

FORM 51-102F3
Material Change Report
Under National Instrument 51-102

Item 1 Name and Address of Company

Imagin Medical Inc.
(formerly *Expedition Mining Inc.*)
600 – 890 West Pender Street
Vancouver, BC, Canada V6C 1J9
(the “Company”)

Item 2 Date of Material Change

February 9, 2016

Item 3 News Release

A news release was issued by the Company on February 10, 2016, distributed through Market News and StockWatch, and filed on SEDAR.

Item 4 Summary of Material Change

The Company announced the closing of the private placement of \$1,000,000 which completes the acquisition of BSS Life Sciences Inc., (now known as Imagin Medical Inc. or the “Company”).

The Company also announced that it will continue to hold its private placement open. Up to a maximum of 1,666,667 additional units may be sold prior to the resumption of trading, raising up to an additional \$250,000, which will be distributed under the total financing of \$1,250,000. The funds raised will be used for continued market and product development and general working capital.

The Company is in the process of finalizing all of its documents for filing with the CSE for the purpose of resuming trading. A further news release will be disseminated prior to the date trading resumes.

Further details of the transaction are in the attached news release.

Item 5 Full Description of Material Change

See attached news release.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

The following senior officer of the Company is knowledgeable about the material change and the Report and may be contacted:

Jorge Avelino,
Chief Financial Officer
Phone: 778-998-5000

Item 9 Date of Report

February 16, 2016

IMAGIN MEDICAL INC.

600 – 890 West Pender Street, Vancouver, B.C. V6C 1J9

NEWS RELEASE

CSE Symbol: IME

NR-2016-IME-01

EXPEDITION MINING ACQUIRES BSS LIFE SCIENCES INC.

Vancouver, B.C., February 10, 2016 – Expedition Mining Inc. (*EXU*) announces the closing of the private placement of \$1,000,000 which completes the acquisition of BSS Life Sciences Inc., (herein to be known as Imagin Medical Inc. or the “Company”).

The Company currently has 38,102,634 shares outstanding. Additionally, there are 10,000,000 Acquisition Warrants; 6,677,413 Finance Warrants; 220,186 Finder’s Warrants; and 2,000,000 incentive stock options.

Imagin Medical Inc. will continue to hold its private placement open. Up to a maximum of 1,666,667 additional units may be sold prior to the resumption of trading, raising up to an additional \$250,000, which will be distributed under the total financing of \$1,250,000. The funds raised will be used for continued market and product development and general working capital.

The Company is in the process of finalizing all of its documents for filing with the CSE for the purpose of resuming trading. A further news release will be disseminated prior to the date trading resumes.

Imagin Medical – The Next Generation Ultrasensitive Imaging Solutions for Early Detection and Treatment of Cancer

Imagin Medical Inc. is a medical imaging company positioned to radically improve the way physicians detect cancer through the use of endoscopes. Dr. Stavros Demos, from the renowned Lawrence Livermore National Laboratory (LLNL), is the inventor of the combination optical/laser technology that utilizes white light and near-infrared fluorescence for the accurate visual detection of cancer. Dr. Demos worked in collaboration with the UC Davis Comprehensive Cancer Center and Dr. Ralph deVere White, one of the world’s leading authorities on bladder cancer, for more than five years to validate this technology. Jim Hutchens, Imagin Medical’s new President commented, “Our first target application is bladder cancer, the 6th most prevalent cancer in the U.S. but the most expensive cancer to treat (in the U.S.). We anticipate dramatically reducing the over 50% recurrence rate and overall costs of bladder cancer.” The Company will continue to work in partnership with LLNL and the UC Davis Comprehensive Cancer Center to complete the clinical evaluations that will support the Company’s FDA

submission. Imagin Medical Inc. (through BSS Life Sciences) holds the exclusive license to this intellectual property. See the Company's Listing Statement that will be filed on SEDAR and the Company's profile on the CSE website for more details.

