BIOSIGN TECHNOLOGIES INC.

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Biosign Technologies Inc. (the "Corporation")
503-5255 Orbitor Drive
Mississauga, Ontario
L4W 5M6

Item 2 Date of Material Change

August 10, 2012 and August 13, 2012

Item 3 News Release

The news release attached hereto as Schedule "A" was issued by the Corporation and disseminated via Canada Newswire on August 10, 2012.

The news release attached hereto as Schedule "B" was issued by the Corporation and disseminated via Canada Newswire on August 13, 2012.

Item 4 Summary of Material Change

On August 10, 2012, the Corporation announced the appointment of Mr. Robert Kaul as Chief Executive Officer effective immediately, replacing Dr. Scott Jenkins. Dr Jenkins also resigned from the board of directors (the "Board"), but will remain an advisor to Biosign in a consulting capacity. As part of the settlement, the Corporation agreed to pay Dr. Jenkins the sum of U.S. $5,000 (representing 30 days of his retainer) and will issue 1,000,000 common shares of the Corporation for prior services rendered (which was previously agreed by the Board in April 2012), subject to approval of the TSX Venture Exchange. Dr. Jenkins has provided the Corporation with a release.

Following the resignation of Dr. Jenkins, the Board of the Corporation shall consist of Mr. John Rizvi (Chairman), Mr. Zoheb Rizvi, Senator Alfonse D'Amato, Mr. Robert Kaul and Mr. Jason Meretsky.

In connection with the retainer of Mr. Kaul, the Corporation also announced on August 10, 2012 the grant of an aggregate of 2,000,000 stock options to him pursuant to the Corporation's stock option plan. These options expire in 5 years and have an exercise price of $0.10 per share, being a premium to the current market price, and are subject to vesting as follows: 500,000 options shall vest immediately, 500,000 options vest on the first year anniversary of the date of grant, 500,000 options shall vest on the second year anniversary of the date of grant, and 500,000 options shall vest upon the attainment of specified sales-related milestones.

On August 13, 2012, the Corporation announced today that it has filed a 510(k) premarket notification application with the United States Food & Drug Administration (FDA) for the UFIT® TEN-10 Automated Wrist Blood Pressure Monitor with Computer Controls and Web Services. The intended use of the product is for the measurement of blood pressure and pulse rate by patients at home as well as healthcare professionals in their respective practices. This product is currently licensed for sale in Canada (Health Canada license 70264) and in the European Union (CE Mark 0120).

Item 5 Full Description of Material Change

The news releases attached hereto as Schedule "A" and "B" provide 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 report is Robert Kaul, Chief Executive Officer of the Corporation, at (416) 218-9800 ext. 234.

Item 9 Date of Report

DATED this 15th day of August, 2012.

SCHEDULE "A"

Biosign Appoints New CEO

TORONTO, ONTARIO, Aug 10th, 2012 – Biosign Technologies Inc. (TSXV: BIO) ("Biosign" or the "Company") announces the appointment of Mr. Robert Kaul as Chief Executive Officer effective immediately.

Mr. Kaul has over 23 years of experience in sales, marketing, operations and a successful track record leading early-stage technology companies. Since 2005, Mr. Kaul has assisted a number of Canadian companies to enter the US market, including Luna Technologies International Inc (where he served as Director of Operations) and ARA Safety Inc. (where he was COO). Mr. Kaul is the former CEO of Cloud Diagnostics LLC, a healthcare IT distribution company he founded in 2009. In June 2010, Biosign acquired the assets of Cloud Diagnostics, and from July 2010 to June 2011 Mr. Kaul served as Executive Vice President of Biosign, where he focused on international sales & business development. He then served in a consulting capacity for the Company, and in July 2012, Mr. Kaul joined the Company's Board of Directors.

In connection with the retainer of Mr. Kaul, the Company also announced the grant of an aggregate of 2,000,000 stock options to him pursuant to the Company's stock option plan. These options expire in 5 years and have an exercise price of $0.10 per share, being a premium to the current market price, and are subject to vesting as follows: 500,000 options shall vest immediately, 500,000 options vest on the first year anniversary of the date of grant, 500,000 options shall vest on the second year anniversary of the date of grant, and 500,000 options shall vest upon the attainment of specified sales-related milestones.

