

## NOTICE TO INVESTORS

PEM CORP. CA

***The content of this Corporate Presentation has not been approved by an authorised person within the meaning of the UK Financial Services and Markets Act 2000 ("FSMA"). Reliance on this Corporate Presentation for the purpose of engaging in any investment activity may expose an individual to a significant risk of losing all of the property or other assets invested.***

*A preliminary prospectus dated the date hereof (the "preliminary prospectus") containing important information relating to the securities described in this Corporate Presentation has been filed with the securities regulatory authorities in British Columbia, Alberta and Ontario. A copy of the preliminary prospectus, and any amendment, is required to be delivered with this Corporate Presentation.*

*The preliminary prospectus is still subject to completion. There will not be any sale or any acceptance of an offer to buy the securities until a receipt for the final prospectus has been issued.*

*This Corporate Presentation does not provide full disclosure of all material facts relating to the securities offered. Investors should read the preliminary prospectus, the final prospectus and any amendment for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.*

*The information contained in this Corporate Presentation does not purport to be all-inclusive or to contain all information that prospective investors may require. Prospective investors are encouraged to conduct their own analysis and review of Pacific Empire Minerals Corp. ("PEMC") and of the information contained in this Corporate Presentation. Without limitation, prospective investors should read the entire preliminary prospectus and final prospectus, and any amendments thereto, consider the advice of their financial, legal, accounting, tax and other professional advisors and such other factors they consider appropriate in investigating and analyzing PEMC. An investor should rely only on the information contained in the final prospectus relating to the Offering, which will include this Corporate Presentation, and is not entitled to rely on parts of the information contained in the final prospectus to the exclusion of others. None of PEMC or the Agent has authorized anyone to provide investors with additional or different information, and any such information should not be relied upon.*

*Certain capitalized terms and abbreviations not otherwise defined in this Corporate Presentation have the meaning assigned to them in the preliminary prospectus.*

*The securities offered under the preliminary prospectus have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities laws, and may not be offered or sold to, or for the account or benefit of, persons in the United States of America, its territories and possessions, any state of the United States or the District of Columbia (collectively, the "United States") or U.S. persons (as such term is defined in Regulation S under the U.S. Securities Act ("U.S. Persons")), unless exemptions from the registration requirements of the U.S. Securities Act and applicable state securities laws are available. Neither the preliminary prospectus nor this Corporate Presentation constitutes an offer to sell or a solicitation of an offer to buy any of the securities offered under the preliminary prospectus within the United States or to, or for the account or benefit of, U.S. Persons.*

### **Notice to UK investors**

*In the United Kingdom, this Corporate Presentation has not been approved by an authorised person pursuant to Section 21 of FSMA. It is exempt under Article 48 of the Financial Promotion Order (SI 2005/1529) from the general restriction on the communication of invitations or inducements to engage in investment activity on the ground that it is made to certified high net worth individuals, being individuals who have signed, within the period of twelve months ending with the date of this Corporate Presentation, a statement complying with Part I of Schedule 5 of FSMA. Any individual who is in any doubt about the investment to which this Corporate Presentation relates should consult an authorised person specialising in advising on investments of the kind in question. Further, this Corporate Presentation is being distributed only to, and is directed only at, investors (i) who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Promotion Order, (ii) who are high net-worth entities falling within the meaning of Article 49 (a) to (d) of the Financial Promotion Order, or (iii) persons to whom it may otherwise lawfully be communicated (all such persons together being referred to as "relevant persons"). This Corporate Presentation must not be acted on or relied on in the United Kingdom by persons who are not relevant persons and any investment or investment activity to which this Corporate Presentation relates is available only to relevant persons in the United Kingdom or to such other persons or in circumstances which do not otherwise breach sections 21 of FSMA.*

August 25, 2017



PACIFIC EMPIRE  
MINERALS CORP.

