

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:**

September 18, 2013

3. **News Release:**

The Company issued a press release regarding the material change on September 16, 2013, a copy of which is attached hereto.

4. **Summary of Material Change:**

WINNIPEG, Manitoba – September 16, 2013 - Miraculins Inc. (TSX-V:MOM), "Miraculins" or the "Company") a medical diagnostic company focused on acquiring, developing and commercializing diagnostic and risk assessment technologies for unmet clinical needs, today announces that a major Canadian supermarket chain, in collaboration with Pear Healthcare Solutions ("Pear"), a leading provider of in-pharmacy health screening and educational services to the Canadian pharmacy community, will be conducting a special pilot of the Miraculins' SCOUT DS[®] Non-Invasive Diabetes Screening technology as part of a series of pharmacy diabetes clinics to be held at 35 store locations in fall 2013.

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 2nd day of August, 2013.

MIRACULINS INC.

Per: *Christopher Moreau*

Chris Moreau President & CEO

SCHEDULE "A"

Miraculins' SCOUT DS[®] Non-Invasive Diabetes Screening Test to be piloted by Major Canadian Supermarket Chain

*New Test Conducted without Blood Draw or Fasting to be featured in
Pharmacy Diabetes Clinics at 35 Store Locations in fall 2013*

WINNIPEG, Manitoba – September 16, 2013 - Miraculins Inc. (TSX-V:MOM), ("Miraculins" or the "Company") a medical diagnostic company focused on acquiring, developing and commercializing diagnostic and risk assessment technologies for unmet clinical needs, today announces that a major Canadian supermarket chain, in collaboration with Pear Healthcare Solutions ("Pear"), a leading provider of in-pharmacy health screening and educational services to the Canadian pharmacy community, will be conducting a special pilot of the Miraculins' SCOUT DS[®] Non-Invasive Diabetes Screening technology as part of a series of pharmacy diabetes clinics to be held at 35 store locations in fall 2013.

The SCOUT DS[®] is a ground-breaking technology that non-invasively measures changes in the composition of a person's skin indicative of pre-diabetes and type 2 diabetes. It is a painless, user-friendly test that takes 90 seconds and provides immediate results. Unlike current screening methods a SCOUT DS[®] test requires no needle, blood draw or fasting, and no waiting for a lab result. The technology has been used and validated in thousands of patients around the world.

"Major retailers can help Canadians live healthy lifestyles not just by providing fresh food and healthy product offerings, but by partnering with healthcare companies like Pear to provide customers with in-pharmacy disease screening and prevention programs," says Paul Moreau, Vice President Sales & Marketing for Miraculins Inc. "Pre-diabetes and type 2 diabetes are life-threatening conditions that are at epidemic proportions in our country and there are more than 6,000 retail, brand-name pharmacies across the country that could potentially incorporate SCOUT DS[®] screening into their risk assessment services, to educate millions of Canadians about diabetes awareness and help those most at risk get the assistance they need."

The fall clinics will be conducted to help retail customers learn more about their risk of diabetes, and its effects and complications, along with the best ways to control it through dietary modification, physical activity, ongoing monitoring and other healthcare applications and approaches. A patient whose SCOUT DS[®] screening result suggests a likelihood of pre-diabetes or type 2 diabetes will be recommended to see their doctor to have a diagnostic blood test done (Oral Glucose Tolerance Test or an HbA1c Test) to make a diagnosis.

This programming is a major step forward in the commercialization of the Miraculins' SCOUT DS[®] in the Canadian retail pharmacy segment. Pilots like this allow pharmacies to introduce this new technology to their customers and to learn how to maximize the in-store potential of this exciting new screening test. After the pilot phase is successfully completed, this lays the groundwork for the potential expansion of the SCOUT DS[®] across all stores within the chain. Beyond this specific application, Miraculins and Pear are working to establish additional pilots in multiple retail chains with the objective of having the SCOUT DS[®] available to millions of Canadians in thousands of pharmacies.

Additional information about the SCOUT DS[®] pilots will be made available on conclusion of the current programming.

Diabetes in Canada

According to the World Health Organization 347 million people worldwide have diabetes and it is estimated that by 2030 it will be the 7th leading cause of death. The Canadian Diabetes Association says that more than 9 million Canadians live with diabetes or pre-diabetes and that the personal costs may include a reduced quality of life and the increased likelihood of complications such as heart disease, stroke, kidney disease, blindness, amputation and erectile dysfunction. Approximately 80% of people with diabetes will die as a result of heart disease or stroke and it is a contributing factor in the deaths of approximately 41,500 Canadians each year. Canadian adults with diabetes are twice as likely to die prematurely, compared to people without diabetes. The life expectancy for people with type 2 diabetes may be shortened by 5 to 10 years. The financial burden of diabetes and its complications is also enormous. People with diabetes incur medical costs that are two to three times higher than those without diabetes. A person with diabetes can face direct costs for medication and supplies ranging from \$1,000 to \$15,000 a year. By 2020, it's estimated that diabetes will cost the Canadian healthcare system \$16.9 billion a year.

About Miraculins Inc.

Miraculins is a medical diagnostic company focused on acquiring, developing and commercializing non-invasive technologies for unmet clinical needs. A significant number of promising diagnostic opportunities remain un-commercialized because of the sizable gap between the discovery stage, when research institutions are typically involved, and the commercialization stage, when the larger commercial enterprises become interested. Miraculins has direct experience in bridging this gap. The Company's PreVu[®] POC 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 Company's SCOUT DS[®] system is the first non-invasive diabetes screening system designed to provide a highly sensitive and convenient method for screening for pre-diabetes and type 2 diabetes based on the presence of diabetes-related biomarkers found in skin. Unlike current screening methods, a SCOUT DS[®] test requires no blood draw, no fasting, and no waiting for a lab result. The product has been used and validated in thousands of patients around the world. The Company's preeclampsia program is partnered with Alere Inc., one of the world's largest diagnostic companies. For more information visit www.miraculins.com.

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 and is also the exclusive distributor of the SCOUT DS[®] and PreVu[®] POC Test technology to the Canadian pharmacy segment. For more information visit www.pearhealthcare.com.

For more information, please contact:

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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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