The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete. The reader should not assume that the information is accurate and complete.

**1. Issuer's Identity**

<table>
<thead>
<tr>
<th>CIK (Filer ID Number)</th>
<th>Previous Names</th>
<th>Entity Type</th>
</tr>
</thead>
<tbody>
<tr>
<td>0001515828</td>
<td>None</td>
<td>Corporation</td>
</tr>
</tbody>
</table>

Name of Issuer
POWERTECH URANIUM CORP.

Jurisdiction of Incorporation/Organization
BRITISH COLUMBIA, CANADA

Year of Incorporation/Organization
X Over Five Years Ago

2. Principal Place of Business and Contact Information

<table>
<thead>
<tr>
<th>Name of Issuer</th>
<th>Street Address 1</th>
<th>Street Address 2</th>
<th>City</th>
<th>State/Province/Country</th>
<th>ZIP/PostalCode</th>
<th>Phone Number of Issuer</th>
</tr>
</thead>
<tbody>
<tr>
<td>POWERTECH URANIUM CORP.</td>
<td>5575 DTC PKWY #140</td>
<td></td>
<td>GREENWOOD VILLAGE</td>
<td>COLORADO</td>
<td>80111</td>
<td>604-685-9181</td>
</tr>
</tbody>
</table>

3. Related Persons

<table>
<thead>
<tr>
<th>Last Name</th>
<th>First Name</th>
<th>Middle Name</th>
<th>Street Address 1</th>
<th>Street Address 2</th>
<th>City</th>
<th>State/Province/Country</th>
<th>ZIP/PostalCode</th>
<th>Relationship</th>
</tr>
</thead>
<tbody>
<tr>
<td>CLEMENT</td>
<td>RICHARD, JR.</td>
<td>F.</td>
<td>5575 DTC PKWY #140</td>
<td></td>
<td>GREENWOOD VILLAGE</td>
<td>COLORADO</td>
<td>80111</td>
<td>X Executive Officer</td>
</tr>
<tr>
<td>Last Name</td>
<td>First Name</td>
<td>Middle Name</td>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>DOYLE</td>
<td>THOMAS</td>
<td>A.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>BURNETT</td>
<td>GREG</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>CLAY</td>
<td>MALCOLM</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>MAYS</td>
<td>WALLACE</td>
<td>M.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>EACRETT</td>
<td>DOUGLAS</td>
<td>E.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Street Address 1</th>
<th>Street Address 2</th>
</tr>
</thead>
<tbody>
<tr>
<td>PO BOX 49212, BENTALL THREE</td>
<td>3023 - 595 BURRARD STREET</td>
</tr>
<tr>
<td>5575 DTC PKWY #140</td>
<td>COLORADO 80111</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>City</th>
<th>State/Province/Country</th>
<th>ZIP/PostalCode</th>
</tr>
</thead>
<tbody>
<tr>
<td>VANCOUVER</td>
<td>BRITISH COLUMBIA, CANADA</td>
<td>V7X 1K8</td>
</tr>
</tbody>
</table>

| Relationship: [X] Executive Officer [X] Director [ ] Promoter |
|---------------------|---------------------|---------------------|

Clarification of Response (if Necessary):
PO BOX 49212, BENTALL THREE 3023 - 595 BURRARD STREET
City State/Province/Country ZIP/PostalCode
VANCOUVER BRITISH COLUMBIA, CANADA V7X 1K8
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
BLUBAUGH RICHARD
Street Address 1 Street Address 2
5575 DTC PKWY #140
City State/Province/Country ZIP/PostalCode
GREENWOOD VILLAGE COLORADO 8011
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
BONNER JAMES A.
Street Address 1 Street Address 2
5575 DTC PKWY #140
City State/Province/Country ZIP/PostalCode
GREENWOOD VILLAGE COLORADO 8011
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name
MAYS JOHN
Street Address 1 Street Address 2
5575 DTC PKWY #140
City State/Province/Country ZIP/PostalCode
GREENWOOD VILLAGE COLORADO 8011
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

4. Industry Group

Agriculture
Banking & Financial Services
Commercial Banking
Insurance
Investing
Investment Banking
Health Care
Biotechnology
Health Insurance
Hospitals & Physicians
Pharmaceuticals
Retailing
Restaurants
Technology
Computers
Telecommunications
1. Pooled Investment Fund
   Is the issuer registered as an investment company under the Investment Company Act of 1940?
   - Yes
   - No

