provisions

Not applicable.

(vi) Omitted Information

Not applicable.

(vii) Senior Officers

Mr. Robert C. Bryce, President (819) 824-6678
Mr. Yves Rougerie, Secretary (819) 824-6678

(viii) Statement of Senior Officer

The foregoing accurately and completely discloses the material change referred to herein.

DATED and signed this 30th day of June, 2004.

(signé) Robert C. Bryce
ROBERT C. BRYCE
President

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