

This is the form of a material change report required under section 85 (1) of the *Securities Act* and section 151 of the *Securities Rules*.

**BC FORM 53-901F
(Previously Form 27)**

Securities Act

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

NOTE: This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this form are complied with.

NOTE: Every report required to be filed under section 85 (1) of the Securities Act (the "Act") must be sent to the British Columbia Securities Commission (the "Commission") in an envelope addressed to the Commission and marked "Continuous Disclosure."

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS, PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL - SECTION 85", AND PLACE EVERYTHING THAT IS REQUIRED TO BE FILED IN AN ENVELOPE ADDRESSED TO THE SECRETARY OF THE COMMISSION MARKED "CONFIDENTIAL".

Item 1: Reporting Issuer

El Nino Ventures Inc.
2303 West 41st Avenue
Vancouver, BC
V6M 2A3

Item 2: Date of Material Change

April 12, 2005

Item 3: Press Release

A Press release dated and issued April 12, 2005 in Vancouver, BC to the TSX Venture Exchange and through various other approved public media.

Item 4: Summary of Material Change

El Nino announces it has entered into two separate agreements whereby it may earn a 100% interest in eight uranium properties in the Bancroft area of Ontario.

Item 5: Full Description of Material Change

April 12, 2005: Vancouver, BC – El Nino Ventures Inc. (TSX.H: ELN, OTCBB: ELNOF) is pleased to announce that it has entered into two separate agreements whereby it may earn a 100% interest in eight uranium properties in the Bancroft area of Ontario.

Uranium was discovered in the Bancroft area in 1922, but it was the discovery in 1952 of the Bicroft deposit in Cardiff Township that started the major exploration programs of 1954 – 1957, resulting in the discovery of at least 125 occurrences. Extensive trenching and surface diamond drilling was done on most of the deposits, with underground exploration and evaluation performed on a number of the more promising ones. A second phase of exploration, resulting in a additional discoveries, occurred in the late 1960s – early 1970s, during which time work was also done to

re-evaluate and expand some of the deposits using geophysics and surface diamond drilling. Since the mines in the area were shut down in the early 1980s, no further exploration has been completed in the Bancroft area.

Historically, there have been four uranium-producing mines in the Bancroft area, the largest of which was the Faraday/Madawaska Mine. Located in Faraday Township, this mine was in production from 1957 – 1964 and 1976 – 1982. Total production was 9,492,171 lbs U_3O_8 from 5,009,135 short tons of ore milled for a recovered grade of 0.095% U_3O_8 , or 1.89 lbs per ton. The second largest uranium mine was the Bicroft Mine in Cardiff Township, in production from 1956 – 1963, which produced a total of 4,445,973 lbs U_3O_8 from 2,571,766 tons at an average grade of 1.72 lbs per ton. The Canadian Dyno Mine in Cardiff Township produced 649,403 tons, averaging 1.23 lbs U_3O_8 per ton, producing a total of 813,381 lbs of U_3O_8 from 1958 – 1960. The Greyhawk Mine in Faraday Township produced 80,247 tons of ore at a grade of 1.38 lbs, to produce 111,128 lbs of U_3O_8 from 1957 – 1957.

The Bancroft area lies within the Grenville Province of the Canadian Shield, which has two main groups of rock present: highly metamorphosed metasediments, composed mainly of marble, paragneiss, and amphibolite; and plutonic rocks, composed mainly of granite, syenite, and gabbro. The youngest rocks in the area are dykes of felsic pegmatite, with which most of the uranium mineralization is associated.

I. Option Agreement: Silver Crater – Baumhour – Campbell Property & Canadian All Metals Properties

The properties optioned in this Agreement collectively comprise 9 claim units in the Cardiff, Faraday, and Monmouth Townships, totaling approximately 2,703 acres. Under the terms of the Agreement, El Nino may earn a 100% interest in the properties by making cash payments totaling \$12,500 over 2 years, issuing a total of 40,000 shares over 2 years, and expending \$105,000 on exploration over 4 years. The Agreement is subject to regulatory approval. The vendors retain a 3% Net Smelter Royalty (NSR) from future production of the property, and El Nino may purchase 1% of the NSR from the existing royalty for \$250,000. The company has agreed to pay a finder's fee of 10,000 shares. The property information below has been sourced from Ontario Geological Survey, Open File Report 5311: Uranium and Thorium Deposits of Southern Ontario, by J.B. Gordon, U.C. Rybak, and J.A. Robertson, 1981. (Management wishes to note that the resource figures on the following properties are not 43-101 compliant, have not been verified by El Nino, should not be relied upon, and are presented for disclosure purposes only).

