BC FORM 51-102F3

MATERIAL CHANGE REPORT

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

DATE OF MATERIAL CHANGE
September 8, 2008

Press Release
A press release announcing the following material change was released on September 8, 2008 in Vancouver, BC through the facilities of MarketWire, Market News and Canada Stockwatch pursuant to 85(1) of the BC Securities Act.

Summary of Material Change
The Issuer reports that it has commenced a surface exploration program at the Company's 100% owned Papaskwasati property located in the Mistassini basin within the Otish Mountains uranium district. Minexco, a Montreal geological consulting firm retained by the Company, has mobilized to Papaskwasati a 9 person team made up of geologists and technicians to the area to follow up airborne geophysical anomalies on the property outlined in 2007.

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 8th day of September, 2008 in Vancouver, BC Canada

PACIFIC BAY MINERALS LTD.

"Leanora Brett"

Leanora Brett,
Corporate Secretary, CFO

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Pacific Bay Starts Papaskwasati Ground Program

For Immediate Release. Vancouver, British Columbia, September 8, 2008 - David H. Brett, President and CEO, Pacific Bay Minerals Ltd. (TSX Venture: PBM, the "Company") reports the Company has commenced a surface exploration program at the Company's 100% owned Papaskwasati property located in the Mistassini basin within the Otish Mountains uranium district. Minexco, a Montreal geological consulting firm retained by the Company, has mobilized to Papaskwasati a 9 person team made up of geologists and technicians to the area to follow up airborne geophysical anomalies on the property outlined in 2007.

The prospecting effort will focus on four key target areas outlined in 2007. The East Fault area, adjoining and surrounding Golden Valley Mines Ltd.'s Mistassini project, covers the Papaskwasati basin rim and hosts the strongest airborne radiometric anomalies found in the 2007 survey. The North Rim zone hosts significant airborne radiometric anomalies also detected during the 2007 airborne survey. The West area hosts a radiometric high within shallow Proterozoic sediments just inside the basin rim. The Southwest area hosts radiometric anomalies near the contact between the Proterozoic sandstones conglomerates and the Archaean basement.

A new map of the Company's Papaskwasati area claims outlining key target areas and geophysical anomalies will shortly be added to the Company's website.

The technical information contained in this news release has been reviewed and approved by Ernie Black, P.Eng., a Qualified Person under policy NI43-101.

Pacific Bay Minerals Ltd.
Per/

David H. Brett, MBA
President & CEO