BC FORM 51-102F3

MATERIAL CHANGE REPORT

REPORTING ISSUER
Pacific Bay Minerals Ltd.
733 – 510 W. Hastings Street
Vancouver, BC V6B 1L8

DATE OF MATERIAL CHANGE
November 17, 2015

Press Release
A press release announcing the following material change was released on November 17, 2015 in Vancouver, BC through the facilities of Newsfile and Stockwatch pursuant to 85(1) of the BC Securities Act.

Summary of Material Change
The Issuer reports that it's joint venture partner Dease Lake Jade Mine Ltd. ("DLJ") produced 56.7 tonnes of marketable nephrite jade during the 2015 mining season from its Wolverine placer property north east of Dease Lake in British Columbia. Under the terms of the joint venture, Pacific Bay owns 50% of the produced jade.

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 17th day of November, 2015 in Vancouver, BC Canada

PACIFIC BAY MINERALS LTD.

"David Brett"

David Brett,
President & CEO

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Pacific Bay Joint Venture Produces 56.7 Tonnes of Jade
Jade Marketing Agreement Signed with Beijing Company

For Immediate Release. Vancouver, British Columbia, November 17, 2015. David H. Brett, President and CEO, Pacific Bay Minerals Ltd. (TSX Venture: PBM, "Pacific Bay" or the "Company") reports that the Company's joint venture partner Dease Lake Jade Mine Ltd. ("DLJ") produced 56.7 tonnes of marketable nephrite jade during the 2015 mining season from its Wolverine placer property north east of Dease Lake in British Columbia. Under the terms of the joint venture, Pacific Bay owns 50% of the produced jade.

The produced material consists of jade rocks, or "boulders," ranging in size from 0.18 to 10.3 tonnes. Marketing of the jade, which has been shipped from the property to DLJ's Lower Mainland facility, is now underway,

To expedite marketing of the jade and with the aim of maximizing revenues, both DLJ and Pacific Bay have signed a marketing agreement with Beijing Xin Yuan Yu Cheng Trading Company of Beijing ("Xin Yaun Yu Cheng"), China. Under the marketing agreement, Pacific Bay and DLJ have consigned 35.6 tonnes of the 2015 jade production to Xin Yaun Yu Cheng to be sold directly to buyers in China. Xin Yaun Yu Cheng will pay all marketing, storage and other costs and be paid commissions ranging from 15% to 30%. DLJ is financing all transportation costs to ship the jade to China.

Xin Yaun Yu Cheng, a strategic partner of DLJ with significant facilities and infrastructure in Beijing, is exclusively focused on marketing British Columbia jade in China. Xin Yaun Yu Cheng also is set to open the firstever jade retail and wholesale outlet in China exclusively selling BC jade.

"Jade production by the joint venture this summer exceeded Pacific Bay's expectations," said Pacific Bay President & CEO David Brett. "The marketing agreement with Xin Yaun Yu Cheng is a great stride forward for Pacific Bay's vision to dramatically grow it's BC jade mining and marketing business."

DLJ participated in BC Premier Christy Clark's recent trade mission to China which included promotion of BC's jade resources. DLJ's current jade mining operations have been the subject of the Discovery Channel's popular reality TV program Jade Fever which is now in its second season of filming. Also, DLJ's CEO and Pacific Bay board member Alan Qiao was the subject of a documentary produced and aired by China's CCTV Channel 4 which told the story of Alan's search for jade in British Columbia.

Pacific Bay Minerals Ltd.
Per/

David H. Brett, MBA,
President & CEO