

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 31, 2013

3. **News Release:**

The Company issued a press release regarding the material change on November 1, 2013, a copy of which is attached hereto.

4. **Summary of Material Change:**

On October 31, 2013, the Company completed the issuance of 10,033,333 units of the Company ("Units") at a price of \$0.06 per Unit for aggregate gross proceeds of \$602,000 to certain subscribers resident in various provinces of Canada and certain overseas jurisdictions. Each Unit is comprised of one common share of the Company (a "Share") and one half of one Share purchase warrant (a "Warrant"). Each Warrant entitles the holder thereof to purchase one Share at a price of \$0.10 per Share for a period of 12 months from the date of issuance of the Warrant.

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, President and Chief Executive Officer
Tel: (204) 477-7599

DATED at Winnipeg, Manitoba this 1st day of November, 2013.

MIRACULINS INC.

Per: Christopher Moreau
Christopher Moreau, President and
CEO

SCHEDULE "A"

Miraculins Announces Final Closing of Private Placement Offering Totalling \$1 Million

WINNIPEG, Manitoba – November 1, 2013 - Miraculins Inc. (TSX-V:MOM), (the "Company"), a medical diagnostic company focused on acquiring, developing and commercializing diagnostic tests and risk assessment technologies for unmet clinical needs, is pleased to announce the final close of a private placement offering (the "Offering") with gross proceeds to the Company from this second close of \$602,000 from the sale of 10,033,333 units ("Units") at a price of \$0.06 per Unit. Each Unit is comprised of one common share of the Company (a "Share") and one half of one Share purchase warrant (a "Warrant"). This close brings the total funds raised under the private placement offering initially announced on September 12, 2013 to \$1,032,000.

Each whole Warrant entitles the holder to purchase one Share at a price of \$0.10 per Share for a period of twelve months from the date the Warrant is issued. The Shares and Warrants will be restricted from transfer for a period of four months and a day from the date hereof in accordance with applicable securities laws. The net proceeds of the Offering shall be used for general corporate purposes including sales and marketing costs related to the Company's PreVu[®] and Scout DS[®] technologies.

Certain persons assisted the Company by introducing potential subscribers for the Offering and were paid a finder's fee of up to 8% of the total subscription proceeds received from subscribers introduced to the Company by each particular person. Additionally, certain of these persons were issued compensation warrants ("Compensation Warrants") equal to up to 8% of the total number of Units subscribed for by subscribers introduced to the Company by each particular person. Each Compensation Warrant entitles the holder thereof to purchase one Share at a price of \$0.07 per Share for a period of twelve months from the date of issue.

The closing of the Offering is subject to the final approval of the TSX Venture Exchange.

About Miraculins Inc.

Miraculins is a medical diagnostic company focused on acquiring, developing and commercializing non-invasive tests 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 technology is a rapid, two-step, in vitro diagnostic test for the detection of cholesterol present in skin tissue, which is non-invasive, painless and requires no 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. Miraculins is also advancing a suite of biomarkers to aid in the early detection of the devastating disease of pregnancy known as preeclampsia. The lead marker in the Company's preeclampsia program is partnered with Alere Inc., one of the world's largest diagnostic companies.

For more information, please contact:

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Neither the 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.

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