MAXTECH VENTURES INC.

Consolidated Condensed Interim Financial Statements

Three Months Ended October 31, 2014

(Unaudited - Expressed in Canadian Dollars)

NOTICE TO READERS

In accordance with National Instrument 51-102 released by Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the accompanying condensed interim consolidated financial statements for the three months ended October 31, 2014

Maxtech Ventures Inc.
Consolidated Condensed Interim Statements of Financial Position
(Unaudited - Expressed in Canadian Dollars)

	Note	October 31 2014	July 31, 2014
		$	$
Assets			
Current Assets			
Cash		998,982	925,817
Marketable securities	4	56,750	79,506
Notes receivable	9	56,000	326,000
Other receivables	5	4,692	3,163
		1,116,424	1,334,486
Properties	8	2,679,223	2,414,160
Exploration and evaluation assets		2	2
Total Assets		3,795,649	3,748,648
Liabilities and Shareholders' Equity			
Current Liabilities			
Accounts payable and accrued liabilities	6	30,799	17,218
Deposit	8	111,930	108,900
		142,729	126,118
Minority interests	8	49,473	–
Shareholders' Equity			
Share capital	7	8,130,000	8,130,000
Reserves	7	5,366,229	5,342,786
Deficit		(9,892,782)	(9,850,256)
Total Equity		3,603,447	3,622,530
Total Liabilities and Shareholders' Equity		3,795,649	3,748,648

Nature of operations and going concern — *1*
Subsequent events — 13

"Curt Huber"
Director

"Lucky Janda"
Director

See accompanying notes to the consolidated financial statements

Maxtech Ventures Inc.

Consolidated Condensed Interim Statements of Comprehensive Loss

(Unaudited - Expressed in Canadian Dollars)

	Three months ended October 31,	
	2014	**2013**
	$	$
Rental income	18,817	-
Expenses		
Amortization	–	1,206
Consulting	7,642	12,500
Exploration expenditures	–	16,741
Office facilities and administration	14,980	11,799
Professional fees	2,500	3,100
rent expense	910	–
Salaries and wages	–	1,725
Transfer agent and listing fees	37,392	8,413
Travel and promotion	8,400	–
Loss before the following	(53,007)	(55,484)
Interest income	10,481	35,524
Net loss for the period	(42,526)	(19,960)
Other comprehensive income (loss):		
unrealized loss -mkt sec	(22,756)	(13,580)
Translation gain (loss)	46,199	(354)
Comprehensive loss	(19,083)	(33,894)
Basic and diluted earnings (loss) per share	(0.00)	(0.00)
Weighted average number of common shares outstanding	11,216,334	11,216,334

See accompanying notes to the consolidated financial statements

MAXTECH VENTURES INC.

Consolidated Condensed Interim Statements of Cash Flows

(Unaudited - Expressed in Canadian Dollars)

	Three months ended October 31,	
Cash provided by (used in)	**2014**	**2013**
	$	$
Operating activities		
Net loss for the period	(42,526)	(19,960)
Items not involving cash		
Receipt of warrants for interest income	–	(4,572)
Amortization	–	1,206
Changes in non-cash operating working capital		
Other receivables	(1,529)	2,832
Accounts payable and accrued liabilities	13,581	900
Cash provided by (used in) operating activities	(30,474)	(19,594)
Investing activities		
Payment of deposit for acquisition of property	–	(51,975)
Acquisition of properties	(148,419)	–
Promissory note issued to Chimata Gold Corp.	–	(51,000)
Promissory note repayment	270,000	–
Cash (used in) provided by investing activities	121,581	(102,975)
Translation gain (loss)	(17,942)	–
Increase(decrease) in cash	73,165	(122,569)
Cash, beginning of period	925,817	3,631,577
Cash, end of period	998,982	3,509,008
Supplemental cash flow information:		
Cash paid during the period for income taxes	–	–
Cash received from interest income	10,481	35,524

See accompanying notes to the consolidated financial statements

Maxtech Ventures Inc.

