

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 18, 2015

Item 3: News Release

A news release was issued and disseminated on February 18, 2015 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule “A” hereto.

Item 4: Summary of Material Change

The issuer completed the final tranche of non-brokered private placement by issuing 1,198,000 units at a price of \$0.50 per unit for gross proceeds of \$599,000. Each unit consists of one common share and one-half of one share purchase warrant. Each full warrant is exercisable into one common share for a period of 12 months from the date of issuance at a price of \$0.80 per share, subject to an acceleration clause.

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

Item 9: Date of Report

February 23, 2015

Schedule "A"



165 – 10551 Shellbridge Way
Richmond, BC, V6X 2W8

BIOMARK ANNOUNCES A FINAL CLOSING PRIVATE PLACEMENT

Vancouver, British Columbia – (February 18, 2015) – BioMark Diagnostics Inc. ("BioMark") (CSE: BUX, FSE: 20B) (OTCQB: BMKDF) announces that further to its press release of December 9, 2014, it has closed the final tranche of a non-brokered private placement for gross proceeds of \$599,000 wherein BioMark issued 1,198,000 units at a price of \$0.50 per unit. Together with the first tranche (see news release January 2, 2015), the Company has raised \$750,000 of the previously announced \$750,000.

Each unit consists of one common share of BioMark and one-half of one share purchase warrant. One whole share purchase warrant will entitle the holder thereof to purchase one common share of BioMark at \$0.80 per share for a period of one year from the closing date of the private placement, subject to an acceleration clause. Finder's fees are payable on the private placement.

The proceeds of the private placement will be used for the continuation of the company's phase 3 clinical trials and general working capital. The securities issued under the private placement will be subject to a hold period of four months and one day.

About BioMark Diagnostics Inc.

BioMark is developing 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 and on the CSE website 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

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.