A PROSPECT GENERATOR IN BRITISH COLUMBIA

C O R P O R A T E   P R E S E N T A T I O N

AUGUST 25, 2017

*Certain statements contained in this Corporate Presentation constitute forward-looking statements. The use of any of the words "anticipate", "continue", "estimate", "expect", "may", "will", "project", "should", "believe" and similar expressions are intended to identify forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. PEMC believes the expectations reflected in those forward-looking statements are reasonable but no assurance can be given that these expectations will prove to be correct and such forward-looking statements should not be unduly relied upon. These statements are current only as of the date of this Corporate Presentation. PEMC does not have any policies or procedures in place concerning the updating of forward-looking information other than those required under applicable securities laws.*

*In particular, this Corporate Presentation contains forward-looking statements pertaining, without limitation, to the planned exploration activities on PEMC's properties and the anticipated costs and results thereof, the terms of the Offering and timing thereof, the use of proceeds from the Offering, PEMC's anticipated capital structure and working capital after giving effect to the Offering, the ability of PEMC to reach partnership agreements on favourable terms, and to identify projects and targets and to discover resources, anticipated tax incentives and effects of other governmental regimes. Any financial outlook provided in this Corporate Presentation has been provided for the purpose of providing information relating to management's current expectations and plans for the future, is based on a number of significant assumptions and may not be appropriate, and should not be used, for purposes other than those for which such forward-looking statements are disclosed herein.*

*Assumptions underlying the forward looking statements include, without limitation, those set forth in the Wildcat Report (see "Mineral Projects – Wildcat Project" in the preliminary prospectus) with respect to the expected nature and cost of the exploration program on the Wildcat Property, assumptions based on management's experience with other public companies in the junior mineral exploration sector and with raising funds in current market circumstances, assumptions regarding the projected costs of operating a junior mineral exploration company and the assumption of no material change in regulations, policies, or the application of the same by governmental authorities.*

*Actual results could differ materially from those anticipated in these forward-looking statements as a result of a variety of known and unknown risks, including, without limitation, the risk factors set forth below:*

- liabilities inherent in PEMC's operations;*
- uncertainties associated with mineral exploration;*
- weather and working conditions;*
- negative changes in First Nations relations;*
- competition for, among other things, capital, acquisitions, equipment and skilled personnel; and*
- fluctuations in metal prices and stock market volatility.*

*This foregoing list of factors should not be construed as exhaustive. For additional information, including with respect to the assumptions, expectations and risks applicable to forward-looking statements, see "Caution Regarding Forward-Looking Statements" and "Risk Factors" in the preliminary prospectus. **An investment in the Units is speculative and is subject to a number of risks that should be considered by a prospective purchaser. Prospective purchasers of Units should carefully consider the information set forth under the heading "Risk Factors" and the other information included in the preliminary prospectus and final prospectus before deciding to invest in Units.***

*Regarding exploration targets, readers are cautioned that statements pertaining to quantity and grade are conceptual in nature, there has been insufficient exploration to define a mineral resource and it is uncertain if further exploration will result in the target being delineated as a mineral resource.*

*Information of a scientific or technical nature in respect of PEMC's Wildcat Property in this Corporate Presentation is derived from portions of the independent NI 43-101 technical report dated June 12, 2017 entitled "43-101 Technical Report on the Wildcat Property" prepared by Kristian Whitehead, B.Sc., P.Geo.*

*Rory Ritchie, P.Geo., PEMC's Vice President of Exploration, who is a qualified person within the meaning of NI 43-101, has approved of the scientific and technical information contained in this Corporate Presentation.*

Executive Directors and Senior Management

**Brad Peters**  
**Rory Ritchie P.Geo.**  
**Doug Reed CPA, CA**  
**Kim Casswell**

**President, CEO & Director**  
**Vice President – Exploration & Director**  
**Chief Financial Officer**  
**Corporate Secretary**

