

**FORM 53-901F (Previously Form 27)
FORM 27 (ALBERTA)**

SECURITIES ACT

**MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE SECURITIES ACT
(BRITISH COLUMBIA) AND SECTION 118(1) OF THE SECURITIES ACT
(ALBERTA)**

Item 1. Reporting Issuer

The full name, address, telephone number and the principal office in Canada of the Reporting Issuer is;

MaxTech Ventures Inc.
#480 – 789 West Pender Street
Vancouver, B.C. V6C 1H2
Telephone: (604) 681-3364

Item 2. Date of Material Change

October 28, 2003

Item 3. Press Release

A press release issued pursuant to Section 85(1) of the Act (British Columbia) and Section 118(1) of the Securities Act (Alberta) announcing the material change summarized below was transmitted for filing to the TSX Venture Exchange and for additional dissemination to Canada Stockwatch and Market News Publishing, Inc. on October 28, 2003.

Item 4. Summary of Material Change

The Board of Directors of MaxTech Ventures Inc. (the “Company”) is pleased to announce the appointment of Mr. Thomas R. Tough, P.Eng as President and director of the Company. Mr. Tough has had numerous positions with public and private corporations as officer and director. The current President, Mr. Brian Findlay will continue on as a director with the Company.

Item 5. Full Description of Material Change

Please see attached Press Release.

Item 6. Reliance on Section 85(2) of the Act of the Securities Act (British Columbia) and Section 118(2) of the Securities Act (Alberta)

This Report is not being filed on a confidential basis in reliance on Section 85(2) of the Act (British Columbia) and Section 118(2) of the Securities Act (Alberta).

Item 7. Omitted Information

No information has been omitted from this Report on the basis that the Reporting Issuer believes that such information should remain confidential.

Item 8. Senior Officers

The name and business telephone number of a senior officer of the Reporting issuer who is knowledgeable about the material change and this report is:

Brian Findlay
MaxTech Ventures Inc.
Telephone: (604) 681-3364

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, as of the 29th day of October, 2003.

“BRIAN FINDLAY”

Brian Findlay
Director
MAXTECH VENTURES INC.

MaxTech Ventures Inc.

Suite 480-789 West Pender Street
Vancouver, B.C. V6C 1H2

Telephone: (604) 681-3364
Fax: (604) 689-7654

October 29, 2003

TSX Trading Symbol: "MVT"

PRESS RELEASE

The Board of Directors of MaxTech Ventures Inc. (the "Company") is pleased to announce the appointment of Mr. Thomas R. Tough, P.Eng as President and director of the Company. Mr. Tough has had numerous positions with public and private corporations as officer and director. The current President, Mr. Brian Findlay will continue on as a director with the Company.

Mr. Tough a graduate from the University of British Columbia, has over 35 years experience in prospecting, property evaluation, exploration, development, open-pit and underground mine and mill planning and processing, as operator and project manager, mostly in Canada and the United States as well as working in twenty one other countries in both the western and eastern hemisphere. As a consultant he has specialized in underground and surface exploration, reserve estimations and feasibility studies on precious metal projects and underground gold placer deposits along with the development and production of precious, base and industrial minerals, and gemstones.

**ON BEHALF OF THE BOARD OF DIRECTORS
OF MAXTECH VENTURES INC.**

"BRIAN FINDLAY"

Brian Findlay
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.