

**51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

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

Item 2 Date of Material Change

January 15, 2015

Item 3 News Release

The news release was disseminated on January 15, 2015 through The Newswire.

Item 4 Summary of Material Change

The Company increased the size of its non-brokered private placement previously announced on January 13, 2015. The Company will issue up to 2,350,000 units at a price of \$0.10 per unit for gross proceeds of up to \$235,000.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company is increasing the size of its non-brokered private placement (the “Offering”) announced on January 13, 2015. The Company previously disclosed that it would issue up to 2,000,000 units (each, a “Unit”) at a price of \$0.10 per Unit for gross proceeds of up to \$200,000. The Company today announces that it has increased the number of Units to be issued, such that it will issue up to 2,350,000 Units for gross proceeds of up to \$235,000. The terms of the Units remain as announced on January 13, 2015.

The securities issued in connection with the Offering will be subject to a statutory hold period of four months. Closing of the Offering is subject to a number of conditions, including receipt of all necessary corporate and regulatory approvals. None of the securities may be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the United States Securities Act of 1933, as amended.

See the attached News Release dated January 15, 2015.

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)-200-1022

Item 9 Date of Report

January 16, 2015



BRISIO INNOVATIONS INC.

FOR IMMEDIATE RELEASE

CSE: BZI / OTC: NTCEF

Brisio Innovations Announces Increase in Private Placement

VANCOUVER, BRITISH COLUMBIA – (January 15, 2015) -- Brisio Innovations Inc. (CSE: BZI) (PINKSHEETS: NTCEF) (the “**Company**”) is pleased to announce that it is increasing the size of its non-brokered private placement (the “**Offering**”) announced on January 13, 2015. The Company previously disclosed that it would issue up to 2,000,000 units (each, a “**Unit**”) at a price of \$0.10 per Unit for gross proceeds of up to \$200,000. The Company today announces that it has increased the number of Units to be issued, such that it will issue up to 2,350,000 Units for gross proceeds of up to \$235,000. The terms of the Units remain as announced on January 13, 2015.

The securities issued in connection with the Offering will be subject to a statutory hold period of four months. Closing of the Offering is subject to a number of conditions, including receipt of all necessary corporate and regulatory approvals. None of the securities may be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the United States Securities Act of 1933, as amended.

On behalf of the Board,

Paul Andreola
President, CEO and Director

For more information on Brisio, visit <http://brisio.com/>, and find Brisio Innovations on the CSE: <http://www.cnsx.ca/CNSX/Securities/Diversified-Industries/Brisio-Innovations-Inc.aspx>.
Facebook: <https://www.facebook.com/brisio.innovations>
Twitter: <https://twitter.com/BrisioApps>
LinkedIn: <https://www.linkedin.com/company/3582550>.

Brisio Innovations Inc.
Paul Andreola
President, CEO and Director
(604) 644-0072
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Forward-Looking Statements

Certain statements in this press release related to the proposed Offering are forward-looking statements and are prospective in nature. Forward-looking statements are not based on historical facts, but rather on current expectations and projections about future events, and are therefore subject to risks and uncertainties which could cause actual results to differ materially from the future results expressed or implied by the forward-looking statements. These statements generally can be identified by the use of forward-looking words such as “may”, “should”, “will”, “could”, “intend”, “estimate”, “plan”, “anticipate”, “expect”, “believe” or “continue”, or the negative thereof or similar variations. Such statements are qualified in their entirety by the inherent risks and uncertainties surrounding the Company’s ability to complete the Offering and the proposed use of proceeds of the Offering. Such forward-looking statements should therefore be construed in light of such factors, and the Company is not under any

obligation, and expressly disclaims any intention or obligation, to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.