

Abington Ventures Inc.

125A - 1030 Denman Street
Vancouver, British Columbia
V6G 2M6

February 25th, 2000

"CONTINUOUS DISCLOSURE"

BY SEDAR

British Columbia Securities Commission
200 - 865 Hornby Street
Vancouver, British Columbia
V6Z 2H4

Attention: Statutory Filings

Dear Sirs:

Re: Material Change Report

Abington Ventures Inc. (the "Issuer"), with its principal office at 1610-777 Dunsmuir Street, Vancouver, British Columbia, V7Y 1J5, advises of the following:

The Issuer's shares were listed and posted for trading on the Canadian Venture Exchange on February 15th, 2000 upon the Issuer completing a public offering of 1,200,000 common shares at \$0.17 per share for aggregate gross proceeds of \$204,000. Wolverton Securities Ltd. was the agent for the offering and as such it received a commission of 10% of the gross proceeds. The Issuer also granted to the Agent the right to purchase up to 120,000 common shares, exercisable for a period of eighteen (18) months from the date of listing of the Issuer's shares at the exercise price of \$0.17 per share. The Issuer is classified as a capital pool company.

1. Date of Material Change: February 15th, 2000.
2. Press Release: A bulletin was issued on February 15th, 2000.
3. Summary of Material Change: As Above.
4. Full Description of the Material Change: As above.

5. Senior Officer: The senior officer who is knowledgeable about the material change in this report is Attention: Walter Brenner (telephone: 604-683-3137).

The foregoing accurately discloses the material change referred to herein.

This statement is made at Vancouver, British Columbia

Yours truly,

ABINTON VENTURES INC.

Signed (Walter Brenner)
President