Consolidated Condensed Interim Statements of Changes in Shareholders' Equity

(Unaudited - Expressed in Canadian Dollars)

	Share capital		Reserves				
	Number	Amount	Foreign translation reserve	Share-based payment reserve	Investment revaluation reserve	Deficit	Total equity
		$	$	$	$	$	$
Balance, July 31, 2013	11,216,334	8,130,000	(70,699)	5,349,127	–	(9,381,186)	4,027,242
Translation gain	–	–	(354)	–	–	–	(354)
Unrealized loss from marketable securities	–	–	–	–	(13,580)	–	(13,580)
Net loss for the period	–	–	–	–	–	(19,960)	(19,960)
Balance, October 31, 2013	11,216,334	8,130,000	(71,053)	5,349,127	(13,580)	(9,401,146)	3,993,348
Balance, July 31, 2014	11,216,334	8,130,000	(6,341)	5,349,127	–	(9,850,256)	3,622,530
Translation gain(loss)	–	–	46,199	–	–	–	46,199
Unrealized loss from marketable securities	–	–	–	–	(22,756)	–	(22,756)
Net loss for the period	–	–	–	–	–	(42,526)	(42,526)
Balance, October 31, 2014	11,216,334	8,130,000	39,858	5,349,127	(22,756)	(9,892,782)	3,603,447

See accompanying notes to the condensed interim consolidated financial statements

1. NATURE OF OPERATIONS AND GOING CONCERN

Maxtech Ventures Inc. (the "Company" of "Maxtech") was incorporated on April 19, 2000 under the laws of the province of British Columbia, Canada, and its principal activity is the acquisition and development of real estate and farming properties. The Company was previously in the mineral exploration business. The Company's shares are traded on the Canadian Securities Exchange (the "CSE") under the symbol "MVT".

The head office, principal address and records office of the Company are located at 8338 - 120th Street, Surrey, BC V3W 3N4.

These consolidated condensed interim financial statements for the three months ended October 31, 2014 ("Interim Financial Statements") have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. As at October 31, 2014, the Company is not able to finance day to day activities through operations and had recurring losses since inception. The Company's continuation as a going concern is dependent upon its ability to attain profitable operations and generate funds there from and/or raise equity capital or borrowings sufficient to meet current and future obligations. These uncertainties cast significant doubt about the Company's ability to continue as a going concern. Management intends to finance operating costs over the next twelve months with cash and cash on hand and private placements of common shares, if required.

2. STATEMENT OF COMPLIANCE

These Interim Financial Statements, including comparatives within, have been prepared in accordance with International Accounting Standards 34, "Interim Financial Reporting" ("IAS 34"), using accounting policies consistent with the International Financial Report Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee. Any subsequent changes to IFRS that are given effect to in the Company's annual consolidated financial statements for the year ending July 31, 2015 could result in revisions to these Interim Financial Statements.

These Interim Financial Statements do not include all of the information required of a full annual financial report and is intended to provide users with an update in relation to events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the end of the last annual reporting period. It is therefore recommended that these Interim Financial Statements be read in conjunction with the most recent audited annual consolidated financial statements of the Company for the year ended July 31, 2014.

These Interim Financial Statements were approved and authorized by the Board of Directors on October 30, 2014.

3. SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation

These Interim Financial Statements have been prepared on an accrual basis and are based on historical costs, except for financial instruments measured at their fair value. These Interim Financial Statements are presented in Canadian dollars, unless otherwise noted.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Consolidation

These Interim Financial Statements include the accounts of the Company and its following controlled subsidiaries:

Name	Ownership	Place of incorporation
Maxtech Resources Private Limited ("MRPL")	100%	India
Emerging Minerals Corp.("Emerging Minerals")	53%	British Columbia, Canada
Can-Ameri Agri Co. ("Can-Ameri"), formerly Maxtech Holdings Corp.	100%	Nevada, USA
Parkplace Equity Investment Group, LLC	75%	California, USA

All intercompany balances and transactions between the Company and the subsidiaries have been eliminated on consolidation.

