

**FORM 51-102F4
BUSINESS ACQUISITION REPORT**

Item 1 Identity of Company

1.1 Name and Address of Company

Brisio Innovations Inc. (“Brisio” or the “Company”)
580 Hornby Street, Suite 490
Vancouver, BC V6C 3B6

1.2 Executive Officer

Paul Andreola, Brisio’s CEO, is knowledgeable about this business acquisition report and the acquisition referred to herein. He can be contacted at 604-644-0072.

Item 2 Details of Acquisition

2.1 Nature of Business Acquired

Established in 2011, OakBranch Media Inc. (“OakBranch”) owns and operates the Good e-Reader website and webstore and the Good e-Reader appstore. Good e-Reader is a leading provider of E-Book, E-Reader, Tablet and Slate PC news. With tens of thousands of mobile apps available, the Good e-Reader appstore is the largest of its kind in Canada.

Effective June 6, 2014, Brisio and OakBranch entered into a Class A Preferred Share Purchase Agreement (the “Definitive Agreement”) and ancillary agreements related thereto, whereby Brisio may acquire up to 100% of the issued and outstanding securities of OakBranch and its underlying assets on the following terms:

(a) in consideration for aggregate cash payments of \$130,000, to be paid by Brisio to OakBranch upon execution of the Definitive Agreement and upon the achievement of certain milestones, Brisio may acquire Class A Preferred Shares of OakBranch, sufficient to give Brisio a 30% voting and equity interest in OakBranch;

(b) Peter Carotenuto and Michael Kozlowski, the shareholders of OakBranch (collectively, the “OakBranch Shareholders”), granted Brisio an option, that will expire on June 6, 2015, to acquire common shares of OakBranch representing up to an additional 19.9% voting and equity interest in OakBranch, that would bring Brisio’s total interest in OakBranch to 49.9%, exercisable upon: (i) the issuance by Brisio to the OakBranch Shareholders of

an aggregate of 250,000 common shares of Brisio, and (ii) the payment of an aggregate of \$75,000 by Brisio to the OakBranch Shareholders; and

(c) each of the OakBranch Shareholders also granted Brisio a right of first refusal to acquire the remaining 50.1% of the outstanding voting and equity interests of OakBranch from time to time from the OakBranch Shareholders at fair market value.

2.2 Acquisition Date

The effective date of the acquisition was June 6, 2014.

2.3 Consideration

See “Nature of Business Acquired”.

Since the date of closing of the Definitive Agreement, Brisio has made the initial closing cash payment of \$50,000 in exchange for an 11.5% equity interest in OakBranch. Further payments may be made: (i) as OakBranch achieves the milestones detailed in the Definitive Agreement; (ii) upon exercise of the stock option described under “Nature of Business Acquired”; and (iii) upon exercise of the right of first refusal described under “Nature of Business Acquired”. To date, funds have been used from working capital of the Company. The Company intends on using funds from working capital and future financings to exercise any of its remaining options to acquire further equity interest in OakBranch.

2.4 Effect on Financial Position

Since Brisio is accounting for OakBranch under the equity method, the effect of the acquisition on Brisio’s financial position and operations is as follows: the investment in OakBranch will appear in one line as an “Investment in associate”, initially recorded at cost, and the carrying value will be adjusted thereafter to show Brisio’s pro rata share of the post-acquisition earnings or losses of OakBranch.

Other than the financial effect of the acquisition, Brisio does not have any plans or proposals for material changes in its business affairs and has no knowledge of any plans or proposals for material changes in the business affairs of OakBranch, which may have a significant effect on Brisio’s results of operations and financial position.

2.5 Prior Valuations

Not applicable.

2.6 Parties to Transaction

The transaction was not with an informed person, associate or affiliate of Brisio.

2.7 Date of Report

September 9, 2014.

Item 3 Financial Statements and Other Information

Summary Financial Information

The following table provides certain summary financial information of OakBranch for the years ended December 31, 2013 and 2012 (the “Financial Information”), the company’s two most recently completed financial years ended before the date of the Acquisition.

	Year ended December 31	
	2013 (\$CAD)	2012(\$CAD)
Total Assets	796	5,543
Total Liabilities	25,476	15,229
Revenue	146,479	183,912
Other Income	-	-
Total Comprehensive Loss	14,994	10,835

Pursuant to the exemption in Section 8.6 of NI 51-102, Brisio is exempt from the requirement of Section 8.4 of NI 51-102 to file certain financial statements. The exemption is available because Brisio’s acquisition of its interest in OakBranch will be accounted for under the equity method.

The Financial Information is prepared in accordance with the financial reporting framework specified in subsection 3.2(6) of National Instrument 52-107 *Acceptable Accounting Principles and Auditing Standards* for summarized financial information of a business accounted for using the equity method. The Financial Information is derived from OakBranch’s audited statement of financial position and audited statement of comprehensive loss as at and for the years ended December 31, 2013 and December 31, 2012, which were prepared in accordance with IFRS (the standards and interpretations adopted by the International Accounting Standards Board). The auditor of the OakBranch financial statements expressed an unmodified opinion with respect to the statements. The accounting policies used to prepare the Financial Information are consistent with the policies used by Brisio in the preparation of its financial statements.

Upon completion of the acquisition, Brisio held an approximately 11.5% equity interest in OakBranch. Brisio is currently not aware of any contingent issuance of securities by OakBranch that may affect Brisio's share of OakBranch's profit or loss going forward.

NOTE REGARDING FORWARD-LOOKING STATEMENTS

This business acquisition report contains forward-looking statements. When used in this business acquisition report the words "may", "would", "could", "will", "intend", "plan", "anticipate", "believe", "seek", "propose", "estimate", "expect" and similar expressions, as they relate to Brisio or OakBranch, are intended to identify forward-looking statements.

In particular, this business acquisition report contains forward-looking statements with respect to, among other things, business objectives and the anticipated benefits of the acquisition.

These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. Such statements reflect Brisio's current views with respect to future events based on certain material facts and assumptions and are subject to certain risks and uncertainties, including without limitation changes in market, competition, governmental or regulatory developments and general economic conditions and the other factors described under the heading "Risk Factors" in the June 30, 2014 Management's Discussion and Analysis ("MD&A"). The material assumptions in making these forward-looking statements are disclosed in the MD&A.

Many factors could cause Brisio's actual results, performance or achievements to vary from those described in this business acquisition report, including without limitation those listed above as well as the assumptions upon which they are based proving incorrect. These factors should not be construed as exhaustive. Should one or more of these risks or uncertainties materialize, or should assumptions underlying forward-looking statements prove incorrect, actual results may vary materially from those described in this business acquisition report as intended, planned, anticipated, believed, sought, proposed, estimated or expected, and such forward-looking statements should not be unduly relied upon. These statements speak only as of the date of this business acquisition report. Brisio does not intend, and does not assume any obligation, to update these forward-looking statements except as required by law. The forward-looking statements contained in this business acquisition report are expressly qualified by these cautionary statements.