

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

Item 1 Name and address of the Company

Mercator Transport Group Corporation
(previously Nature Genetiks Capital Inc.)
2500, boul. Daniel-Johnson, bureau 400
Laval (Québec) H7T 2P6

Item 2 Date of material change

January 29, 2007

Item 3 News release

The press release was issued and distributed on January 29, 2007.

Item 4 Summary of material change

Closing of a Qualifying transaction.

Item 5 Full description of material change

Nature Genetiks Capital Inc. (which changed its name to "Mercator Transport Group Corporation"), formerly a capital pool corporation, announces that it has completed the closing of its qualifying transaction following the approval thereof by its minority shareholders at the Special Meeting of the Shareholders held on December 15, 2006 in Laval.

In accordance with the letter of intent signed on August 22, 2006, Genetiks has concluded a share purchase and exchange agreement with all the shareholders of Mercator Transport Group Corporation (« **Mercator Group** ») for an aggregate purchase price of \$2,983,500.00, payable by the issuance of 16,575,000 common shares of Genetiks at a price of \$0.18 per share.

The transaction was conditional upon a simultaneous private placement of a minimum of \$250,000.00 and a maximum of \$ 300,000.00 through the issuance of common shares of the share capital of Genetiks at a price of \$0.18 per common share. A private placement of \$252,000.00 was finalized on December 27, 2006. Among the subscribers to this investment, Mr. Michel G. Maila, Mr. Laurent M. Marchal and Fiducie CFQC, whose one of the beneficiary and fiduciary is Mr. Bernard Mercier, acquired each 100,000 common shares at a price of \$0.18 per share. The shares issued in connection with this private placement cannot be resold before April 27, 2007.

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Alexandre Jarry, Director
Tel.: (450) 667-8886
Fax: (450) 667-6888

Item 9 Date of Report

February 9, 2007.