

**FORM 51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Company**

BioMark Diagnostics Inc. (“the Issuer”)  
165 – 10551 Shellbridge Way  
Richmond, BC V6X 2W8

**Item 2: Date of Material Change**

February 17, 2015

**Item 3: News Release**

A news release was issued and disseminated on February 17, 2015 and filed on SEDAR ([www.sedar.com](http://www.sedar.com)). A copy of the news release is attached as Schedule “A” hereto.

**Item 4: Summary of Material Change**

The issuer commenced trading on OTCQB®, the venture market for entrepreneurial and development stage companies. OTC Markets Group announced today that BioMark Diagnostic has been verified for trading on OTCQB, effective February 17, 2015.

**Item 5: Full Description of Material Change**

Please see the attached Schedule “A”.

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

Note applicable

**Item 7: Omitted Information**

None

**Item 8: Executive Officer**

Rashid Ahmed Bux, President & CEO  
Telephone: 604.282.6567  
Email: [info@biomarkdiagnostics.com](mailto:info@biomarkdiagnostics.com)

**Item 9: Date of Report**

February 23, 2015

## Schedule "A"



165 – 10551 Shellbridge Way

Richmond, BC, V6X 2W8

## BioMark Announces OTCQB Listing

Vancouver, British Columbia – (February 17, 2015) – BioMark Diagnostics Inc. ("BioMark") (CSE: BUX, FSE: 20B) (OTCQB: BMKDF) commenced trading on OTCQB®, the venture market for entrepreneurial and development stage companies. OTC Markets Group announced today that BioMark Diagnostic has been verified for trading on OTCQB, effective February 17, 2015.

"We are very pleased to add BioMark to our expanding universe of OTCQB companies," commented Douglas Rogers, Managing Director of Merriman's Capital Markets Advisory Group. "Advising our clients on best practices regarding their material information and financial reporting requirements is a key component of our advisory platform at Merriman. We look forward to supporting the BioMark management team on the OTCQB market."

Rashid Ahmed, President and CEO said: "This is a significant milestone for the Company as it aims to increase its presence among American retail and institutional investors, providing enhanced liquidity. We are grateful for the hardwork Merriman Capital has undertaken to help us achieve our listing on the OTCQB."

BioMark will continue to trade on the Canadian Stock Exchange under its existing symbol BUX.

### **About Merriman Capital, Inc.**

Merriman Capital, Inc. is a full service investment bank and Broker-Dealer that facilitates efficient capital formation through a proprietary digital network, and offers Capital Markets Advisory and comprehensive Corporate Brokerage services for public and private companies. The firm also provides equity and options execution services for sophisticated investors and differentiated research for high growth companies. Merriman Capital, Inc. is a wholly owned brokerage subsidiary of Merriman Holdings, Inc. (OTCQX: MERR) and is a leading advisory firm for publicly traded, high-growth companies.

Merriman Capital, Inc. is a registered broker-dealer and member of The Financial Industry Regulatory Authority (FINRA) <http://www.finra.org/> and the Securities Investor Protection Corporation (SIPC) <http://www.sipc.org/>.

### **About BioMark Diagnostics Inc.**

BioMark is developing a proprietary, non-invasive, and accurate cancer diagnostic solutions which can help detect, monitor and assess treatment for cancer early and cost effectively. The technology can also be used for measuring response to treatment and potentially for serial monitoring for cancer survivors.

Further information about BioMark is available under its profile on the SEDAR website [www.sedar.com](http://www.sedar.com) and on the CSE website [www.thecse.ca](http://www.thecse.ca).

**For further information on BioMark, please Contact:**

Rashid Ahmed Bux

President & CEO

BioMark Diagnostics Inc.

Tel. 604-282-6567

Email: [info@biomarkdiagnostics.com](mailto:info@biomarkdiagnostics.com)

**Forward-Looking Information:**

This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of BioMark. Forward-looking information is based on certain key expectations and assumptions made by the management of BioMark. Although BioMark believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because BioMark can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release. BioMark disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities described herein in the United States. The securities described herein have not been and will not be registered under the United States Securities Act of 1933, as amended, or any applicable securities laws or any state of the United States and may not be offered or sold in the United States or to the account or benefit of a person in the United States absent an exemption from the registration requirements.

**The CSE has not reviewed, approved or disapproved the content of this press release.**