Management Team and Directors

The transition to healthcare is underway with the realignment of the management team and its Directors. **Jim Hutchens** was appointed President & CEO, and Director. Mr. Hutchens has over thirty years of experience in the healthcare technology industry, including venture capital investing, founding and building successful early-stage healthcare technology companies. He has held executive positions with major companies including Boston Scientific, Smith & Nephew and Millipore. Mr. Hutchens is former Trustee of the Brigham and Womens/Faulkner Hospital in Boston, MA, and holds a B.S. in Business Administration from Boston University.

Additionally, **Dr. Robin A. Atlas**, also from Boston, MA, was appointed as a Company Director. Dr. Atlas is Medical Director Emerita of Harvard Vanguard Medical Associates, the largest multi-specialty group practice in New England. Dr. Atlas maintained a primary care internal medicine practice at the Kenmore Center from 1981 until her retirement from active clinical practice in 2001. She was the Director of Medical Specialties for the 14 offices and 350,000 patients of the Harvard Community Health Plan. Dr. Atlas received her B.S. from the University of Illinois in 1974 and her M.D. degree from Northwestern University Medical School in 1978.

Jorge Avelino will remain as the Company's Chief Financial Officers. Additional Board Members include Bill Galine, Steven Chan and Bob Lunde.

Transaction Structure and Terms

In connection with closing the Acquisition, the Company:

- Issued 21,500,000 common shares ("Acquisition shares") to the shareholders of BSS Life Sciences on a pro-rata basis. Of these, 11,500,000 shares are subject to escrow, to be released over three years (10% on the closing date and an additional 15% every six months thereafter);
- Issued 10,000,000 warrants ("Acquisition Warrants") to the holders of warrants of BSS Life Sciences on a pro-rata basis; each Acquisition Warrant is exercisable at \$0.15 per share for three years;
- Issued 5,000,000 performance shares ("Performance Shares") to certain shareholders of BSS Life Sciences. These shares are subject to escrow, to be released upon the successful conclusion of Imagin Medical's beta prototype, demonstrating commercial viability;
- Changed its name from Expedition Mining Inc. to *Imagin Medical Inc.*; and changed its trading symbol to "IME";

- Closed a non-brokered financing of 6,677,413 units (“Unit”) at \$0.15 per Unit for gross proceeds of \$1,001,612. Each Unit is comprised of one common share (“Shares”) and one share purchase warrant (“Finance Warrant”). Each Finance Warrant is exercisable for a period of two years at \$0.25 in the first 12 months and at \$0.35 thereafter, provided that, in the event the closing price of the Company’s Shares on the CSE is equal to or greater than \$0.50 per share for 20 consecutive trading days at any time following four months after the date of closing the Acquisition, the Company may reduce the remaining exercise period of the Finance Warrants to not less than 30 days following the date of such notice. In connection with the financing, the Company paid aggregate cash finder’s fees of \$37,528 and issued finder’s warrants entitling the holders to acquire up to 220,186 Shares at \$0.15 per Share for 24 months. The private placement securities are subject to a four-month hold period from the date of issuance;
- Completed a shares-for-debt transaction to settle \$155,416.27 of past debt owed to former directors and officers of EXU, by the issuance of 1,036,108 shares at a deemed price of \$0.15 per share. These shares are subject to a four-month hold period from the date of issuance;
- Granted 2,000,000 incentive stock options, exercisable at \$0.15 per share for a period of five years. The options are subject to a four-month hold period from the date of grant.

ON BEHALF OF THE BOARD:

Jim Hutchens,
CEO, President

For further information, contact:
Bill Galine
Telephone: (775) 737-3292
Email: *billgaline@gmail.com*

Neither the Canadian Securities Exchange nor its Market Regulator (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.

This press release is not an offer or a solicitation of an offer of securities for sale in the United States of America. The common shares of Imagin Medical Inc. have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from registration.