

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

Maxtech Ventures Inc, (the "Company" "Maxtech")
Suite 702-595 Howe Street Vancouver BC V6C 2T5

Item 2 - Date of Material Change

February 24, 2017

Item 3 News Release

A news releases was issued and disseminated through marketwired.com on February 24, 2017 and filed on SEDAR (www.sedar.com) and the CSE website.

Item 4 Summary of Material Change

The Company announced that it has closed its previously announced non brokered Private Placement for a total of 3,037,500 units for an aggregate total of \$607,500. Each unit was offered at \$0.20 per Unit and is comprised of one common share in the capital of the Company and one share purchase warrant (a "Warrant"). Each warrant entitles the holder to purchase one additional common share for a period of two years at an exercise price of \$0.30 per share for the first year and at an exercise price of \$0.40 thereafter, the warrants are also subject to an accelerated expiration clause.

Item 5 Full Description of Material Change

See attached news release at Schedule "A"

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

The following senior officer of the Company is knowledgeable about the material change and this report:

Peter Wilson, CEO, and Director

Email: peter@maxtech-ventures.com Phone: 604-484-8989

Item 9 Date of Report

February 27, 2017

SCHEDULE A

MAXTECH VENTURES CLOSES FINANCING

Vancouver, British Columbia – February 24, 2017 – Maxtech Ventures Inc. (CSE: MVT) (OTC: MTEHF) (Frankfurt: M1N) (“Maxtech” or the “Company”), announces that it has closed its previously announced non brokered Private Placement and has issued a total of 3,037,500 units for an aggregate total of \$607,500. Each unit was offered at \$0.20 per Unit and is comprised of one common share in the capital of the Company and one share purchase warrant (a “Warrant”). Each warrant entitles the holder to purchase one additional common share for a period of two years at an exercise price of \$0.30 per share for the first year and at an exercise price of \$0.40 thereafter, the warrants are also subject to an accelerated expiration clause.

The securities issued are subject to a four month and one day trading restriction to June 25 2017. The proceeds raised will be used for working capital and to further the Company’s plans to acquire assets worldwide.

About Maxtech Ventures Inc.

Maxtech Ventures Inc. is a Canadian based diversified industries corporation.

For additional information see the Company’s web site at <http://www.maxtech-ventures.com>

Email to info@maxtech-ventures.com

Peter Wilson

Chief Executive Officer

Email: peter@maxtech-ventures.com

Phone: 604-484-8989

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

Further information about the Company is available on www.SEDAR.com under the Company’s profile.

Certain statements contained in this release may constitute “forward-looking statements” or “forward-looking information” (collectively “forward-looking information”) as those terms are used in the Private Securities Litigation Reform Act of 1995 and similar Canadian laws. These statements relate to future events or future performance. The use of any of the words “could”, “intend”, “expect”, “believe”, “will”, “projected”, “estimated”, “anticipates” and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company’s current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. In particular, this release contains forward-looking information relating to the business of the Company, the Property, financing and certain corporate changes. The forward-looking information contained in this release is made as of the date hereof and the Company is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein.