BIOSIGN TECHNOLOGIES INC.

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Biosign Technologies Inc. (the "**Corporation**")
175 Commerce Valley Drive West
Suite 230
Thornhill, Ontario
L3T 7P6

Item 2 Date of Material Change

November 3, 2011

Item 3 News Release

The news release attached hereto as Schedule "A" was issued by the Corporation and disseminated via Canada Newswire on November 3, 2011.

Item 4 Summary of Material Change

The Corporation provided an update on recent corporate developments, comprising (i) shifting the Corporation's near term corporate strategy from a focus on R&D associated with the commercialization of the UFIT TEN-20 non-invasive blood pressure and blood glucose meter towards cash generation activities from the sale of the UFIT TEN-10 blood pressure monitor, (ii) taking steps to reduce operating expenses through the reduction of certain expenditures and non-core headcount, (iii) the resignation of Dr. Radu Leca as President and a Director of the Corporation, and (iv) initiating a process to review strategic alternatives, which may include, but are not limited to, a spin-off of certain assets, the sale of part of the Corporation's assets and/or a merger or acquisition in an effort to maximize shareholder value.

Item 5 Full Description of Material Change

The news release attached hereto as Schedule "A" provides a full description of the material change.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

The executive officer who is knowledgeable about this material change and this material change report is Scott Jenkins, Chief Executive Officer of the Corporation, at (416) 218-9000.

Item 9 Date of Report

DATED this 7th day of November, 2011.

SCHEDULE "A"

BIOSIGN CORPORATE UPDATE

TORONTO, ONTARIO, November 3, 2011 – Biosign Technologies Inc. (TSXV: BIO), a company focused on non-invasive monitoring of common health risks associated with blood pressure, glucose and medication, is providing an update on recent corporate developments.

The Company announced today that it has shifted its near term corporate strategy from a focus on R&D associated with the commercialization of the UFIT TEN-20 non-invasive blood pressure and blood glucose meter towards cash generation activities from the sale of the UFIT TEN-10 blood pressure monitor.

The UFIT TEN-10 is available for market deployment and the Company has in stock an inventory of UFIT PADs, pulse acquisition devices used in both the UFIT TEN-10 and UFIT TEN-20, with a value based on current list prices in excess of $2,500,000 from which to draw upon for customer orders.

The worldwide regulatory environment for non-invasive glucose devices continues to be challenging. The UFIT TEN-20 continues to require considerable resources for specific development prior to its general release. The Company will continue its development efforts to get the UFIT TEN-20 ready for release but anticipates delays that could extend past the end of this fiscal year.

The Company has also taken steps to reduce operating expenses through the reduction of certain expenditures and non-core headcount. The Company will continue to support the UFIT and Healthanywhere product portfolios and maintain its manufacturing, sales, technical support, clinical support and marketing capabilities. As part of the announced changes, Dr. Radu Leca has resigned as President and a Director of the Company but will be engaged as a scientific consultant that will focus his efforts towards getting the UFIT TEN-20 ready for launch. The position of President will not be filled at present. The day-to-day responsibilities of the President's role shall be assumed by Dr. Scott Jenkins, CEO of the Company. The Company extends its appreciation to Dr. Leca for all of his contributions to the Company as President.

The Board of Directors has initiated a process to review strategic alternatives, which may include, but are not limited to, a spin-off of certain assets, the sale of part of Biosign's assets and/or a merger or acquisition in an effort to maximize shareholder value.

"The Board of Directors and management are committed to maximizing value for shareholders" said Dr. Scott Jenkins, CEO of Biosign. "We are disappointed with the need to delay the launch of the UFIT TEN-20 but in light of both economic and general market conditions, we believe it more appropriate to focus on immediate revenue generating activities. We also believe that this is the right time for us to explore our strategic alternatives in an effort to maximize the value of the investment in our technology platform."

The Company does not intend to disclose developments with respect to the strategic review process unless and until the Board of Directors has approved a definitive transaction or strategic option, unless otherwise required by law.

About Biosign Technologies Inc.

Biosign Technologies Inc. (TSXV: BIO) provides biomedical systems. Key applications include intelligent systems for noninvasive monitoring of common health risks associated with blood pressure, life style, and medication. The core technology combines measurement, analysis, and rapid knowledge formation to support health monitoring across global markets. The UFIT® medical device technology powers quality data collection and analytics for clinical diagnostics, self-care, wellness, disease state evaluation & management, and remote patient monitoring. For more information on Biosign, please visit www.biosign.com

Forward-Looking Statements

This release contains forward-looking statements. Forward-looking statements, without limitation, may contain the words believes, expects, anticipates, estimates, intends, plans, or similar expressions. Forward-looking statements are not guarantees of future performance. They involve risks, uncertainties and assumptions and Biosign's actual results could differ materially from those anticipated. Forward looking statements are based on the opinions and estimates of management at the date the statements are made, and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking statements. In the context of any forward-looking information please refer to risk factors detailed in, as well as other information contained in, Biosign's filings with Canadian securities regulators (www.sedar.com).

For further information:
Biosign Contact Information

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