

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:**

April 18, 2012

3. **News Release:**

The Company issued a press release regarding the material change on April 18, 2012, a copy of which is attached hereto.

4. **Summary of Material Change:**

Miraculins Inc., and Pear Healthcare Solutions Inc., a leading provider of in-pharmacy health screening and education services, today announce an agreement that will see the PreVu[®] Non-Invasive Skin Cholesterol Point of Care (POC) Test distributed to the Canadian retail pharmacy market.

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 18th day of April, 2012.

MIRACULINS INC.

Per: "Christopher Moreau"
Chris Moreau President & CEO

SCHEDULE "A"

Miraculins Signs Agreement with Pear Healthcare Solutions to Distribute PreVu[®] in the Canadian Retail Pharmacy Market

Groundbreaking Skin Cholesterol Testing Programs to be Developed for Canadians

WINNIPEG, Manitoba – April 18, 2012 - Miraculins Inc., a medical diagnostic company focused on acquiring, developing and commercializing diagnostic tests and risk assessment technologies for unmet clinical needs, and Pear Healthcare Solutions Inc., a leading provider of in-pharmacy health screening and education services, today announce an agreement that will see the PreVu[®] Non-Invasive Skin Cholesterol Point of Care (POC) Test distributed to the Canadian retail pharmacy market.

Pear Healthcare Solutions will distribute the PreVu POC Test to Canadian retail pharmacies and work with pharmacy partners to establish coronary artery disease (CAD) screening programs using skin cholesterol and other known risk factors for implementation in pharmacy settings across the country. The PreVu POC Test contains two components: the PreVu Handheld Spectrophotometer, which is used to both guide the operator through the test and take the skin cholesterol reading; and the Reagent Test Kit, comprised of reagent solution and test consumables. The short-term focus of Pear Healthcare Solutions will be to establish pilot testing locations for the testing programs. Once a successful implementation model has been established, Pear will be responsible for a broad national roll-out of the program at pharmacy locations Canada-wide.

"Pear has pioneered a number of highly successful market introductions and in-store risk assessment clinics at Canadian pharmacies," said Mark Doyle, Vice President of Sales and Marketing for Pear Healthcare Solutions Inc. "Based on our track record of past successes implementing health assessment programs using innovative products, we know that there is tremendous interest in public screening programs utilizing novel, non-invasive technologies like PreVu.

"Leveraging our existing relationships with Canada's largest retail pharmacy chains, we are confident in a strong response from our customers to the introduction of the PreVu Non-Invasive Skin Cholesterol Test," continued Doyle.

"Despite the risk information available to patients and caregivers today, there are over 70,000 heart attacks in Canada each year, resulting in over 16,000 deaths," stated Paul Moreau, Vice President, Sales & Marketing for Miraculins Inc. "In less than five minutes, and without discomfort, drawing blood or requiring fasting, PreVu can identify Canadians with hidden, high levels of risk of CAD and impress upon them as never before the importance of seeing their healthcare professionals for a full evaluation of their heart disease risk factors towards prevention of that first critical event.

"We are very pleased to be working with Pear Healthcare Solutions to make the PreVu POC Test available to Canadian communities and families through retail pharmacies," Moreau added. "Our agreement with Pear is consistent with our stated strategy to partner with market leaders, and as further evidenced by our recent partnership announcement with The Stevens Company to reach the medical/clinical channel, we continue to leverage relationships with exceptional companies towards making PreVu available to at-risk Canadians who need it most."

About the PreVu Non-Invasive Skin Cholesterol Test

Skin cholesterol is the cholesterol that has been deposited and diffused into tissue, as opposed to free circulating in the bloodstream, and has been shown in clinical trials to be strongly associated with significant CAD as measured by treadmill stress testing, coronary angiography, coronary calcium and carotid artery thickening. The PreVu POC Test is completely painless, non-invasive, involves no blood draw or needles, requires no overnight fasting and involves no handling of potentially hazardous biomaterials. It has been developed to provide new and additive information about CAD risk that is independent of traditional risk factors, such as blood cholesterol, to help physicians more effectively assess their patients' risk. The test is conducted in less than 5 minutes with results being immediately available.

About Pear Healthcare Solutions

Pear Healthcare Solutions is a privately held company specializing in the development and implementation of programs to address the evolving needs of pharmacists in their expanding role of providing healthcare and disease management services. Pear Healthcare Solutions offers a number of innovative medical devices and professional education programs that help pharmacies connect with their patients, improving their health and wellness. Pear provides distribution, training and support/education services. For more information visit www.pearhealthcare.com.

About Miraculins Inc.

Miraculins is a medical diagnostic development company focused on acquiring, developing and commercializing non-invasive tests for unmet clinical needs. The Company's PreVu test is a revolutionary new coronary artery disease risk assessment technology that measures cholesterol levels in a patient's skin non-invasively, painlessly and without the need for fasting. The PreVu Non-Invasive Skin Cholesterol Point of Care (POC) Test technology has been cleared for sale by Health Canada and CE-Marked in the European Union. 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, please contact:

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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. 2012.