

## MATERIAL CHANGE REPORT

### PURSUANT TO SECTION 7.1 OF NATIONAL INSTRUMENT 51-102

1. **Name and Address of Company:**

Miraculins Inc. (the "Company")  
6 – 1250 Waverley Street  
Winnipeg, Manitoba R3T 6C6

2. **Date of Material Change:**

October 13, 2011

3. **News Release:**

The Company issued a press release regarding the material change on October 13, 2011, a copy of which is attached hereto.

4. **Summary of Material Change:**

Miraculins announces it has arranged a CDN\$1,000,000 non-convertible secured loan (the "Loan") with Gretchen Ross.

5. **Full Description Of Material Change:**

See attached Schedule "A".

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

Not Applicable.

7. **Omitted Information:**

Not Applicable.

8. **Executive Officer:**

Christopher Moreau, Chief Executive Officer  
Tel: (204) 453-1408

DATED at Winnipeg, Manitoba this 13<sup>th</sup> day of October, 2011.

**MIRACULINS INC.**

Per: "Christopher Moreau"  
Chris Moreau  
President & CEO

## SCHEDULE "A"

### Miraculins Announces CDN\$1.0 Million Non-Convertible Secured Loan

#### *Funding Secured for PreVu® Launch*

**WINNIPEG, Manitoba – October 13th, 2011** – Miraculins Inc. (TSX-V: MOM), a medical diagnostic company focused on developing and commercializing diagnostic tests and risk assessment technologies for unmet clinical needs, announces that it has arranged a CDN\$1,000,000 non-convertible secured loan (the "Loan") with Gretchen Ross.

The promissory note evidencing the Loan was issued at a discount for a purchase price of CDN\$950,000. The Loan matures on April 12, 2014 and bears interest of 12% per annum, payable quarterly, except in the case of the first interest payment which is payable on April 12, 2012. In addition, any overdue payment will bear additional interest at a rate 6% per annum, for a combined interest rate of 18% per annum on any overdue payment. As consideration for providing the Loan, Gretchen Ross received 1,428,571 common shares of Miraculins, which will be subject to resale restrictions for a period of four months from the closing date under applicable securities legislation. The proceeds of the Loan will be used for general operating, ongoing product development, inventory and sales and marketing related costs. Subject to regulatory approval, interest payable on the Loan may be satisfied in shares of Miraculins in certain circumstances.

"This financial transaction provides Miraculins the funding necessary to help ensure the successful commercialization of our PreVu Non-Invasive Skin Cholesterol Test technology", said Christopher J. Moreau, President and CEO of Miraculins. "Despite difficult financial market conditions, this investment underscores a strong confidence in our technology and in the Miraculins' management team".

#### **About Miraculins Inc.**

Miraculins is a medical diagnostic development company focused on acquiring and advancing non-invasive tests for unmet clinical needs. The Company's PreVu test is a revolutionary new coronary artery disease (CAD) risk assessment technology that measures cholesterol levels in a patient's skin non-invasively, painlessly and without the need for fasting. PreVu has previously been successfully test marketed in North America on a limited basis. Miraculins' additional programs include a research use only ELISA kit for the detection of PSP94; and a suite of biomarkers to aid in the early detection of the devastating disease of pregnancy known as preeclampsia. The Company's preeclampsia program is being advanced in partnership with Alere, Inc. (formerly known as Inverness Medical Innovations), one of the world's largest diagnostic companies. For more information on Miraculins please visit [www.miraculins.com](http://www.miraculins.com).

PreVu Non-Invasive Cholesterol Test technology is not currently licensed for sale in Canada.

#### **For more information, please contact:**

Christopher J. Moreau  
President and CEO  
Miraculins Inc.  
Ph: 204-477-7599  
Fax: 204-453-1546  
[info@miraculins.com](mailto:info@miraculins.com)  
[www.miraculins.com](http://www.miraculins.com)

*Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.*

*Caution Regarding Forward-Looking Information*

*Certain statements contained in this press release constitute forward-looking information within the meaning of applicable Canadian provincial securities legislation (collectively, "forward-looking statements"). These forward-looking statements relate to, among other things, our objectives, goals, targets, strategies, intentions, plans, beliefs, estimates and outlook, including, without limitation, our anticipated future operating results, and can, in some cases, be identified by the use of words such as "believe," "anticipate," "expect," "intend," "plan," "will," "may" and other similar expressions. In addition, any statements that refer to expectations, projections or other characterizations of future events or circumstances are forward-looking statements.*

*These statements reflect management's current beliefs and are based on information currently available to management. Certain material factors or assumptions are applied in making forward-looking statements, and actual results may differ materially from those expressed or implied in such statements. Important factors that could cause actual results to differ materially from these expectations include, among other things: Miraculins' early stage of development, lack of product revenues and history of operating losses, uncertainties related to clinical trials and product development, rapid technological change, uncertainties related to forecasts, competition, potential product liability, additional financing requirements and access to capital, unproven markets, supply of raw materials, income tax matters, management of growth, partnerships for development and commercialization of technology, effects of insurers' willingness to pay for products, system failures, dependence on key personnel, foreign currency risk, risks related to regulatory matters and risks related to intellectual property and other risks detailed from time to time in Miraculins' filings with Canadian securities regulatory authorities, as well as Miraculins' ability to anticipate and manage the risks associated with the foregoing. Additional information about these factors and about the material factors or assumptions underlying such forward-looking statements may be found in the body of this news release. Miraculins cautions that the foregoing list of important factors that may affect future results is not exhaustive. When relying on Miraculins' forward-looking statements to make decisions with respect to Miraculins investors and others should carefully consider the foregoing factors and other uncertainties and potential events.*

*These risks and uncertainties should be considered carefully and prospective investors should not place undue reliance on the forward-looking statements. Although the forward-looking statements contained in this press release are based upon what management believes to be reasonable assumptions, Miraculins cannot provide assurance that actual results will be consistent with these forward-looking statements. Miraculins undertakes no obligation to update or revise any forward-looking statement.*

*PreVu is a registered trademark of Miraculins Inc., all rights reserved. 2011.*