Form 51-102F3

Material Change Report

Item 1 Name and Address of Company

Maxxcapp Corporation
104 – 2001 McCallum Road
Abbottsford, BC V2S 3N5

Item 2 Date of Material Change

March 31, 2006

Item 3 News Release

Released March 31, 2006 in Abbottsford, BC

Item 4 Summary of Material Change

Maxxcapp announces closing of private placement

Item 5 Full Description of Material Change

See attached Schedule A

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

This report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

Not Applicable

Item 8 Executive Officer

Evan Baergen, CEO
(604) 556-7400

Item 9 Date of Report

March 31, 2006

press release

Maxxcapp Corporation
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Abbotsford B.C., V2S 3N5
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Symbol: MXP: TSX.V

March 31, 2006

FOR IMMEDIATE RELEASE

Vancouver - Maxxcapp Corporation (the "Company") (TSXV: MXP) wishes to announce that further to their press release of March 20, 2006, the Company has closed its private placement and sold 187,000 units (each a "Unit") at a price of $0.20 per Unit on March 31, 2006. Each Unit consists of one share in the capital of the Company and one share purchase warrant. Each share purchase warrant will entitle the holder on exercise, to purchase one common share at a price of $0.35 per share at any time until 4:30 p.m. (Vancouver time) on March 23, 2007 and at a price of $0.50 per share any time thereafter until 4:30 p.m. (Vancouver time) on March 23, 2008.

All common shares and share purchase warrants issued pursuant to the Private Placement are subject to a four month hold period expiring on July 24, 2006.

Maxxcapp Corporation is a publicly held Canadian company building its assets through the acquisition and development of companies in several rapidly growing industries including technology and home renovation. With a management team of experienced entrepreneurs and corporate finance professionals, Maxxcapp is seeking to build value for its shareholders by increasing efficiencies and providing capital to expand product lines and services as well as entering new markets.

The TSX Venture Exchange does not accept responsibility for the adequacy or accuracy of this release