

MIRACULINS INC.

NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON MAY 31, 2013

TO THE SHAREHOLDERS

NOTICE IS HEREBY GIVEN that an Annual and Special Meeting (the “Meeting”) of the holders of common shares of Miraculins Inc. (the “Corporation”) will be held at the Corporation's offices located at 6-1250 Waverley Street, Winnipeg, Manitoba, on May 31, 2013, at the hour of 10:00 a.m. (Central Standard time) for the following purposes:

1. to review the audited financial statements of the Corporation for the year ending November 30, 2012;
2. to elect directors of the Corporation for the ensuing year;
3. to appoint auditors of the Corporation for the ensuing year and to authorize the directors to fix the auditors' remuneration;
4. to consider and, if deemed advisable, pass, a resolution to re-approve the Corporation's stock option plan;
5. to consider and, if deemed advisable, pass, a resolution approving, ratifying and confirming By-law Number 1A as the by-laws of the Corporation;
6. to consider and, if deemed advisable, pass, a special resolution amending the Corporation's articles of incorporation such that the directors may appoint additional directors between annual meetings of the Corporation's shareholders;
7. to consider and, if deemed advisable, pass, a special resolution amending the Corporation's articles of incorporation to consolidate its issued and outstanding common shares on the basis of a ratio within the range of one post-consolidation common share for every four (4) pre-consolidation common shares to one post-consolidation common share for every fifteen (15) pre-consolidation common shares, with the ratio to be selected and implemented by the Board of Directors in its sole discretion, if at all, at any time prior to May 31, 2014; and
8. to transact such further or other business as may properly be brought before the meeting or any adjournment(s) thereof.

Shareholders are referred to the accompanying Management Information Circular for more detailed information with respect to the matters to be considered at the Meeting.

Shareholders who do not expect to attend the Meeting in person are requested to date and sign the enclosed form of proxy and return it in the envelope provided for that purpose. All proxies to be used at the Meeting must be received by the Corporation's Transfer Agent, Canadian Stock Transfer Company Inc. at P.O. Box 721 Agincourt, Ontario, M1S 0A1, Attention: Proxy Department, or by email at proxy@canstockta.com, or by facsimile to 416-368-2502 (Toll Free: 1-866-781-3111 Canada & US Only), not less than 48 hours, excluding Saturdays, Sundays and holidays, preceding the Meeting or any

adjournment(s) thereof. Canadian Stock Transfer Company Inc. acts as the administration agent for CIBC Mellon Trust Company.

The directors have fixed April 26, 2013, as the record date for the Meeting. Holders of Common Shares of record at the close of business on April 26, 2013, are entitled to receive notice of the Meeting and to vote thereat or at any adjournment(s) thereof.

BY ORDER OF THE BOARD OF DIRECTORS

(Signed) "*Harry Bloomfield*"

Harry Bloomfield
Chairman
Winnipeg, Manitoba
April 26, 2013