Biosign's Chairman Mr. John Rizvi stated "The board is very pleased to welcome Robert Kaul back to the Company as Chief Executive Officer. During his tenure as EVP, Robert was successful at negotiating and managing distribution relationships with our partners in Germany, the Middle East and Canada. We anticipate that his many years of experience in the U.S. market as well as his track record as an entrepreneur will result in a strong new direction for our Company."

Dr Scott Jenkins, Biosign's former CEO, will also step down from the board of directors to pursue other opportunities; however he will remain an advisor to Biosign in a consulting capacity. The Company would like to thank Dr Jenkins for his prior service. Following the departure of Dr Jenkins the Board of Directors of the Company Board will consist of Mr. John Rizvi (Chairman), Mr. Zoheb Rizvi, Mr. Jason Meretsky, Senator Alfonse D'Amato and Mr. Robert Kaul.

Biosign Contact Information

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About Biosign Technologies Inc.

Biosign Technologies Inc. (TSXV: BIO) provides automated, computer enabled biomedical systems and devices. Key applications include the noninvasive monitoring of vital signs including blood pressure, pulse rate and breathing rate, enhanced with web services. The Company's UFIT® medical device technology powers quality data collection for clinical decision support, self-care, wellness and disease management, while it's Healthanywhere™ Suite offers industry-leading remote patient monitoring solutions. 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).

SCHEDULE "B"

Biosign files FDA Premarket 510(k) Notification for UFIT TEN-10 "Automated Wrist Blood Pressure Monitor"

TORONTO, ONTARIO, Aug 13th, 2012 – Biosign Technologies Inc. (TSXV: BIO) ("Biosign" or the "Company") announced today that it has filed a 510(k) premarket notification application with the United States Food & Drug Administration (FDA) for the UFIT® TEN-10 Automated Wrist Blood Pressure Monitor with Computer Controls and Web Services. The intended use of the product is for the measurement of blood pressure and pulse rate by patients at home as well as healthcare professionals in their respective practices. This product is currently licensed for sale in Canada (Health Canada license 70264) and in the European Union (CE Mark 0120).

The UFIT® TEN-10 Automated Wrist Blood Pressure Monitor measures patient vital signs by acquiring a pulse wave signal at the radial artery. This signal is transmitted instantly and anonymously to Biosign servers in the Cloud, where proprietary algorithms derive systolic & diastolic blood pressure and pulse rate results. These results are transmitted back to the user in real time as well as being stored in the Cloud for later retrieval, analysis and trending. Because each measurement is made via the Internet, Biosign is able to deliver results enhanced with web services, including information that can enable patient education, patient screening and biofeedback. Future iterations may include two-way communication between patient and caregiver via web-based video chat.

Biosign believes it is well poised to enter the US market for Automated Blood Pressure Monitors. According to a new report from iData Research (Vancouver BC), "the US patient monitoring market was worth more than $3.1 billion in 2011 and it is expected to approach $4.2 billion by 2018". Earlier this year, GBI Research (New York NY) predicted, "the global patient monitoring devices market will hit $8 billion in 2017, up from $6.1 billion in 2010." GBI estimated the device market's CAGR at "about 4 percent for the next five years". Like iData, GBI pointed to advancements in wireless and sensor technologies as a key driver of the patient monitoring devices market. Meanwhile a recent report by Global Industry Analysts, Inc. forecast that the global market for blood pressure monitoring will be "driven largely by an expanding proportion of elderly people suffering from blood pressure problems, technological advancements in monitors, growing consumer awareness about benefits of regular measurements and monitoring, intensifying direct-to-consumer advertising and growing stress on healthcare."

The Anson Group, based in Indianapolis, IN, prepared the FDA 510(k) premarket application for Biosign. A response by the FDA is typically expected within about 90 days.

Biosign Contact Information

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Forward-Looking Statements

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