Silver Crater – Baumhour – Campbell Occurrence

This property is composed of 5 claims totaling approximately 1,789 acres, and is located in Faraday Township. The ground is underlain by granite and granite gneiss to the northeast, and syenite and nepheline syenite to the southwest, with a narrow band of amphibolite or hornblende gneiss at the contact. The rocks, which strike northwest and dip steeply southwest, are cut by dykes, sills and irregular masses of granite pegmatite and pegmatitic granite.

Three uranium showings have been found on this property. The first is a 200-foot long exposure, with uranium bearing pegmatites 1 – 5 feet wide and 20 feet long. The second showing consists of uranium bearing pegmatites 6 – 18 feet wide and 170 feet long, and the third is a discontinuous pegmatite dyke which is at least 300 feet long. A total of 15,452 feet of surface diamond drilling on the showings was conducted between 1954 – 56 and 1967 – 69, as well as trenching. Geology and geophysics were conducted in 1975 – 77, with drill core samples averaging 0.06% (1.2 lbs/ton) U_3O_8 , and a best assay of 0.31% (6.2 lbs/ton) over 6 feet.

Canadian All Metals Occurrence

This property is composed of 4 claim units which total approximately 940 acres and is located in Monmouth Township. The ground, on the southeast border of the Glamorgan granite gneiss, is underlain by a complex of marble, quartzite, paragneiss, and granite gneiss, with metasediments striking northeast and dipping southeast. The property hosts three zones of uranium mineralization within the zones of silicated marble.

One of the zones was explored in 1955 by driving an adit and completing a total of 1,132 feet of underground development. 38 diamond drill holes (5,040 feet in total) were also completed, as well as four underground holes for 531 feet. In 1977, Imperial Oil drilled 10 diamond drill holes totaling 1,976 feet. Drill hole samples are reported to average 0.184% (3.68 lb/ton) U_3O_8 .

II. Option Agreement: Halo Prospect, Empire B Prospect, Amalgamated Rare Earth #2, Saranac, McLean-Hogan, Canada Radium, & Canadian All Metals Properties

The properties collectively comprise 27 claim units covering approximately 9,390 acres, and are located in the Cardiff and Monmouth Townships. Under the terms of the Agreement, El Nino may earn a 100% interest in the properties by making cash payments totaling \$12,500 over 2 years, issuing a total of 60,000 shares over 2 years, and expending \$105,000 on exploration over 4 years. The Agreement is subject to regulatory approval. The vendors retain a 3% Net Smelter Royalty (NSR) from future production of the property, and El Nino may purchase 1% of the NSR from the existing royalty for \$250,000. The company has agreed to pay a finder's fee of 10,000 shares. The property information below has been sourced from Ontario Geological Survey, Open File Report 5311: Uranium and Thorium Deposits of Southern Ontario, by J.B. Gordon, U.C. Rybak, and J.A. Robertson, 1981. (Management wishes to note that the resource figures on the following properties are not 43-101 compliant, have not been not been verified by El Nino, should not be relied upon, and are presented for disclosure purposes only).

Halo Prospect & Occurrence

This property, located in Cardiff Township, is comprised of 12 claim units totaling approximately 4,793 acres, which were staked over 6 uranium deposits. The property is underlain by a complex of marble, quartzite, paragneiss, and granite gneiss, with metasediments striking northeast and dipping southeast. In 1955, 16 trenches and 27 diamond drill holes (5,064 feet total) were done on the Pyroxenite Zone, located in the northwest part of the claim group. Uranium mineralization occurs in stringers, bands, and in pyroxenite adjacent to pegmatite over a length of 800 feet. Drilling has cut sections 1 – 3 feet wide, grading 0.15 to 0.20% (3 – 4 lbs/ton) U_3O_8 .

