

MIRACULINS INC.

**NOTICE OF ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS
TO BE HELD ON MAY 30, 2011**

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 30, 2011, 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, 2010;
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 approve the Corporation's stock option plan; and
5. 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 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 18, 2011, as the record date for the Meeting. Holders of Common Shares of record at the close of business on April 18, 2011, 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) "*Albert D. Friesen*"

Dr. Albert D. Friesen
Chairman
Winnipeg, Manitoba
April 18, 2011