

# DIAGNOS INC.

## MATERIAL CHANGE REPORT

- Pursuant to:** Subsection 85(1) of the *Securities Act* (British Columbia)  
Subsection 118(1) of the *Securities Act* (Alberta)  
Subsection 75(2) of the *Securities Act* (Ontario)  
*Securities Act* (Manitoba)  
Quebec Securities Commission
- Item 1. Reporting Issuer:**
- The name of the reporting issuer is Diagnos Inc. (hereinafter "**Diagnos Inc.**" of the "**Company**"). Its principal office is located at 7005 Taschereau Boulevard, Suite 250, Longueuil (Brossard), Quebec, J4Z 1A7 and its telephone number is (450) 678-8882.
- Item 2. Date of Material Change:**
- April 7, 2004
- Item 3. Press release:**
- A press release was issued in Longueuil, Quebec, April 7, 2004.
- Item 4. Summary of Material Change:**
- DIAGNOS ANNOUNCES THE CLOSING OF \$1,200,000 PRIVATE PLACEMENT**
- Item 5. Full description of Material Change:**
- See Press Release attached hereto as Schedule.
- Item 6. Reliance on: Section 75(3) of the *Securities Act* (Ontario) and Section 73(1) of the *Securities Act* (Quebec).**
- Not applicable.
- Item 7. Omitted Information:**
- No information has been omitted in respect of the material change.
- Item 8. Senior Officers:**
- Further information with respect to the material change described in this material change report may be obtained from:

Mr. Christian Dufour  
**Diagnos Inc.**  
At [cdufour@diagnos.ca](mailto:cdufour@diagnos.ca).

**Item 9.**

**Statement of Senior Officer:**

The foregoing accurately discloses the material change referred to herein.

**DATED** at Longueuil, Quebec, this April 8th day of April, 2004.

**DIAGNOS INC.**

Per: *(signed) Christian Dufour*

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Christian Dufour, President and Chief Operating Officer



SOURCE: DIAGNOS INC.

TSX Venture Exchange SYMBOL: ADK

### **DIAGNOS ANNOUNCES THE CLOSING OF \$1,200,000 PRIVATE PLACEMENT**

LONGUEUIL (BROSSARD), CANADA – April 7, 2004 – DIAGNOS Inc. (“**DIAGNOS**” or the “**Corporation**”) (ADK – TSX-VEN) today announced that it completed the private placement of 8,000,000 units for a gross process of \$1,200,000. Each unit is comprised of one common share and one purchase warrant entitling its holder to acquire one common share at any until 24 months following the initial closing date. The securities issued are subject to a 4-month hold period.

The private placement was approved by the TSX Venture Exchange on April 6, 2004, and closed today, following receipt of all required regulatory approvals

As stated in the February 25, 2004 press release, placements from *Nichromet Extraction Inc.* and its principal shareholders, *Seed Capital Inc.*, *Dundee Precious Metals* and *Richard J. Renaud*, being the amount of \$675,000, has been executed In Trust in waiting of the approval by the Shareholders of the change of control of the Corporation at the next Annual and Special Meeting of the Company and the approval of the TSX Venture Exchange.

#### \$250,000 Private Placement

Further to the press release issued April 6<sup>th</sup>, 2004, the Corporation confirms having obtained the approval of the “Autorité des Marchés Financiers” (Quebec Securities Commission) with regards to the part of the \$250,000 placement that was made outside of Quebec.

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.

*This press release contains forward-looking statements, which reflect the Corporation’s current expectations regarding future events. The forward-looking statements involve risks and uncertainties. Actual events could differ materially from those projected herein. Investors should consult the Corporation’s ongoing quarterly filings, annual reports and other filings for additional information on risks and uncertainties relating to these forward-looking statements. The reader is cautioned not to rely on these forward-looking statements. The Corporation disclaims any obligation to update these forward-looking statements.*

For additional information:

Christian Dufour, President  
(450) 678-8882 ext.1  
DIAGNOS Inc.  
Email: [cdufour@diagnos.ca](mailto:cdufour@diagnos.ca)