

**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**

January 7, 2014

**Item 3 News Release**

The news release was disseminated on January 7, 2014 through Marketwire.

**Item 4 Summary of Material Change**

The Company announced that it has purchased all rights, intellectual property and online assets associated with the “On the Fly – Voice Translator” mobile application.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

See the 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**

January 8, 2014

# NETCO SILVER INC

FOR IMMEDIATE RELEASE

TSX.V: NEI

## ***Netco Silver (dba Brisio Innovations) Announces Acquisition of “On the Fly” Mobile Application***

VANCOUVER, BC, JANUARY 7, 2014 – Netco Silver Inc. (TSX.V: NEI), doing business as Brisio Innovations (the “Company”), is pleased to announce that it has purchased all rights, intellectual property and online assets associated with the “On the Fly – Voice Translator” mobile application.

“On the Fly” is a simple to use voice translator application that allows a person to translate voice and text “on the fly”. The application recognizes speech and text and translates into over 70 supported languages. The app is available for iPhones and iPads and can be purchased on iTunes and the Apple App store for \$2.99. To purchase, go to: <https://itunes.apple.com/ca/app/voice-translator-on-fly-translation/id530830175?mt=8>.

Paul Andreola, the Company’s President and CEO, states, “We are very pleased to have accomplished our initial app acquisition, which will serve as a foundation transaction for the future, and will also immediately commence generating monthly revenue for the Company.

We feel that the market potential for a simple and quick translation system is substantial, and, with over 150,000 worldwide downloads to date, Brisio also inherits a robust user base for the marketing of future acquired applications.”

### *About the Company*

Brisio Innovations is focused on the acquisition, development and marketing of software applications for mobile computing devices, such as smart phones, tablets, and wearable computers.

On behalf of the Board,

Paul Andreola  
President, CEO and Director  
Phone: (604) 644-0072

***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.***

### ***Disclaimer for Forward-Looking Information***

*Certain statements in this news release are forward-looking statements, which reflect the expectations of management regarding potential positive effects that the acquisition of the “On the Fly” app may have on the business of the Company. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future, and include discussion of:*

*(i) revenue generating potential of the app; (ii) market potential for the app; and (iii) the effect that the acquisition of the app will have on the potential future use base for the marketing of future acquired apps. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them. These forward-looking statements reflect management's current views and are based on certain expectations, estimates and assumptions which may prove to be incorrect. A number of risks and uncertainties could cause the Company's actual results to differ materially from those expressed or implied by the forward-looking statements, including: (i) that app purchasers may cease to purchase the "On the Fly" app; (ii) that potential growth is not as expected; (iii) that current app users may not respond to the Company's marketing of future acquired apps; and (iv) other factors beyond the Company's control. These forward-looking statements are made as of the date of this news release and the Company assumes no obligation to update these forward-looking statements, or to update the reasons why actual results differed from those projected in the forward-looking statements, except in accordance with applicable securities laws. Additional information about the Company is available in the Company's public filings with Canadian securities regulators, available on SEDAR at [www.sedar.com](http://www.sedar.com).*