

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:**

December 8, 2011

3. **News Release:**

The Company issued a press release regarding the material change on December 8, 2011, a copy of which is attached hereto.

4. **Summary of Material Change:**

Miraculins announces the appointment of broadcast media executive Mr. William (Bill) Roberts to its Board of Directors.

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 9th day of December, 2011.

MIRACULINS INC.

Per: "Christopher Moreau"
Chris Moreau
President & CEO

SCHEDULE "A"

Miraculins Appoints Broadcast Media Executive William (Bill) Roberts to Board of Directors

WINNIPEG, Manitoba – December 8, 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 the appointment of broadcast media executive Mr. William (Bill) Roberts to its Board of Directors.

Mr. Roberts is President and CEO of ZoomerMedia Limited, Television Division. ZoomerMedia Limited is a publicly traded multi-media company founded by media pioneer Moses Znaimer. Previously, Mr. Roberts was President & CEO of S-VOX Television for ten years before its broadcasting assets were acquired by ZoomerMedia Limited for \$25 million including conventional stations CHNU-TV and CIIT-TV, along with specialty channels VisionTV and One: Body, Mind, Spirit and Love. As a conglomerate that specializes in marketing to 'zoomers' (baby boomers with zip), ZoomerMedia's holdings also include Zoomer Magazine, 50PLUS.com (a website), Zoomers.ca (a social network site somewhat like Facebook), ZoomerSingles.com (an internet dating site), ZoomerShows (consumer and lifestyle expos in Toronto and Vancouver), CFMZ (a classical music radio station in Toronto) and CFZM (another radio station in southern Ontario).

Mr. Roberts is also an internationally recognized advocate for public service media, including broadcasting, and has extensive intercultural and international experience in broadcast communications, constitutional affairs and policy-making. An advisor and contributor to government, business, academia and media organizations, he is highly skilled in finance, marketing and business administration, and has led many cultural organizations to improved productivity and profitability. Additionally, he teaches broadcast communications and policy at the University level, sits on numerous domestic and international cultural boards, and is a globally active Canadian in matters relating to good governance and capacity building in media.

"I am very pleased to have Bill join the Miraculins Board", said David Howard, Chairman of the Board of Miraculins. "Bill has extensive board level experience and a multifaceted business background which will be a great asset for the Company and I look forward to working with him."

"As a Nasdaq Certified Board Member, Bill brings significant business and financial skills to his role on the Miraculins Board", said Christopher J. Moreau, President and CEO of Miraculins. "In addition, his extensive media experience and contacts will be timely resources in light of the upcoming planned commercial launch of PreVu, Miraculins' new non-invasive skin cholesterol test technology."

"I have always been deeply interested in personal health issues and building awareness around biotechnology innovations that can positively impact people's lives", said Mr. Roberts. "Miraculins is an exciting company with a technology pipeline that has tremendous international potential and I am excited to have been invited to join the Board."

Miraculins has granted Mr. Roberts 100,000 stock options at an exercise price of \$0.10 per common share. The options are set to expire five years from the date of grant and are subject to the approval of the TSX Venture Exchange and the terms of Miraculins' stock option plan. In accordance with securities regulatory requirements, any shares issued pursuant to the exercise of such options will be subject to a resale restriction for a period of four months from the date of the grant.

About The PreVu Non-Invasive Skin Cholesterol Test

PreVu is a non-invasive risk assessment technology that evaluates the additional risk a person may have for coronary artery disease (CAD) by conveniently and painlessly testing their skin cholesterol

level. High levels of skin cholesterol have been shown to be correlated to CAD as measured by stress test, angiography, coronary calcium, and carotid intima-media thickness, inflammatory markers of vascular disease, previous heart attack incidents and Framingham risk score.

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. (NYSE:ALR) (formerly known as Inverness Medical Innovations), one of the world's largest diagnostic companies. For more information on Miraculins please visit www.miraculins.com. PreVu Non-Invasive Cholesterol Test technology is not currently licensed for sale in Canada.

For more information, please contact:

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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.

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