2. Other Banking & Financial Services
   - Business Services
   - Energy
     - Coal Mining
     - Electric Utilities
     - Energy Conservation
     - Environmental Services
     - Oil & Gas
     - Other Energy
   - Other Financial Services

3. Other Services
   - Manufacturing
   - Real Estate
     - Commercial
     - Construction
   - REITs & Finance
     - Residential
     - Other Real Estate
   - Other Services
     - Other Health Care
     - Travel
       - Airlines & Airports
       - Lodging & Conventions
       - Tourism & Travel Services
       - Other Travel
     - Other

4. 5. Issuer Size

<table>
<thead>
<tr>
<th>Revenue Range OR Aggregate Net Asset Value Range</th>
</tr>
</thead>
<tbody>
<tr>
<td>No Revenues</td>
</tr>
<tr>
<td>$1 - $1,000,000</td>
</tr>
<tr>
<td>$1,000,001 - $5,000,000</td>
</tr>
<tr>
<td>$5,000,001 - $25,000,000</td>
</tr>
<tr>
<td>$25,000,001 - $100,000,000</td>
</tr>
<tr>
<td>Over $100,000,000</td>
</tr>
<tr>
<td>Decline to Disclose</td>
</tr>
<tr>
<td>Not Applicable</td>
</tr>
</tbody>
</table>

6. 6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

   - Rule 504(b)(1) (not (i), (ii) or (iii))
   - Rule 504(b)(1)(i)
   - Rule 504(b)(1)(ii)
   - Rule 504(b)(1)(iii)
   - Rule 505
   - Rule 506
   - Securities Act Section 4(6)
   - Investment Company Act Section 3(c)
     - Section 3(c)(1)
     - Section 3(c)(2)
     - Section 3(c)(3)
     - Section 3(c)(9)
     - Section 3(c)(10)
     - Section 3(c)(11)
7. Type of Filing

- New Notice  
  Date of First Sale 2011-03-15  
- First Sale Yet to Occur  
- Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year?  
- Yes  
- No

9. Type(s) of Securities Offered (select all that apply)

- Equity  
- Pooled Investment Fund Interests  
- Debt  
- Tenant-in-Common Securities  
- Option, Warrant or Other Right to Acquire Another Security  
- Mineral Property Securities  
- Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  
- Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?  
- Yes  
- No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor $0 USD

12. Sales Compensation

<table>
<thead>
<tr>
<th>Recipient</th>
<th>Recipient CRD Number</th>
</tr>
</thead>
<tbody>
<tr>
<td>(Associated) Broker or Dealer</td>
<td>None</td>
</tr>
</tbody>
</table>

| (Associated) Broker or Dealer CRD Number | None |

<table>
<thead>
<tr>
<th>Street Address 1</th>
<th>Street Address 2</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>City</th>
<th>State/Province/Country</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>State(s) of Solicitation (select all that apply)</th>
<th>All States</th>
</tr>
</thead>
</table>

| Check “All States” or check individual States | Foreign/non-US |

13. Offering and Sales Amounts
Total Offering Amount $327,565 USD or Indefinite
Total Amount Sold $327,565 USD
Total Remaining to be Sold $0 USD or Indefinite

Clarification of Response (if Necessary):

14. Investors
   Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.
   Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:
   2

15. Sales Commissions & Finder's Fees Expenses
   Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.
   Sales Commissions $0 USD Estimate
   Finders' Fees $21,291 USD Estimate

Clarification of Response (if Necessary):
CDN$20,929.81 converted to US dollars based on the Bank of Canada exchange rate of 1.0173 on March 15, 2011. Finder's fee also included 44,531 agents warrants exercisable at CDN$0.60 until March 15, 2013.

16. Use of Proceeds
   Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.
   $0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and
any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

- Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

<table>
<thead>
<tr>
<th>Issuer</th>
<th>Signature</th>
<th>Name of Signer</th>
<th>Title</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>POWERTECH URANIUM CORP.</td>
<td>/s/ Thomas A. Doyle</td>
<td>Thomas A. Doyle</td>
<td>Chief Financial Officer</td>
<td>2011-03-24</td>
</tr>
</tbody>
</table>

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.