

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

Item 1. Name and Address

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

Item 2. Date of Material Change

June 4, 2021

Item 3. News Release

The news release describing the material change was disseminated on June 4, 2021 through Stockwatch and filed on SEDAR.

Item 4. Summary of Material Change

The Company announced that it has closed non-brokered private placements totaling \$945,250.

The Company raised \$548,999.94 by the issuance of 9,149,999 units at \$0.06 per unit. These units were issued on a flow-through basis entitling the subscriber to CEE deductions for the 2021 tax year.

In addition the Company raised \$396,250.03 by the issuance of 7,204,546 units at \$0.055 per unit.

Qualified finders were paid finders’ fees of \$26,302.50 and issued 455,742 finders’ warrants entitling the holder to subscribe for a common share for \$0.10 for 3 years from closing. An additional qualified finder was paid the equivalent of \$36,015 in \$0.055 Units, for a total of 654,818 Units.

Item 5. Full Description of Material Change

5.1 *Full Description of Material Change*

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closing. An additional qualified finder was paid the equivalent of \$36,015 in \$0.055 Units, for a total of 654,818 Units.

Securities issued on this closing will be subject to a statutory hold period until October 5, 2021. Proceeds will be used to continue work on the Company's St. Anthony gold project.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7. Omitted Information

No information has been omitted in respect of this material change.

Item 8. Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Peter Wilson, President
Telephone: 604 484-0355

Item 9. Date of Report

June 7, 2021.