Foreign currency translation

The functional currency of each entity is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Canadian dollars which is the parent company's functional and presentational currency. The functional currency of MRPL, Emerging Minerals, Parkplace Equity Investment Group. LLC, and Can-Ameri are the Indian Rupee, the Canadian dollar, the US dollar, and the US dollar, respectively.

Transactions and balances:

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined. Exchange differences arising on the translation of monetary items or on settlement of monetary items are recognized in profit or loss in the statement of comprehensive loss in the period in which they arise, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognized in other comprehensive income in the statement of comprehensive loss to the extent that gains and losses arising on those non-monetary items are also recognized in other comprehensive loss. Where the non-monetary gain or loss is recognized in profit or loss, the exchange component is also recognized in profit or loss.

Foreign operations:

The financial results and position of foreign operations whose functional currency is different from the Company's presentation currency are translated as follows:

- assets and liabilities are translated at period-end exchange rates prevailing at that reporting date; and
- income and expenses are translated at average exchange rates for the period.

Exchange differences arising on translation of foreign operations are recorded in to the Company's foreign currency translation reserve. These differences are recognized in the profit or loss in the period in which the operation is disposed of.

(Unaudited - Expressed in Canadian dollars)

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Significant estimates and assumptions

The preparation of financial statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions concerning the future. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Estimates and assumptions where there is significant risk of material adjustments to assets and liabilities in future accounting periods include the recoverability of the carrying value of exploration and evaluation assets, fair value measurements for financial instruments and stock-based compensation and other equity-based payments, and the recoverability of deferred tax assets, decommissioning, restoration and similar liabilities and contingent liabilities.

Significant judgments

The preparation of financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments in applying the Company's financial statements include:

- the assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty; and
- the determination of the functional currency of the parent company and its subsidiaries.

Adoption of new accounting policies and accounting standards issued but not yet applied

The Company has not adopted new accounting standards since its recent year ended July 31, 2014

The following new standards, amendments and interpretations that have not been early adopted in these consolidated financial statements, is not expected to have a material effect on the Company's future results and financial position: IFRS 9 Financial Instruments (new; to replace IAS 39 and IFRIC 9); and Amendments to IAS 32 Financial Instruments: Presentation.

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

4. MARKETABLE SECURITIES

Marketable securities comprise of investments in shares of Canadian public and private companies. Breakdown is as follows:

July 31, 2014	Cost	Fair value
	$	$
Common shares	479,880	79,506
Warrants (Note 11)	4,572	-
	484,452	79,506

October 31, 2014	Cost	Fair value
	$	$
Common shares	479,880	56,750

(Unaudited - Expressed in Canadian dollars)

5. OTHER RECEIVABLES

	October 31, 2014	July 31, 2014
	$	$
Interest receivable	2,863	2,163
Sales tax recoverable	1,829	1,000
	4,692	3,163

6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	October 31, 2014	July 31, 2013
	$	$
Trade payables	1,099	6,397
Accrued liabilities	29,700	27,784
	30,799	34,181

7. SHARE CAPITAL

Authorized
Unlimited number of common shares without par value

Outstanding
On July 24, 2013, the Company consolidated its issued and outstanding shares on a 3-1 basis. As a result, the number of outstanding shares and loss per share presented in these consolidated financial statements has been retroactively revised to reflect this consolidation.

Basic and diluted loss per share
The calculation of basic and diluted loss per share for the three months ended October 31, 2014 was based on the loss attributable to common shareholders of $42,526 (three months ended October 31, 2013 - $19,960) and a weighted average number of common shares outstanding of 11,216,334 (three months ended October 31, 2013 – 11,216,334).