Non-Executive Directors

**Larry Donaldson CPA, CA**  
**Keith Henderson**

**Director & Chair of the Audit Committee**  
**Director**

Advisory Board

**Dr. Neil Adshead**  
**Dr. Paul Johnston**

**Strategic Advisor, Ph.D. Geological Sciences**  
**Geological Advisor, Ph.D. Geological Sciences**

<b>Shares Outstanding</b>	<b>19,793,850</b>
Options	1,655,000
Warrants	NIL
Fully Diluted	21,448,850
Working Capital	~ CAD \$274,000*

\* Current as of July 31, 2017

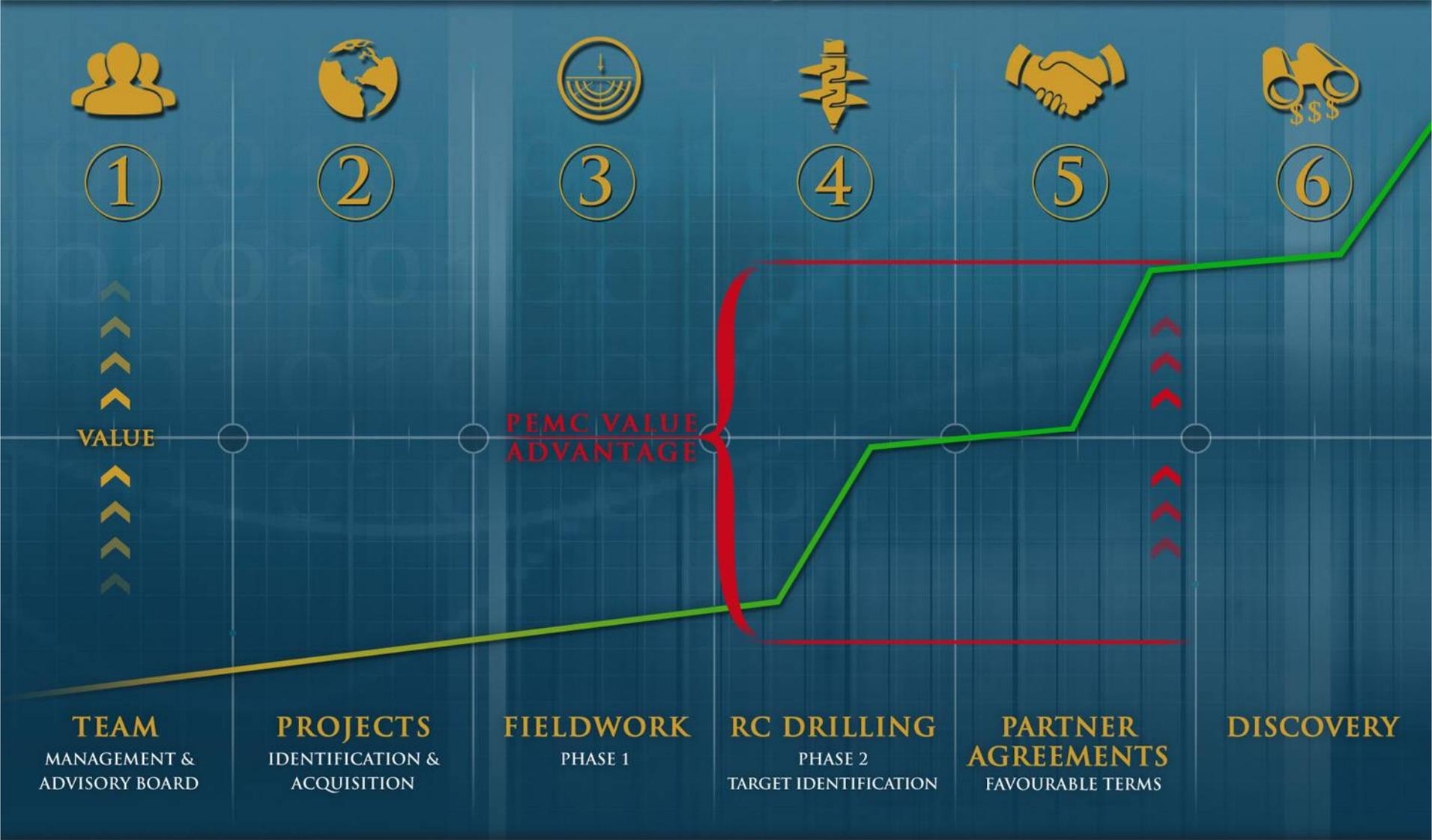
### The Offering

- Assuming completion of the maximum Offering of 10,000,000 units at \$0.20/unit.
- Each unit consists of one common share and one-half share purchase warrant.
- Each warrant entitles holder to purchase one share at \$0.30 for two years.

Shares Outstanding	29,793,850
Options	1,655,000
Warrants	5,000,000
Fully Diluted	36,448,850
Working Capital	~ CAD \$1,900,000

