

FORM 51-102F3

**MATERIAL CHANGE REPORT  
UNDER NATIONAL INSTRUMENT 51-102**

1. **Name and Address of Company**

BacTech Environmental Corporation  
50 Richmond Street East, Suite 300  
Toronto, Ontario M5C 1N7

2. **Date of Material Change**

October 12, 2012

3. **News Release**

A news release with respect to the material change referred to in this report was issued on October 12, 2012 and subsequently filed on SEDAR.

4. **Summary of Material Change**

BacTech Environmental Corporation announced the filing of the National Instrument 43-101 compliant Preliminary Economic Assessment Study ("PEA") for its proposed reclamation project of the Arsenopyrite Residue Stockpile in Snow Lake, Manitoba, prepared by Micon International Limited. There was no change to the information in the PEA previously reported in the news release dated August 27, 2012.

5. **Full Description of Material Change**

BacTech Environmental Corporation ("BacTech" or the "Company") announced the filing of the National Instrument 43-101 compliant Preliminary Economic Assessment Study ("PEA") for its proposed reclamation project of the Arsenopyrite Residue Stockpile ("ARS") in Snow Lake, Manitoba, prepared by Micon International Limited.

The Company reported that there had been no change to the information in the PEA previously reported in the news release dated August 27, 2012.

**Quality Control**

David J. Salari, P.Eng., the Chief Operating Officer for the Company, is the Qualified Person as defined under National Instrument 43-101 responsible for the scientific and technical work on the program.

Norman Ralph Newson, M.Sc., P.Eng., P.Geo., is the Qualified Person who verified the geological data, including sampling, analytical and test data underlying the information or opinions related to the Mineral Resource Estimate section of the PEA report, details of which can be found in the 2011 NI 43-101 report filed on SEDAR at [www.sedar.com](http://www.sedar.com).

Micon prepared the PEA technical report based on Mr. Newson's resource estimate and its review of metallurgical testwork, and the estimated operating and capital costs for the Snow Lake project. Bogdan Damjanović, P.Eng., B.Sc., Christopher Jacobs, C.Eng., MIMMM, and Barnard Foo, P.Eng., M. Eng., MBA, are the Qualified Persons as defined under National Instrument 43-101 responsible for the preparation of those sections of the PEA report.

6. **Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

7. **Omitted Information**

Not applicable.

8. **Executive Officer**

For further information, contact Ross Orr, President and Chief Executive Officer of BacTech Environmental Corporation at (416) 813-0303.

9. **Date of Report**

October 16, 2012