Stock options
The Company has adopted an incentive stock option plan (the “Plan”). The essential elements of the Plan provide that the aggregate number of shares of the Company’s capital stock issuable pursuant to options granted under the Plan may not exceed 20% of the outstanding shares. Options granted under the Plan may have a maximum term of 5 years. The exercise price of options granted under the Plan will not be less than the closing price of the Company’s shares on the CSE on the trading day immediately before the date of grant, less the discount permitted. As at July 31 and October 31, 2014, the Company did not have any stock options outstanding.

Share base payment reserve
The share-based payment reserve records items recognized as stock-based compensation expense and other share-based payments until such time that the stock options or warrants are exercised, at which time the corresponding amount will be transferred to share capital.

Foreign currency translation reserve
The foreign currency translation reserve records unrealized exchange differences arising on translation of foreign operations that have a functional currency other than the Company’s reporting currency.

Investment revaluation reserve
The investment revaluation reserve records unrealized gains and losses arising on available-for-sale financial assets, except for impairment losses and foreign exchange gains and losses on monetary items.

(Unaudited - Expressed in Canadian dollars)

8. PROPERTIES

	July 31, 2014 $	Additions $	Effect of change in foreign exchange rate $	October 31, 2014 $
Bradshaw	1,307,840	-	36,389	1,344,229
Franklin	725,170	-	20,177	745,347
Camino	381,150	-	10,605	391,755
California Land	-	197,892	-	197,892
	2,414,160	197,892	67,171	2,679,223

On October 1, 2013, the Company purchased the Bradshaw Property for $1,307,840 and consists of approximately 19 acres of farm land in Sacramento, California.

On November 6, 2013, the Company purchased the Franklin Property for $725,170 and consists of approximately 65 acres of farm land and a house located in Elk Grove, California, USA.

On July 15, 2014, the Company purchased the Camino Property for US$375,000 ($381,150). The Camino property is a single family home located in Tucson, Arizona. The purchase of the property was partially financed by a US$100,000 ($111,930) payment by the tenant. The tenant has the option to buy the Camino Property from the Company for US$375,000 on or before August 1, 2015 and may apply the US$100,000 ($111,930) payment made toward the purchase price of the option is exercised. If the tenant does not exercise the option the Company has no obligation to refund the US$100,000 to the tenant.

In August, 2014, the Company acquired a 75% interest in three parcels of land (approximately 2.4 acres) in Sacramento, California, USA through its newly formed controlled (75% owned) USA subsidiary, Parkplace Equity Investment Group, LLC. The whole 100% acquisition cost of these three parcel of lands was $197,892. As at October 31, 2014, the $49,473 minority interest represented 25% interest in these three parcels of land not owned by the Company.

During three months ended October 31, 2014, the Company earned $18,817 (three months ended October 31, 2013 - $Nil) in rental income.

9. NOTES RECEIVABLE

As at July 31, 2014, the Company had the following notes receivable outstanding:

Borrower	Principal $	Term	Interest	Security
Chimata (i)	5,000	December 31, 2014	5% per annum	Unsecured
Chimata (i)	51,000	December 31, 2014	5% per annum	Unsecured
Unrelated party(ii)	326,700	On demand	8% per annum	Guaranteed by Medusa Scientific LLC
Unrelated party (iii)	270,000	On demand	8% per annum	Secured by land
	652,700			
Provision (ii)	(326,700)			
	326,000			

(Unaudited - Expressed in Canadian dollars)

9. NOTES RECEIVABLE (CONTINUED)

As at October 31, 2014, the Company had the following notes receivable outstanding:

Borrower	Principal $	Term	Interest	Security
Chimata (i)	5,000	December 31, 2014	5% per annum	Unsecured
Chimata (i)	51,000	December 31, 2014	5% per annum	Unsecured
Unrelated party(ii)	326,700	On demand	8% per annum	Guaranteed by Medusa Scientific LLC
	382,700			
Provision (ii)	(326,700)			
	56,000			

(i) Chimata Gold Corp. ("Chimata") is a company with one director in common with the Company.

