

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**CONTENT OF MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

Maxtech Ventures Inc. (the "Company" or "Maxtech")  
1250 West Hastings Street  
Vancouver, BC V6E 2M4

**Item 2 Date of Material Change**

March 16, 2012

**Item 3 News Release**

The news release was disseminated on March 16, 2012 via the services of Stockwatch and Baystreet News.

**Item 4 Summary of Material Change**

Maxtech announced that, through its wholly owned Indian subsidiary, Maxtech Resources (Private) Ltd, it was granted a Reconnaissance Permit (RP) in 2010 covering 212.75 square kilometres in Lalitpur District, Uttar Pradesh (U.P.), India.

**Item 5 Full Description of Material Change**

The RP was granted to explore for iron, precious minerals, including the platinum group elements, base metals, uranium and diamonds. To date, the Company's geological team has undertaken an extensive surface sampling and mapping program in order to prioritize drill targets once a Prospecting License (PL) is granted.

Under the rules of the Reconnaissance Permit, Maxtech will relinquish 50% of the RP by the end of the month. As part of the sampling program, there are currently 300 samples that have been sent to Shiva Analyticals (India) Limited, a certified assay laboratory. These new assays, combined with previous sampling results, historical information and information from the Geological Survey of India (GSI) are being reviewed to determine areas with no indication of significant mineralization. Once the review is complete, the Company will relinquish such areas, in order to conform to the RP rules.

Upon completion of the relinquishing of some 106 square kilometres, the Company will apply for a Prospecting License (PL) on the balance of the RP. Once the PL is granted, the Company will have the right to begin drilling and continue with more in-depth exploration and development work.

Government publications describe the historical resource in the area as follows: "About 100 million tonnes of low grade iron ore containing 25-30% iron has been established in Berwar-Girar area of Lalitpur. The banded iron formations are intersected by basic and ultrabasic rocks. Sporadic gold mineralization is associated in quartz veins within the iron formation. The low grade rocks can be easily beneficiated to produce concentrates carrying 67.3% iron". A qualified person has not done sufficient work to classify these historical estimates as current mineral resources; the Company is not treating the historical estimate as current mineral resources.

The Company has applied for its initial Prospecting License covering 5.5 sq km. The PL covers the known iron deposit comprised of a Banded Iron Formation (BIF) and located within a large airborne magnetic anomaly. The anomaly is some 20 kilometres in length and the eastern half is 6 kilometres wide whereas the western half narrows down to a width of one kilometre. Within the anomalous area, crews have identified three rare earth elements (REE) anomalies. It is expected that this PL will be granted over the next three to four months, at which time the Company will be able to begin drilling.

Reconnaissance surface sampling traverses taken at right angles to the strike were made covering a number of areas within the RP around the known banded iron formation (BIF) in the vicinity of east and west Girar and the ultra-basic rocks around Mandawra in the northwest portion of the RP. Over 200 samples were taken and sent to Shiva

Analyticals (India) Limited, for assay. The results were as follows:

<b>Line</b>	<b>Location</b>	<b>Interval (m)</b>	<b>Samples (Surface)</b>	<b>Length (m)</b>	<b>Fe %</b>
MSL-1	NW of Ram Mandir - Girar West	1	28	40	32.00
MSL-2	South of diamond drillhole #16	2	15	30	27.26
MSL-3	NW of Ram Mandir - Girar West	2 2	12 10	24 20	28.50 27.94
GTR-9	Trench south of drillholes #20 & 25	1.5	20	30	29.09
MSL-A	South of diamond drillhole #16	Random	1		28.04
B		Random	1		31.67
C		Random	1		30.69
D		Random	1		29.17
E		Random	1		15.87
F		Random	1		33.53

Maxtech is continuing to increase its holdings in the region. The Company currently has three additional Reconnaissance Permit applications pending for mineral exploration in the States of Uttaranchal and Himachal Pradesh:

1. An RP for 161 sq. km to explore for gold, scheelite, tin, copper, lead and zinc on an area that straddles the border of the State of Uttaranchal, U.P., and the State of Himachal Pradesh. The non-NI43-101 compliant probable reserve estimated for the deposit by the Geological Survey of India is approximately 390,000 tonnes with an average grade of 4.90% zinc, 2.68% lead and 0.37% copper.
2. An RP for 296 sq. km to explore for copper, lead, zinc State of Uttaranchal. The Amtiargad deposit has an estimated non-NI43-101 compliant probable reserve estimated by the Geological Survey of India of 1.41 million tonnes with a grade of 1.65% Pb, and 4.92 Zn.
3. In the Almora district in the State of Uttaranchal an application has been filed for a 1,393.75 sq. km RP to explore for gold, scheelite, tin, copper, lead and zinc and other minerals.

A copy of the news release is attached to this material change report as Appendix "A".

#### **Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

#### **Item 7 Omitted Information**

No information has been omitted on the basis that it is confidential information.

#### **Item 8 Executive Officer**

Curt Huber  
President  
604-687-0879

#### **Item 9 Date of Report**

April 18, 2012



March 16, 2012

**NEWS RELEASE**

**PROJECT UPDATE - LALITPUR DISTRICT, INDIA**

**Maxtech Ventures Inc. (TSX.V – MVT / Frankfurt: O3X)** through its wholly owned Indian subsidiary, Maxtech Resources (Private) Ltd, was granted a Reconnaissance Permit (RP) in 2010 covering 212.75 square kilometres in Lalitpur District, Uttar Pradesh (U.P.), India. The RP was granted to explore for iron, precious minerals, including the platinum group elements, base metals, uranium and diamonds. To date, the Company's geological team has undertaken an extensive surface sampling and mapping program in order to prioritize drill targets once a Prospecting License (PL) is granted.

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“We are looking forward to begin drilling and further delineating the iron deposit as soon as we are granted our Prospecting License.”, stated Thomas Tough, P. Eng., Chairman of the Board.

#### ***About Maxtech Ventures***

Maxtech is an exploration stage mining company with properties in British Columbia, Quebec, and India. The Company's wholly-owned Indian subsidiary, Maxtech Resources Private Limited, holds a Reconnaissance Permit in the Lalitpur District, Uttar Pradesh, India covering a deposit of banded iron ore formation; to explore for platinum group minerals, nickel, cobalt, chromium, lead, zinc, copper, diamonds, gold, and silver mineralization. Maxtech's exploration efforts are supported by a strong and experienced management and technical team who are continually seeking new opportunities to enhance shareholder value. Further information regarding the Company can be found on SEDAR at [www.SEDAR.com](http://www.SEDAR.com) or by visiting our website at [www.maxtechventures.com](http://www.maxtechventures.com).

This news release was prepared on behalf of the Board of Directors, which accepts full responsibility for its contents.

#### ***“Curt Huber”***

Curt Huber  
President

This release includes certain statements that may be deemed to be "forward-looking statements" within the meaning of the U.S. Private Securities Litigation Reform Act of 1995. All statements in this release, other than statements of

historical facts, that address future production, reserve potential, exploration and development activities and events or developments that the Company expects, are forward-looking statements. Although management believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance, and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploration and development successes, continued availability of capital and financing, and general economic, market or business conditions. Please see our public filings at [www.sedar.com](http://www.sedar.com) for further information.

*Neither the TSX Venture Exchange nor its Regulation Services Provider  
(as that term is defined in the policies of the TSX Venture Exchange)  
accepts responsibility for the adequacy or accuracy of this release.*