

BC FORM 51-102F3

MATERIAL CHANGE REPORT

REPORTING ISSUER

Consolidated Pacific Bay Minerals Ltd.
1600 – 409 Granville Street
Vancouver, BC V6C 1T2

DATE OF MATERIAL CHANGE

January 15, 2008

Press Release

A press release announcing the following material change was released on January 15, 2008 in Vancouver, BC through the facilities of Market News and Canada Stockwatch pursuant to 85(1) of the BC Securities Act.

Summary of Material Change

The Issuer reports that the execution of a definitive agreement whereby Strateco can earn a 60% interest in 277 Pacific Bay mineral claims located in the Matoush District of Québec's Otish Mountains (the "Property"). The agreement calls for Strateco to pay Pacific Bay a total of Cdn\$500,000 and issue 200,000 Strateco shares over 4 years and incur Cdn\$3 million in exploration expenditures over 4 years, including a minimum of 10,000 meters of drilling. As part of the transaction, Strateco has acquired 1 million units of Pacific Bay at a price of \$0.30 per unit. Each unit consists of one common share and one warrant to purchase one common share of Pacific Bay at \$0.60 per share for a period of 24 months. The shares and warrants are subject to a 12-month resale restriction period expiring January 14, 2009.

Full Description of Material Change

See attached News Release

Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

The Issuer is not relying on Subsection 7.1(2) or (3) of National Instrument 51-102

Omitted Information

There have been no omissions to this report.

Executive Officer

David H. Brett
(604) 682-2421

DATED this 15th day of January, 2008 in Vancouver, BC Canada

CONSOLIDATED PACIFIC BAY MINERALS LTD.

"Leanora Brett"

Leanora Brett,
Corporate Secretary, CFO

Consolidated Pacific Bay Minerals Ltd.

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For Immediate Release

TSX Venture Exchange Symbol: CBP

Strateco and Pacific Bay Complete Final Agreement on Otish Uranium Claims

2008-01-15 - Joint News Release

Montreal, Québec and Vancouver, British Columbia, January 15, 2008 - (Joint News Release) - Mr. Guy Hébert, President, Strateco Resources Inc. (TSX: RSC, "Strateco") and Mr. David Brett, CEO, Consolidated Pacific Bay Minerals Ltd. (TSX Venture: CBP, "Pacific Bay") are pleased to announce the execution of a definitive agreement whereby Strateco can earn a 60% interest in 277 Pacific Bay mineral claims located in the Matoush District of Québec's Otish Mountains (the "Property"). The agreement calls for Strateco to pay Pacific Bay a total of Cdn\$500,000 and issue 200,000 Strateco shares over 4 years and incur Cdn\$3 million in exploration expenditures over 4 years, including a minimum of 10,000 meters of drilling. As part of the transaction, Strateco has acquired 1 million units of Pacific Bay at a price of \$0.30 per unit. Each unit consists of one common share and one warrant to purchase one common share of Pacific Bay at \$0.60 per share for a period of 24 months. The shares and warrants are subject to a 12-month resale restriction period expiring January 14, 2009.

On October 29, 2007, Strateco assumed direction of exploration activities on the Property. The Property comprises an area of 145 square kilometres (56 square miles) in the Otish Mountains where Strateco has been drilling the Matoush high-grade uranium orebody.

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ON BEHALF OF THE BOARD OF DIRECTORS

Guy Hébert
President and CEO
Strateco Resources Inc.

David Brett
CEO
Consolidated Pacific Bay Minerals Ltd.

Jean-Pierre Lachance
Executive Vice President
Strateco Resources Inc.

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