In the South Zone, stripping and 23 diamond drill holes (9,491 feet in total) was done in 1955, with the uranium mineralization occurring in pegmatite, a syenite dyke and in calcite veins. Drill intersections averaged from 0.05% - 0.75% (1 – 15 lbs/ton) U_3O_8 over 1.5 to 5.4 feet.

In the Bald Mountain Zone, the uranium mineralization is in paragneiss, pyroxene gneiss and marble. The best intersection, from 7 diamond drill holes done in 1955, was 0.25% (5 lbs/ton) U_3O_8 over 8.4 feet.

Between 1953 and 1956 on the Northwest and Lake Zones, extensive diamond drilling (over 40,000 feet), and over 2,500 feet of lateral underground development from 2 adits and a 75-foot shaft was completed. The lowest estimate of reserves in 1957 was 472,000 tons grading 0.112% (2.24 lbs/ton) U_3O_8 .

Empire B Prospect

Located in Monmouth and Cardiff Township, this property represents 3 claim units totaling approximately 1,087 acres. Uranium mineralization on this property occurs within lenticular, discontinuous leucogranite or granite pegmatite. The pegmatites conformably intrude syenitic rock, granite gneiss, amphibolite, and marble, and the rocks strike northeast and dip south.

From 1954 – 55, geophysics and 26 diamond drill holes (12,509 feet) were completed, and a further 11 diamond drill holes (6,922 feet) were completed between 1968 – 70. Prospecting for fluorite occurred during the periods of 1971 – 75 and 1976 – 77, and geophysics and 12 diamond drill holes (6,560 feet) were also completed. Drilling has indicated 2,179,166 tons of U_3O_8 , grading 0.036% (0.726 lbs/ton), and this occurs in the southwest part of the claim group in Monmouth Township.

Amalgamated Rare Earth #2 Prospect

This property is comprised of 3 claim units with approximately 988 acres in total in Monmouth Township. The ground is underlain by bands of amphibolite and marble that strike east to northeast and dip southeast. In the Main Zone, uranium-bearing ore shoots from a few to 20 feet wide and 10 – 200 feet long, occur in lenticular granite – granite pegmatite bodies which intrude metagabbro. In Zone A, uranothorite occurs with altered pyroxene, chlorite, fluorite and leucogranite fragments as a fracture filling in small, irregular bodies of syenite pegmatite 60 – 240 feet long. In the Lake Zone, ore occurs in pyroxene granite pegmatite bodies cutting silicated marble and interbedded lime-silicate rocks.

Between 1952 and 1957, diamond drilling and underground development identified three zones of uranium mineralization in pegmatite, and a shaft was sunk on the Main Zone to 440 feet, with a total of 5,871 feet of underground development completed at three levels. In 1957, the resource was estimated at 292,444 tons at a grade of 0.095% (1.9 lbs/ton) U_3O_8 . The most recent work on the property was diamond drilling by Imperial Oil in 1974.

Saranac

2 claims have been staked on this property, totaling approximately 691 acres, located in Monmouth Township. Mineralization here occurs within a 7-foot thick sill of medium-grained, pale pink biotite-hornblende granite, with the sill overlying a gneiss which strikes north and dips southeast. Fractures and rusty stain characterize the radioactive granite, and radioactivity increases toward the footwall.

From 1954 – 56, a 150-foot open cut with 32 drill holes for 7286 feet were done by Saranac Uranium Mines Limited, and in 1973, a geological survey and 4 drill holes for 643 feet were completed by Imperial Oil Limited. The most recent work on the property was a scintillometer survey, by Imperial Oil Limited in 1975. Drill core samples on the property assayed from 0.018% to 0.36% U_3O_8 , (0.36 – 7.2 lb/ton) and a grab sample over a 1,500 foot zone of 15 – 20% zircon mineralization assayed 0.298% U_3O_8 .

