

FORM 51-102F3

**MATERIAL CHANGE REPORT
PURSUANT TO SECTION 7 OF NATIONAL INSTRUMENT 51-102**

ITEM 1 **REPORTING ISSUER**
MAXTECH VENTURES INC.
8338-120th Street
Surrey, BC V3W 3N4

ITEM 2 **DATE OF MATERIAL CHANGE**

November 13, 2014

ITEM 3 **NEWS RELEASE**

News Release closing this financing to any further subscribers was filed on SEDAR November 13, 2014, and disseminated through news@stockwatch.com, news@baystreet.com.

ITEM 4 **SUMMARY OF MATERIAL CHANGE**

2,000,000 common shares distributed November 13, 2014.

ITEM 5 **FULL DESCRIPTION OF MATERIAL CHANGE**

Non-brokered Private Placement closed on November 13, 2014 to any further subscribers. 2,000,000 common shares issued from treasury November 13, 2014. Each Unit is comprised of one common share and one share purchase warrant, exercisable at \$0.05 per warrant share for two years from November 13, 2014.

The securities are subject to a statutory hold period.

ITEM 6 **RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102**

N/A

ITEM 7 **OMITTED INFORMATION**

N/A

ITEM 8 **EXECUTIVE OFFICER**

Lucky Janda, CEO, Tel: 604 592 6881

ITEM 9 **DATE OF REPORT**

Dated at Surrey, B.C. this 13th day of November, 2014.