MATERIAL CHANGE REPORT

1. *Name and Address of Reporting Issuer:*

   NSX Silver Inc.
   PO Box 48053
   Mill Cove PO
   Bedford, Nova Scotia
   B4A 3Z2

2. *Date of Material Change:*

   May 5, 2016

3. *News Release:*

   NSX Silver Inc. (“NSX Silver”) issued a press release with respect to the material change described below on May 5, 2016 via FSC Wire.

4. *Summary of Material Change:*

   NSX Silver announces that it has been granted a management cease trade order ("MCTO") by its principal regulator, the British Columbia Securities Commission, and a reciprocal MCTO by the Nova Scotia Securities Commission.

5. *Full Description of Material Change:*

   5.1. Full Description of Material Change

   NSX Silver announces that it has been granted a management cease trade order ("MCTO") by its principal regulator, the British Columbia Securities Commission, and a reciprocal MCTO by the Nova Scotia Securities Commission. NSX Silver previously announced on April 28, 2016 that it would not be filing its annual financial statements for the fiscal year ended December 31, 2015 and the related management’s discussion and analysis by the legal deadline of April 29, 2016. NSX Silver made an application to the provincial securities commissions under National Policy 12-203 *Cease Trade Orders for Continuous Disclosure Defaults* requesting that a MCTO be imposed in respect of the late filing, rather than a cease-trade order against all of NSX Silver’s shareholders. NSX Silver’s failure to file its audited financial statements by the prescribed deadline is due to NSX Silver making the necessary arrangements to complete the annual audit.

   Should NSX Silver fail to file the appropriate Default Status Report as prescribed by National Policy 12-203 *Cease Trade Orders for Continuous Disclosure Defaults*, the securities commissions or regulators may as a result impose an issuer cease-trade order against all shareholders of NSX Silver. NSX Silver expects to file its audited financial statements for the fiscal year ended December 31, 2015 and the related management’s discussion and analysis by May 31, 2016. NSX Silver confirms that it intends to provide Default Status Reports for so long as it is in default of its requirement to file the annual financial statements.

NSX Silver also confirms that, at the date hereof, there are no insolvency proceedings against it and no other material information concerning the affairs of NSX Silver that has not been generally disclosed.

5.2. Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

7. *Omitted Information:*

None.

8. *Executive Officer:*

The senior officer who can answer questions regarding this report is Mr. Glenn A. Holmes, Chief Financial Officer of NSX Silver. Mr. Holmes can be reached at (902) 798-1148.

9. *Date of Report:*

May 11, 2016