*(1) Does not include 7% Agent Compensation Units comprised of up to 700,000 shares and 350,000 warrants, assuming completion of the maximum Offering, which Agent Compensation Units may be subscribed for at a price of \$0.20 per unit by the Agent for a period of 24 months following the closing of the Offering.*

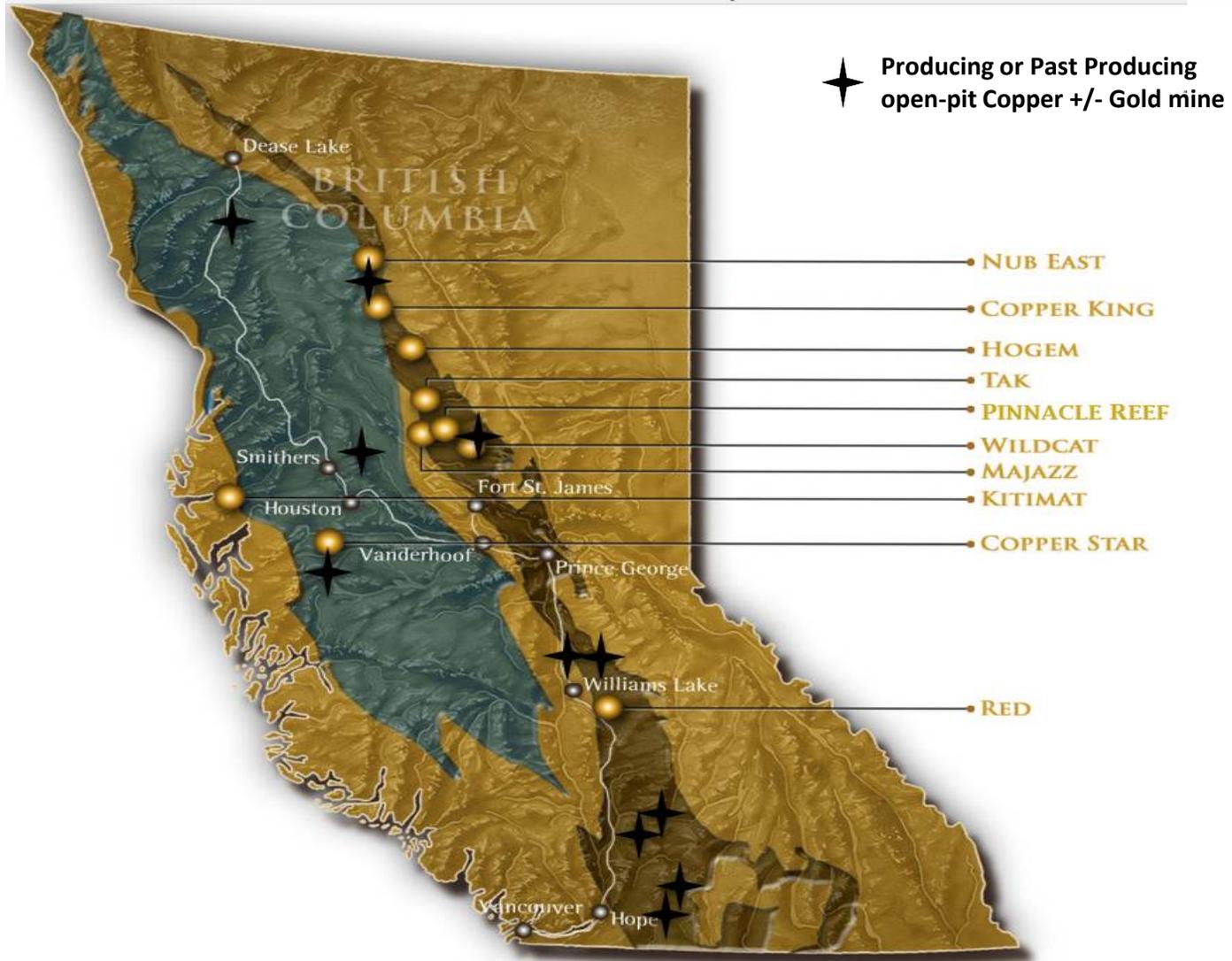
- **IPO intended for 2017**
  - Wildcat Property – Initial Listing Property
- **PEMC to advance portfolio with low-cost RC drilling during 2017 & 2018**
  - Rapidly test targets within PEMC portfolio
  - Projects to be drill tested during 2017 & 2018
- **2017 news flow**
  - Consistent news flow announcing drill results and upcoming drill programs is intended throughout 2017 & 2018
- **Deal flow**
  - Identify highest ranking prospects for partnerships
  - RC drilling expected to add significant value to projects with favourable results
- **Partner-funded exploration**
  - 2017 & 2018 RC drilling is intended to identify projects suitable for partner funded exploration and advancement



