

This is a form of a material change report required under Section 85(1) of the *Securities Act* (British Columbia) and Section 146(1) of the *Securities Act* (Alberta)

**BC FORM 53-901F**

**Securities Act**

**MATERIAL CHANGE REPORT**

NOTE: This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this form are complied with.

NOTE: Every report required to be filed under Section 85(1) of the Act shall be sent to the Commission in an envelope addressed to the Commission and marked "Continuous Disclosure".

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL - SECTION 85", AND EVERYTHING THAT IS REQUIRED TO BE FILED SHALL BE PLACED IN AN ENVELOPE ADDRESSED TO THE SECRETARY OF THE COMMISSION MARKED "CONFIDENTIAL".

Item 1. Reporting Issuer

MaxTech Ventures Inc.  
115 - 12830 Clarke Place  
Richmond, B.C.  
V6V 2H1

(the "Issuer")

Item 2. Date of Material Change

October 15, 2002

Item 3. Press Release

The press release was disseminated through the Canada Stockwatch and Market News on October 15, 2002.

Item 4. Summary of Material Change

The Issuer has completed its Qualifying Transaction pursuant to the policies of the TSX Venture Exchange, consisting of the acquisition of all issued and outstanding shares of MaxTech (China) Limited.

Item 5. Full Description of Material Change

See News Release attached as Schedule A.

Item 6. Reliance on Section 85(2) of the Act

Nothing in this form is required to be maintained on a confidential basis.

Item 7. Omitted Information

Not applicable.

Item 8. Senior Officer

Samson Mui, Chairman, President and CEO  
Phone: (604) 789-1283

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Date: October 15, 2002

**MAXTECH VENTURES INC.**

“Victor P. Harwardt”

By: \_\_\_\_\_

Solicitor for the Issuer

(Official Capacity)

Victor P. Harwardt

(Please print here name of individual whose signature appears above.)

**Schedule "A"**

**MaxTech Ventures Inc.**

**Suite 115 - 12830 Clarke Place, Richmond, B.C., Canada V6V 2H1**

**Telephone: (604) 789-1283 Facsimile: (604) 322-9186**

**E-mail: maxtechventures@yahoo.com**

**Website: www.maxtechventures.com**

**PRESS RELEASE**

October 15, 2002

The Company announces that it has completed its Qualifying Transaction involving the acquisition of all the issued and outstanding shares of MaxTech (China) Limited of Hong Kong. In consideration for the acquisition, the Company has issued an aggregate total of 2,730,000 common shares (2,169,531 to Pandata International Telcom Limited and 560,469 to Netwalk Technology Company Limited). The Company has also issued 100,000 common Shares to Michael Li as a finders fee in connection with the transaction. All of the foregoing shares are subject to an escrow agreement providing for the time based release of the shares over a three year period. The effective date of completion of the transaction is September 27, 2002.

MaxTech (China) Limited is the parent company of a wholly owned subsidiary, Pandata Information Technology Company Ltd. ("PITCL") of Guangzhou, China. PITCL is engaged in the sale of telecommunication & computer equipment and educational software, development of software, and maintenance of hardware, with offices in Guangzhou, Shanghai and ShenZhen.

**MAXTECH VENTURES INC.**

"Samson Mui"

---

Per: Samson Mui, MBA, P. Eng., CMA  
Chairman, President & CEO, and Director

THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY  
FOR THE ADEQUACY OR ACCURACY OF THE CONTENT OF THIS PRESS RELEASE.