(ii) On October 9, 2013, Acana Capital Corp., a company with the Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO") in common with the Company, assigned a US$300,000 promissory note issued by TM Technologies Inc. ("TM"), a private company incorporated in the USA to the Company. The note is guaranteed by Medusa Scientific LLC, the parent company of TM, which is a private company incorporated in the United States. TM issued 400,000 common shares to the Company to assume the promissory note. The fair value of these 400,000 common shares was determined to be $Nil. The note receivable is past due; therefore, it has become due on demand. At July 31, 2014, the entire balance consisting of the principal balance of $326,700 and interest receivable of $21,888 was impaired due to the uncertainty of collectability, resulting in a loss of $347,888.

(iii) During three months ended October 31, 2014, the $270,000 promissory note was assigned to a company owned by the CEO of the Company in consideration of cash of $270,000.

10. RELATED PARTY TRANSACTIONS

Transactions with key management and directors

During three months ended October 31, 2014, the Company does not have transactions with key management and directors. Details are as follow:

	Nature of fees	2014	2013
		$	$
Company affiliated with the CEO	Consulting	-	7,500
Company affiliated with the CEO	Rent	-	7,500
Company affiliated with a relative of the CEO	Consulting	-	5,000
		-	20,000

The Company did not have balances due to / from related parties as at July 31 and October 31, 2014.

As at July 31 and October 31, 2014, the Company's notes payable included $56,000 owing from Chimata, which is a company with one director in common with the Company (Note 9).

(Unaudited - Expressed in Canadian dollars)

11. FINANCIAL INSTRUMENTS

Classification

Financial assets included in the statement of financial position are as follows:

	October 31, 2014	July 31, 2014
	$	$
Fair value through profit and loss:		
Cash	998,982	925,817
Loans and receivables:		
Notes receivable	56,000	326,000
Interest receivable	2,863	2,163
Available-for-sale financial assets:		
Marketable securities	56,750	79,506
	1,114,595	1,333,486

Financial liabilities included in the statement of financial position are as follows:

	October 31, 2014	July 31, 2014
	$	$
Non-derivative financial liabilities:		
Trade payables	1,099	218

Fair value

The fair value of the Company's financial assets and liabilities approximates the carrying amount as at July 31 and October 31, 2014 for their short-term natures.

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

The following is an analysis of the Company's financial assets measured at fair value as at July 31 and October 31, 2014:

	As at July 31, 2014		
	Level 1	Level 2	Level 3
	$	$	$
Cash	925,817	-	-
Available-for-sale financial assets	79,506	-	-
	1,005,323	-	-

	As at October 31, 2014		
	Level 1	Level 2	Level 3
	$	$	$
Cash	998,982	-	-
Available-for-sale financial assets	56,750	-	-
	1,055,732	-	-

12. SEGMENT DISCLOSURES

During three months ended October 31, 2014, the Company operated in a single reportable operating segment – the acquisition and development of real and farming properties in USA.

13. SUBSEQUENT EVENTS

In August 2014, the Company, and its wholly owned subsidiary, Can-Ameri, entered into an arrangement agreement (“Agreement”) to execute a proposed plan of arrangement (“Arrangement”) in connection with the reorganization of the Company. Upon the completion of the Arrangement, Can-Ameri, which has various real estate and farming properties located in the USA (Note 8), will be spun out from the Company. The shareholders of the Company will continue collectively owning Can-Ameri upon the completion of the Arrangement. As part of the Arrangement, Can-Ameri will apply to the CSE to have the common shares of Can-Ameri listed on the CSE. The Arrangement was approved by the Company’s shareholders in a special meeting held in September 2014 and by the Supreme Court of British Columbia in October 2014. As of the date of this report, the completion of the Arrangement is not completed and is pending approval from the CSE.

In November 2014 the Company completed a non-brokered private placement and raised a total of $100,000 through the sale of 2,000,000 units at $0.05 per unit, each unit being comprised of one common share and one share purchase warrant. Each warrant entitles the holder to purchase one additional common share of the Company at a price of $0.05 per share for a period of two years.