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 1P1.

(i) Date of Material Change

December 23, 2004.

(ii) Press Release

The press release regarding the material change report described herein has been issued on December 24, 2004 at Val-d'Or, Province of Quebec. A copy of the press release as of December 24, 2004 is attached to this report.

(iii) Summary of Material Change

On December 23, 2004, the Corporation completed the closing of private placement in the amount of $160,000.

(iv) Full Description of Material Change

On December 23, 2004, the Corporation completed the closing a private placement in the amount of $160,000, previously announced on December 22, 2004. The Corporation has issued to Northern Precious Metals 2004 Limited Partnership 400,000 flow-through Common Shares at a price of $0.40 per share, which shares are subject to a minimum hold period of four months. The funds raised from this private placement will be used by the Corporation to carry out exploration activities on the St-Stephen property located in New-Brunswick and the Jolin and Lake Barry properties located in Quebec.

(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 24th day of December, 2004.

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

For immediate release

PRESS RELEASE

CLOSING OF PRIVATE PLACEMENT

Val d'Or, December 24, 2004 (TSX.V-ABE) Abitex Resources Inc. (the "Corporation") is pleased to announce that it has closed a private placement in the amount of $160,000, previously announced on December 22, 2004. The Corporation has issued to Northern Precious Metals 2004 Limited Partnership 400,000 flow-through Common Shares at a price of $0.40 per share, which shares are subject to a minimum hold period of four months. The funds raised from this private placement will be used by the Corporation to carry out exploration activities on the St-Stephen property located in New-Brunswick and the Jolin and Lake Barry properties located in Quebec.

The TSX Venture Exchange does not accept responsibility for the adequacy or accuracy of this release.

FOR FURTHER INFORMATION CONTACT:
Robert C. Bryce, President
Tel.: (819) 824-6678, Fax: (819) 874-6202
e-mail: info@abitex.ca

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Pour diffusion immédiate

COMMUNIQUÉ DE PRESSE

CLÔTURE DE PLACEMENT PRIVÉ

Val d'Or, 24 décembre 2004 (TSX.V-ABE) Ressources Abitex inc. (la « Société ») est heureuse d'annoncer qu'elle a clôturé un placement privé au montant de 160 000$ annoncé le 22 décembre 2004. La Société a émis à Société en Commandite Métaux Précieux Northern 2004 un total de 400 000 actions ordinaires accréditives au prix de 0,40$ par action sujettes à une période de détention minimale de quatre mois. Les fonds provenant de ce placement seront utilisés par la Société pour l'exploration minière de la propriété St-Stephen, située au Nouveau-Brunswick, et les propriétés Jolin et Lac Barry, situées au Québec.

La Bourse de croissance TSX n'assume aucune responsabilité quant à la pertinence ou à l'exactitude du présent communiqué de presse.

POUR PLUS D'INFORMATION, VEUILLEZ COMMUNIQUER AVEC :
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