

**BC FORM 51-102F3  
Material Change Report**

**ITEM 1           REPORTING ISSUER**

Pacific Imperial Mines Inc. (the "Issuer")  
#1700-700 West Pender Street  
Vancouver, BC V6C 1G8

**ITEM 2           DATE OF MATERIAL CHANGE**

August 3, 2016

**ITEM 3           PRESS RELEASE**

The press release was released on August 3, 2016 through Marketwired and was subsequently filed on SEDAR.

**ITEM 4           SUMMARY OF MATERIAL CHANGE**

The Company announced re-pricing of its non-brokered private placement that was announced in the News Release on July 18, 2016. The offering now will consist of 18,000,000 at \$0.025 per share to raise gross proceeds of up to \$450,000.

**ITEM 5           FULL DESCRIPTION OF MATERIAL CHANGE**

See attached news release.

**ITEM 6           RELIANCE ON SECTION 7.1(2) or (3) OF THE NATIONAL INSTRUMENT 51-102**

Not Applicable

**ITEM 7           OMITTED INFORMATION**

No information has been omitted on the basis that it is confidential

**ITEM 8           SENIOR OFFICER**

Contact:           H. Leo King  
Telephone:         (604) 318-3331

**ITEM 9           STATEMENT OF SENIOR OFFICER**

The foregoing accurately discloses the material change referred to herein.

          s/ "Leo King"            
H. Leo King  
President

Dated in Vancouver, B.C., August 4, 2016



## **PACIFIC IMPERIAL MINES INC.**

1700-700 West Pender Street, Vancouver, BC, V6C 1G8 Canada

Telephone: (604) 669.6332; Facsimile: (604) 681.5910

[www.pacificimperialmines.com](http://www.pacificimperialmines.com)

**TSXV: PPM**

### **PACIFIC IMPERIAL MINES INC. ANNOUNCES RE-PRICING OF PRIVATE PLACEMENT**

Vancouver, August 3, 2016 - Pacific Imperial Mines Inc. ("**PPM**") wishes to announce that due to market conditions the non-brokered private placement announced in the News Release on July 18, 2016, is being re-priced. The offering will now consist of 18,000,000 at \$0.025 per share to raise gross proceeds of up to \$450,000. The common shares issued pursuant to the Offering will be subject to a four-month hold period. Completion of the Offering is subject to acceptance by the TSX Venture Exchange. The Offering is not subject to any minimum aggregate subscription

Proceeds of the Offering will be used to maintain and preserve the Company's existing operations, activities and assets and for working capital purposes.

#### **ON BEHALF OF THE BOARD**

*H. Leo King (signed)*

---

H. Leo King, President

For further information please contact Roman Shklanka, Chairman, at 604-649-6195,  
or H. Leo King, President, at 604-318-3331  
Email: [investor@pacificimperialmines.com](mailto:investor@pacificimperialmines.com)

Neither the TSX Venture Exchange nor its Regulation Service Provider (as the term is defined in the policies of the TSX Venture Exchange) has reviewed or accepts responsibility for the adequacy or accuracy of the contents of this News Release.