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
November 16, 2009

Press Release
A press release announcing the following material change was released on November 16, 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 it has received favourable assay results from trench samples taken from a new sulphide zone, the “L303”, on one of its recently acquired crown grants that are now part of the Haskins-Reed polymetalic prospect near Cassiar in Northern British Columbia.

Three excavated trenches exposed a heavily oxidized sulphide zone over 40 meters strike length. Trench 1 yielded 18 meters grading 72.77 grams per ton Silver, 4% Zinc, 1.08% Lead, and 0.188% Copper. Trench 2 yielded 18 meters grading 46.87 gpt Silver, 4.129% Zinc, .648% Lead, and 0.12% Copper. Trench 3 yielded 6 meters grading 63.00 gpt Silver, 6.50% Zinc, .67% Lead, and 0.11% Copper. See full table of results bellow for more detailed information.

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 4th day of November, 2009 in Vancouver, BC Canada

PACIFIC BAY MINERALS LTD.

“Leanora Brett”

Leanora Brett,
Corporate Secretary, CFO

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Pacific Bay Trenches New Sulphide Zone at Haskins-Reed

For Immediate Release. Vancouver, British Columbia, November 16th, 2009 - David H. Brett, President and CEO, Pacific Bay Minerals Ltd. (TSX Venture: PBM, the “Company”) reports that the Company has received favourable assay results from trench samples taken from a new sulphide zone, the “L303”, on one of its recently acquired crown grants that are now part of the Haskins-Reed polymetalic prospect near Cassiar in Northern British Columbia.

Three excavated trenches exposed a heavily oxidized sulphide zone over 40 meters strike length.
Trench 1 yielded 18 meters grading 72.77 grams per ton Silver, 4% Zinc, 1.08% Lead, and 0.188% Copper. Trench 2 yielded 18 meters grading 46.87 gpt Silver, 4.129% Zinc, .648% Lead, and 0.12% Copper. Trench 3 yielded 6 meters grading 63.00 gpt Silver, 6.50% Zinc, .67% Lead, and 0.11% Copper. See full table of results bellow for more detailed information.

“L303” Trenching results:

	From (m)	To (m)	Width (m)	Zn %	Pb %	Cu %	Ag g/t
TRENCH # 1	5.0	23.0	18.0	**4.001**	**1.082**	**0.188**	**72.767**
TRENCH # 2	7.0	25.0	18.0	**4.129**	**0.648**	**0.120**	**46.872**
TRENCH # 3	6.0	12.0	6.0	**6.500**	**0.670**	**0.110**	**63.000**

The new sulphide zone is located within a 4-5KM trend of contact related mineralization historically named the “C Zone, ” the “B-Zone” (drilled and tunnelled extensively and the subject of historical resource estimates), and the 2008 discovered “MEE Zone”, an extensive airborne magnetic anomaly.

The 2009 exploration program along this trend included soil sampling, prospecting and back-hoe trenching of the MEE zone and the new “L303 Zone”.

Trenching of the MEE area exposed 75 meters of moderately sulphide rich mineralization, 1- 4 meters in width. Assays of up to 5.16% zinc were obtained over 1.6 meters. Only a small section of the anomalous area was trenched, and further trenching is planned for 2010 along strike where soil sampling has confirmed the anomalous polymetalic trend over 75.0 meters.

A few kilometres away from this sulphide trend is the Mount Reed Zone, where intrusive hosted molybdenum in drill core is abundant. The Company awaits assays on the recently submitted historic core samples.

“These strong assays are particularly encouraging in light of evidence that the mineralization is related to a buried intrusive nearby,” said Pacific Bay CEO David Brett.

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

Pacific Bay Minerals Ltd.
David H. Brett, MBA
President & CEO