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, 2009

Press Release
A press release announcing the following material change was released on September 8, 2009 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 Strateco Resources Inc. ("Strateco," TSX-RSC) has commenced core drilling on the Company's uranium claims in the Otish Mountains district of Quebec. The 2,000 meter program will focus on two key targets. The first target is 4KM north of Strateco's Matoush Deposit where a potential extension of the mineralized Matoush fault structure is indicated by airborne and ground geophysics. The second target lies 2.7 KM east of the Matoush Deposit, where re-interpretation of airborne and ground geophysics, as well as prospecting for radioactive boulder trains, indicates the potential for Matoush - Style uranium mineralization.

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, 2009 in Vancouver, BC Canada

PACIFIC BAY MINERALS LTD.

"Leanora Brett"

Leanora Brett,
Corporate Secretary, CFO

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Strateco Starts 2,000 meter Drill Program on Pacific Bay Uranium Claims, Otish Mountains, Quebec

For Immediate Release. Vancouver, British Columbia, September 8th, 2009 - David H. Brett, President and CEO, Pacific Bay Minerals Ltd. (TSX Venture: PBM, the "Company") reports that Strateco Resources Inc. ("Strateco," TSX-RSC) has commenced core drilling on the Company's uranium claims in the Otish Mountains district of Quebec. The 2,000 meter program will focus on two key targets. The first target is 4KM north of Strateco's Matoush Deposit where a potential extension of the mineralized Matoush fault structure is indicated by airborne and ground geophysics. The second target lies 2.7 KM east of the Matoush Deposit, where re-interpretation of airborne and ground geophysics, as well as prospecting for radioactive boulder trains, indicates the potential for Matoush - Style uranium mineralization.

"The Otish Mountains remains one of Canada's premier locations to explore for high-grade uranium, and Quebec remains the number one jurisdiction worldwide to conduct mineral exploration," says Pacific Bay CEO David H. Brett. "Pacific Bay has an exceptional land position in the region which it is exploring through strong partnerships with companies like Strateco."

Strateco can earn a 60% interest in the Company's Otish Mountains claims by spending $3 million, paying the Company $500,000, 200,000 Strateco shares and other consideration, over four years. 2009 is the second year of the option agreement.

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, a consultant to the Company.

Pacific Bay Minerals Ltd.
Per/

David H. Brett, MBA
President & CEO