McLean – Hogan Occurrence

This property consists of 2 claims (approximately 691 acres) located in Cardiff Township. Trenches on the property expose a complex of mica metamorphic pyroxenite, hornblende gneiss, pegmatite, leucogranite and patches of marble, striking north and dipping east. The mica pyroxenite, which is exposed over a length of 1,000 feet, carry pyroxene, apatite, titanite, scapolite, uraninite, uranothorite, calcite, fluorite and locally abundant chalcopyrite. Scattered uranothorite also occurs in a granite pegmatite dike which intrudes the mica pyroxenite.

Activity began on the property in 1953, with 11 trenches created by E. T. Hogan, and additional short drill holes by Cope Lake Mines Limited. In 1954 – 55, scintillometer and geological surveys were conducted, as well as bulk sampling, and 69 diamond drill holes totaling 1585 feet, by Anuwon Uranium Mines Limited. Further surveys were conducted in 1968 by Cope Lake Mines Ltd., and in 1975, two diamond drill holes of 332 feet were completed by Canadian Nickel Company Ltd. Grab samples assayed 0.019 – 0.540% U_3O_8 (2.62 – 10.8 lb/ton), and the best bulk sample assayed 0.10% U_3O_8 .

Canada Radium Occurrence

This property is composed of three claims of approximately 840 acres, and is located in both Cardiff and Faraday Townships. It is underlain to the southwest by granite of the Cheddar batholith, and to the northeast by metasediments which strike northwest, parallel to the granite contact, and dip east. The metasediments, consisting of amphibolite, pyroxene granulite, biotite paragneiss and minor marble lenses, are cut and replaced by numerous pegmatitic granite dikes. Mineralization occurs in narrow, discontinuous, mafic-rich lenses with leucogranite or leucogranite pegmatite dikes.

Work on this property began as early as 1936 – 36, when Canada Radium Corporation sunk a 400-foot shaft with levels of 125 – 375 feet, as well as conducting 1810 feet of lateral work. Between 1939 – 42, 200 tons of feldspar pegmatite were milled at a separate mill. In 1954 – 55, geological surveys were conducted, as well as 90 diamond drill holes totaling 43,184 feet. During this period, five radioactive zones, the largest over 400 feet long, were outlined by diamond drilling. Further drilling in 1968 – 69 of 3 diamond drill holes for 869 feet by Cam Mines Ltd. intersected numerous narrow uraniferous pegmatites which assayed up to 0.116% U_3O_8 (2.32 lb/ton) over 1 foot. Further geological surveys and 7 diamond drill holes for 1366 feet were conducted in 1969 – 70 by Initiative Explorations Ltd. The last work to be done on the property was a radon gas survey, by Kerr Addison Mines Ltd.

Canadian All Metals Occurrence

2 additional claims, totaling approximately 296 acres, were staked on this property under this Option Agreement, in addition to the six claims discussed above. For property information and development history, please refer to the description above.

Exploration Program 2005

El Nino's program for its Bancroft Uranium acquisitions includes geophysical surveys, trenching, and drilling, and plans for the 2005 exploration program are currently being finalized.

Management wishes to reiterate that the resource figures on the above properties are not 43-101 compliant, have not been not been verified by El Nino, should not be relied upon, and are presented for disclosure purposes

only. The above information has been sourced from Ontario Geological Survey, Open File Report 5311: Uranium and Thorium Deposits of Southern Ontario, by J.B. Gordon, U.C. Rybak, and J.A. Robertson, 1981.

About El Nino Ventures Inc.

El Nino is an exploration stage company engaged in the acquisition, exploration and development of a diversified mineral exploration portfolio in Canada and the United States.

Item 6: Reliance on section 85 (2) of the Act

Not Applicable

Item 7: Omitted Information

Not Applicable

Item 8: Senior Officers

Taryn Downing, Corporate Secretary

Telephone: 604-685-1870

Facsimile: 604-685-6550

Item 9: Statement of Senior Officer

I hereby certify the foregoing accurately discloses the material change referred to herein:

April 12, 2005

Date

“Taryn Downing”

Signature of authorized signatory

Taryn Downing

Print name of signatory

Corporate Secretary

Official capacity