

FORM 51-102F3
Material Change Report

Item 1: Name and Address of Company

PACIFIC CASCADE MINERALS INC.
665 Dougall Road
Gibson, BC V0N 1V8

Item 2: Date of Material Change

November 22, 2018

Item 3: News Release

November 22, 2018

Item 4: Summary of Material Change

Pacific Cascade Minerals Inc. (the "Company") announces that the British Columbia Securities Commission has partially revoked the cease trade order issued against the Company on February 5, 2016. The Company also announces an exempt non-brokered private placement of up to \$150,000 of unsecured convertible promissory notes convertible following re-activation of the Company to Units at \$0.05 per Unit.

Item 5: Full Description of Material Change

See attached news release.

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

N/A

Item 7: Omitted Information

None

Item 8: Executive Officer

Harold Forzley, President
Telephone: (604)783-4273

Item 9: Date of Report

November 22, 2018

PACIFIC CASCADE MINERALS INC.

665 Dougall Road
Gibsons B.C. V0N 1V8

PRESS RELEASE

November 22, 2018

TSX-V: PCV

Pacific Cascade Announces Partial Revocation Order and Private Placement

Pacific Cascade Minerals Inc. (the "**Company**") announces that the British Columbia Securities Commission ("**BCSC**") has partially revoked the cease trade order issued against the Company on February 5, 2016 (the "**CTO**") for failing to file certain outstanding continuous disclosure documents in a timely manner.

The Company applied for the partial revocation order (the "**Partial Revocation Order**") to complete an exempt non-brokered private placement (the "**Private Placement**") of up to \$150,000.00 principal amount of unsecured convertible promissory notes (the "**Notes**"). The Notes will bear interest at the rate of seven (7%) percent per annum, convertible at the option of the holder into securities of the Company following re-activation of the Company as a Tier 2 issuer on the TSXV. The term of the Notes will be one year. The principal amount of the Notes will be convertible following re-activation of the Company as a Tier 2 issuer to units (the "**Units**") of securities of the Company for the price of \$0.05 per Unit. Each Unit will consist of one common share of the Company and one share purchase warrant exercisable for \$0.10 for a period of two (2) years from the date of re-activation, for one additional common share of the Company.

The proceeds of the Private Placement will be used to prepare and file all outstanding continuous disclosure documents with the BCSC and Alberta Securities Commission and pay the associated fees, to pay certain receivables and for general working capital purposes. Once those filings have been completed, the Company expects to apply for a full revocation of the CTO.

Before completion of the Private Placement, each potential investor will receive a copy of the CTO and the Partial Revocation Order, and will be required to provide an acknowledgement to the Company that all of the Company's securities, including the Units, and any shares and/or warrants issued in connection with the Private Placement, will remain subject to the CTO until such order is fully revoked, and that the granting of the Partial Revocation Order by the BCSC does not guarantee the issuance of a full revocation order in the future. In addition, in accordance with applicable securities legislation, the Notes and any and all securities issued by the Company upon conversion in whole or in part of the Notes will be subject to a hold period of four months and a day from the closing date of the Private Placement.

It is expected some portion of the Private Placement will be subscribed for by directors and officers of the Company. The issuance of securities to a director or officer pursuant to the Private Placement is considered to be a "related party transaction" under Multilateral Instrument 61-101 ("**MI 61-101**"), but is exempt from the valuation and minority shareholder approval requirements of MI 61-101 as the Company is listed on the CSE and neither the fair market value of securities being issued to related parties nor the consideration being paid by related parties will exceed 25% of the Company's market capitalization.

On behalf of the Board of Directors

"Harold Forzley"

President / CEO

Pacific Cascade Minerals Inc.

For more information contact Harold Forzley, President
hardy@pacificcascade.ca

Neither TSX Venture Exchange nor its regulation services provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Forward Looking Statements

Certain of the statements made and information contained herein may contain forward- looking information within the meaning of applicable Canadian securities laws. Forward-looking information includes, but is not limited to, information concerning the Company's intentions with respect to the development of its mineral properties. Forward-looking information is based on the views, opinions, intentions and estimates of management at the date the information is made, and is based on a number of assumptions and subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated or projected in the forward-looking information (including the actions of other parties who have agreed to do certain things and the approval of certain regulatory bodies). Many of these assumptions are based on factors and events that are not within the control of the Company and there is no assurance they will prove to be correct. There can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. The Company undertakes no obligation to update forward-looking information if circumstances or management's estimates or opinions should change except as required by applicable securities laws, or to comment on analyses, expectations or statements made by third parties in respect of the Company, its financial or operating results or its securities. The reader is cautioned not to place undue reliance on forward-looking information.