

**51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

Netco Silver Inc. (the “**Company**”)  
Suite 490 – 580 Hornby Street  
Vancouver, BC V6C 3B6

**Item 2 Date of Material Change**

September 9, 2013

**Item 3 News Release**

The news release was disseminated on September 9, 2013 through Stockwatch and Market News.

**Item 4 Summary of Material Change**

The Company announced that subject to regulatory approval, it has arranged a non-brokered private placement financing (the “**Financing**”) of up to 8,000,000 units (each, a “**Unit**”) at a price of \$0.05 per Unit for gross proceeds of up to \$400,000. Each Unit consists of one common share of the Company (each, a “**Share**”) and one transferable share purchase warrant (each, a “**Warrant**”). One Warrant entitles the holder thereof to purchase one additional Share of the Company at a price of \$0.10 per Share for a period of two years from closing of the Financing. Insiders of the Company will be participating in the Financing.

The proceeds of Financing will be used for general working capital.

Finders' fees may be payable in accordance with the policies of the TSX Venture Exchange.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

See attached News Release.

*5.2 Disclosure for Restructuring Transactions*

N/A

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

N/A

**Item 7 Omitted Information**

None

**Item 8 Executive Officer**

Paul Andreola, President, 604-683-7588

**Item 9 Date of Report**

September 9, 2013

**NETCO SILVER INC.**  
**Suite 490 – 580 Hornby Street**  
**Vancouver, BC V6C 3B6**  
**Telephone: 604.683.7588**

**NEWS RELEASE**

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**NETCO ANNOUNCES PRIVATE PLACEMENT OF \$400,000**

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Vancouver, BC – September 9, 2013 – Netco Silver Inc. (TSX-V: NEI) (the “**Company**”) announces that, subject to regulatory approval, it has arranged a non-brokered private placement financing (the “**Financing**”) of up to 8,000,000 units (each, a “**Unit**”) at a price of \$0.05 per Unit for gross proceeds of up to \$400,000. Each Unit consists of one common share of the Company (each, a “**Share**”) and one transferable share purchase warrant (each, a “**Warrant**”). One Warrant entitles the holder thereof to purchase one additional Share of the Company at a price of \$0.10 per Share for a period of two years from closing of the Financing. Insiders of the Company will be participating in the Financing.

The proceeds of Financing will be used for general working capital.

Finders' fees may be payable in accordance with the policies of the TSX Venture Exchange.

**NETCO SILVER INC.**

*“Paul Andreola”*

Paul Andreola  
President and Chief Executive Officer

For further information, please contact the Company at (604) 683-7588, email: [info@netcosilver.com](mailto:info@netcosilver.com) or visit Netco’s website at [www.NetcoSilver.com](http://www.NetcoSilver.com).

***Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.***