FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES (or securities convertible or exchangeable into listed securities[1])

Please complete the following:

Name of CNSX Issuer: Brisio Innovations Inc. (the "Issuer").

Trading Symbol: BZI .

Date: January .

Is this an updating or amending Notice: ☐Yes ■No

If yes provide date(s) of prior Notices: _____.

Issued and Outstanding Securities of Issuer Prior to Issuance: 18,734,978

Date of News Release Announcing Private Placement: December 10, 2014.

Closing Market Price on Day Preceding the Issuance of the News Release: $0.07

1. Private Placement (if shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition), proceed to Part 2 of this form)

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN$)	Conversion Price	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date[(1)]	Describe relations-hip to Issuer[(2)]
Russell Barnes	100,000 common shares and 50,000 share purchase warrants	$0.075	$0.15	NI 45-106 S. 2.3	100,000 common shares	January 6, 2015	Arms Length
0989521 BC Ltd.	100,000 common shares and 50,000 share purchase warrants	$0.075	$0.15	NI 45-106 S. 2.5	Nil	January 6, 2015	Arms Length

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN$)	Conversion Price	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date[1]	Describe relations-hip to Issuer[2]
LaGourgue Holdings Ltd.	200,000 common shares and 100,000 share purchase	$0.075	$0.15	NI 45-106 S. 2.3	Nil	January 6, 2015	Arms Length
Jaswinder Rai	135,000 common shares and 67,500 share purchase warrants	$0.075	$0.15	NI 45-106 S. 2.3	548,500 common shares	January 6, 2015	Arms Length
Kuldip Rai	75,000 common shares and 37,500 share purchase warrants	$0.075	$0.15	NI 45-106 S. 2.3	Nil	January 6, 2015	Arms Length
Andrew McDougall	50,000 common shares and 25,000 share purchase warrants	$0.075	$0.15	NI 45-106 S. 2.3	Nil	January 6, 2015	Arms Length
Steve Leclerc	200,000 common shares and 100,000 share purchase	$0.075	$0.15	NI 45-106 S. 2.5	Nil	January 6, 2015	Arms Length
2002 Kaplan Family Trust	139,187 common shares and 69,593 share purchase warrants	$0.075	$0.15	NI 45-106 S. 2.3	Nil	January 6, 2015	Arms Length
John Beaman	75,000 common shares and 37,500 share purchase warrants	$0.075	$0.15	NI 45-106 S. 2.5	Nil	January 6, 2015	Arms Length
Tom Fedichin	333,333 common shares and 166,667 share purchase warrants	$0.075	$0.15	NI 45-106 S. 2.3	1,100,000 common shares and 1,100,000 warrants	January 6, 2015	Arms Length

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN$)	Conversion Price	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date[1]	Describe relations-hip to Issuer[2]
Eric Bourquin	100,000 common shares and 50,000 share purchase warrants	$0.075	$0.15	NI 45-106 S. 2.5	200,000 common shares and 10,000 warrants	January 6, 2015	Arms Length
Fab Carella	334,000 common shares and 167,000 share purchase warrants	$0.075	$0.15	NI 45-106 S. 2.3	221,500 common shares	January 6, 2015	Arms Length
James Jacob	232,333 common shares and 116,167 share purchase warrants	$0.075	$0.15	NI 45-106 S. 2.3	Unknown	January 6, 2015	Arms Length
Total:	**2,073,853 common shares and 1,036,927 share purchase warrants**						

(1) Indicate date each placee advanced or is expected to advance payment for securities. Provide details of expected payment date, conditions to release of funds etc. Indicate if the placement funds been placed in trust pending receipt of all necessary approvals.

(2) Indicate if Related Person.

1. Total amount of funds to be raised: $155,539.

2. Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. Proceeds of the private placement will be used for working capital purposes.

3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: Not applicable.

4. If securities are issued in forgiveness of indebtedness, provide details and

attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities.

5. Description of securities to be issued:

   (a) Class _____ .

   (b) Number _____ .

   (c) Price per security _____ .

   (d) Voting rights _____

6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:

   (a) Number _____ .

   (b) Number of securities eligible to be purchased on exercise of Warrants (or options) _____

   _____ .

   (c) Exercise price_____ .

   (d) Expiry date _____ .

7. Provide the following information if debt securities are to be issued:

   (a) Aggregate principal amount _____ .

   (b) Maturity date _____ .

   (c) Interest rate _____ .

   (d) Conversion terms _____ .

   (e) Default provisions _____ .

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement (including warrants, options, etc.): Not applicable.

   (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer):

   (b) Cash _____ .

(c) Securities _____ .

(d) Other _____ .

(e) Expiry date of any options, warrants etc. _____ .

(f) Exercise price of any options, warrants etc. _____ .

9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship Not applicable.

10. Describe any unusual particulars of the transaction (i.e. tax "flow through" shares, etc.).

None.

11. State whether the private placement will result in a change of control.

No.

12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders. Not applicable.

13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by Multilateral Instrument 45-102.

2. Acquisition

1. Provide details of the assets to be acquired by the Issuer (including the location of the assets, if applicable). The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material: Not applicable.

2. Provide details of the acquisition including the date, parties to and type of agreement (eg: sale, option, license etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the acquisition without reference to any other material: Not applicable.

3. Provide the following information in relation to the total consideration for the acquisition (including details of all cash, securities or other consideration) and

any required work commitments:

(a) Total aggregate consideration in Canadian dollars: N/A .

(b) Cash: N/A .

(c) Securities (including options, warrants etc.) and dollar value: N/A .

(d) Other: N/A .

(e) Expiry date of options, warrants, etc. if any: N/A .

(f) Exercise price of options, warrants, etc. if any: N/A .

(g) Work commitments: N/A .

4. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc). Not applicable.

5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: Not applicable. .

6. The names of parties receiving securities of the Issuer pursuant to the acquisition and the number of securities to be issued are described as follows: Not applicable.

7. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired: Not applicable.

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the acquisition (including warrants, options, etc.):

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): N/A.

(b) Cash N/A .

(c) Securities N/A.

(d) Other N/A.

(e) Expiry date of any options, warrants etc. N/A.

(f) Exercise price of any options, warrants etc. N/A.

9. State whether the sales agent, broker or other person receiving compensation in connection with the acquisition is a Related Person or has any other relationship with the Issuer and provide details of the relationship. Not applicable.

10. If applicable, indicate whether the acquisition is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. Not applicable.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.

2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.

3. The undersigned hereby certifies to CNSX that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all CNSX Requirements (as defined in CNSX Policy 1).

4. All of the information in this Form 9 Notice of Private Placement is true.

Dated January 6, 2015.

Colin Bowkett
Name of Director or Senior Officer

"Colin Bowkett"
Signature

Director
Official Capacity