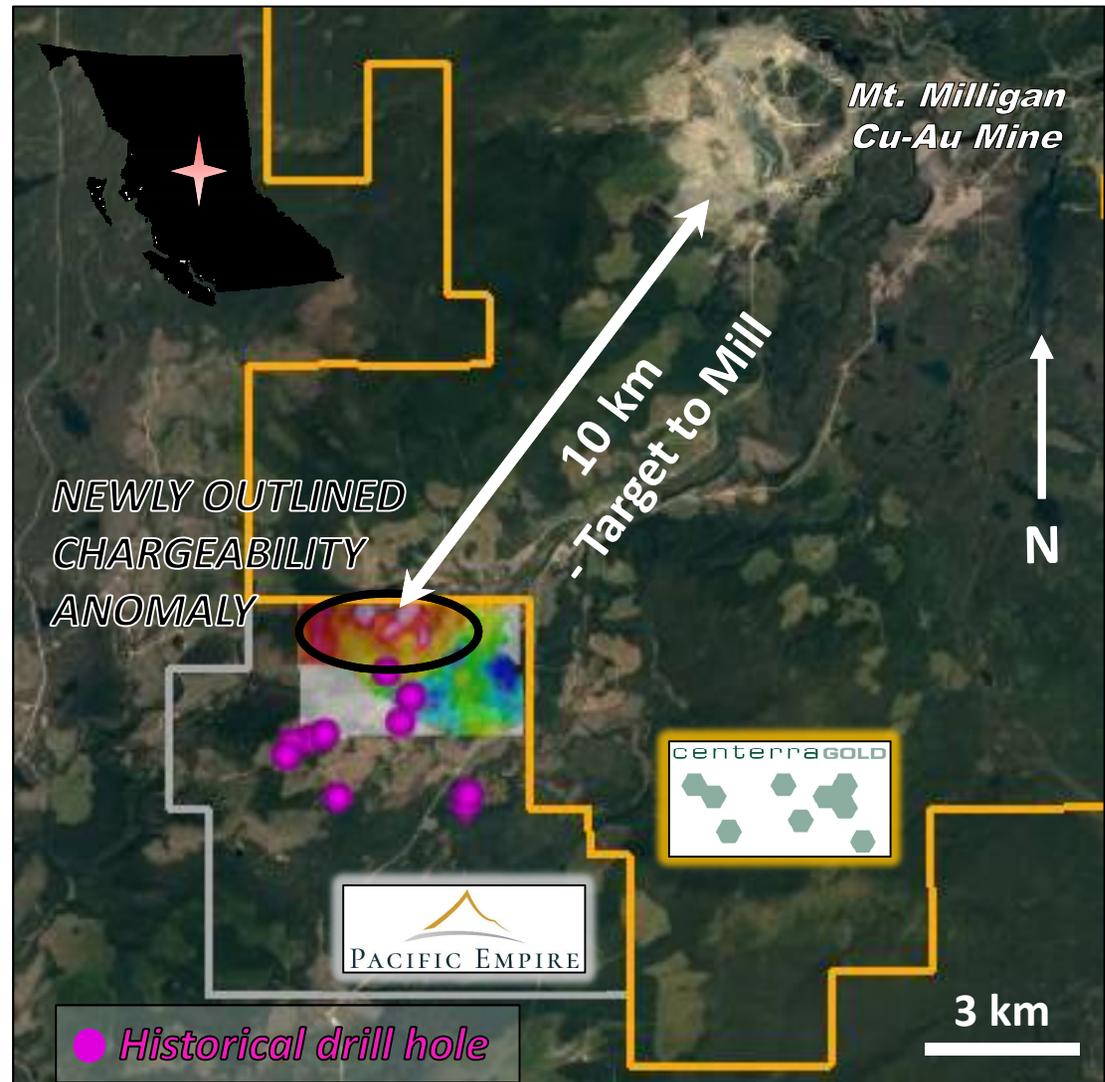
- The “prospect generator” business model minimizes shareholder dilution, mitigates risk and increases exposure to discovery by advancing multiple projects simultaneously
- PEMC MANDATE
  - Advance portfolio and secure partnerships
- Advantages of RC drilling compared to diamond drilling
  - Rapid and cost effective
  - Accurate and reliable results
  - Low environmental impact
  - Water-use permitting not required
  - XRF analyzer provides real-time data analysis and laboratory costs are dramatically reduced

