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 13, 2004

3. Press Release
   January 13, 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 13, 2004

5. Full Description of Material Change
   See attached news release dated for reference January 13, 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 13, 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 13, 2004

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

ABINGTON OPTIONS NEW PROPERTIES/PREPARES FOR 2004 DRILL CAMPAIGN

NEWS RELEASE

ABINGTON VENTURES INC. (the "Company") is pleased to announce it has entered into a binding letter of intent to enter into an option agreement with an arms length United States company, effective January 12, 2004. Under the terms of the letter outlining the option agreement, the Company has an option to acquire all right, title and interest in 25 mining claims located in Yuma and La Paz Counties, Arizona.

There are five groupings of claims:

Eureka (2 claims)
Thelma (6 claims)
Big Casino (1 claim)
Oakland (4 claims) , and
BVO (12 claims)

These claims are located in areas geologically significant because of their association with the known epithermal ore deposit which comprised the Verdstone mine (a past producer from 1992 to 1996) and the V3w high grade gold/silver deposit outlined by the Company's 2003 drilling program. Both the Verdstone mine and V3w are located on lands already under option by the Company.

The Eureka claims are of significant interest because they are contiguous to the Verdstone claim where the Company's V3w mineralized zone is located (described in previous press releases). Having access to drilling and exploration rights to the adjoining property will allow the Company to expand the scope and of its work program. Some IP geophysical data is available on the Eureka claims and is being evaluated by the company's geological team.

The Oakland claims consist of apparent gold bearing veins located in the 1930's as part of the effort in the district to find other gold veins similar to the Sheeptank Mine then operating about 5 miles to the west. There has been limited exploration on the Oakland zone due to a greater degree of historical focus on the Verdstone mine about 1.5 km to the NNW. Mapping and sampling by previous operators has located several veins in outcrop.

Geological reviews of the new properties, including those of previous induced-polarization (IP) data from the Eureka zone, are currently being completed. The Company is also completing plans for a priority sequence of drill targets for the proposed 2004 drilling campaign, which is to begin shortly.

Under the proposed agreement (which is subject to all applicable regulatory approvals), the Company is required to maintain the 25 mineral claims in good standing and to make a total of US$40,000 payments over four years and issue 100,000 common shares of the Company over three years (subject to Exchange and other regulatory approvals). Abington will have the right to exercise the option and acquire 100% title over the claims at any time the option is in good standing for US$200,000 and 100,000 shares (subject to a 5% net operating profit royalty). The properties may be brought into production before exercise of the option, in which case the Company would pay the greater of a 7.5% net operating profit royalty or US$50,000 per annum to the optionor.

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."