

BC FORM 53-901F

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT and section 151
of the *Securities Rules*

Reporting Issuer

ABINGTON VENTURES INC.

Suite 125A – 1030 Denman St.

Vancouver, British Columbia

V6G 2M6

Phone No. (604) 683-3137

Fax (604) 684-4407

2. Date of Material Change January 5, 2004
3. Press Release
January 5, 2004 through the facilities of the Market News Publishing, and Vancouver Stockwatch.
4. Summary of Material Change
See attached news release dated for reference January 5, 2004
5. Full Description of Material Change
See attached news release dated for reference January 5, 2004
6. Reliance on Section 85(2) of the Act
Not Applicable
7. Omitted Information
Not Applicable
8. Senior Officers
Walter Brenner, President
J. Lewis Dillman, Secretary
9. Statement of Senior Officer
The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, British Columbia January 5, 2004

Yours truly,

ABINGTON VENTURES INC.

Per: *Walter Brenner*

Walter Brenner, *President*

ABINGTON VENTURES INC.
Suite 125A – 1030 Denman St.
Vancouver, British Columbia V6G 2M6
Phone No. (604) 683-6657
Fax (604) 684-4407
www.abingtonventures.com
email: info@abingtonventures.com

January 5, 2004

TRADING SYMBOLS:
ABV (TSX-V) Common Shares
ABV.WT Warrants Series 1
ABV.WT.A Warrants Series 2

ABINGTON LISTS SECOND SERIES OF WARRANTS

NEWS RELEASE

ABINGTON VENTURES INC. (the "Company") is pleased to announce the TSX Venture Exchange (the Exchange) has listed for trading on January 5 a second series of the Company's share purchase warrants.

The new warrants are listed under the symbol ABV.WT.A and were issued pursuant to a Short Form Offering which closed December 18, 2003. Each 2 (two) of these warrants will entitle the holder to 1 (one) common share of the Company for an exercise price of \$0.60 until December 18, 2004 when they expire.

The existing series of warrants trades under the symbol ABV.WT. Each 1 (one) of these warrants entitle the holder to 1 (one) common share of the Company for an exercise price of \$0.35 until August 29, 2004 when they expire.

**ON BEHALF OF THE BOARD OF DIRECTORS
ABINGTON VENTURES INC.**

Per: *Walter Brenner*
Walter Brenner, President

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