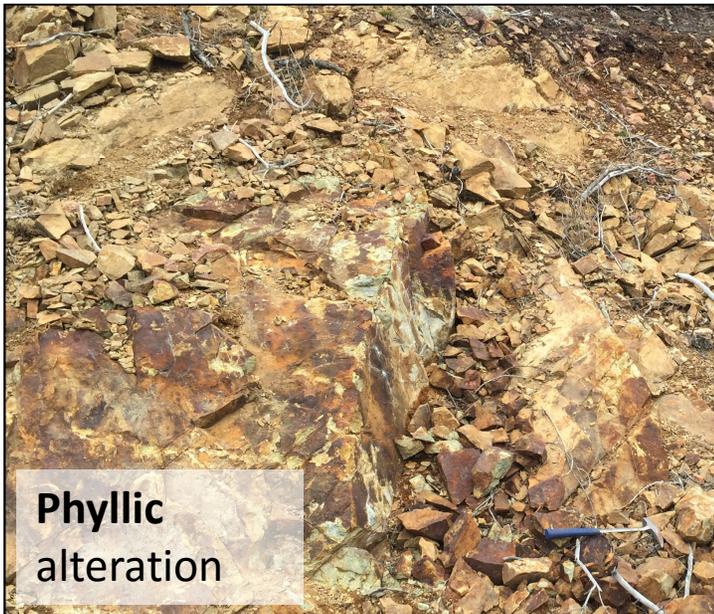


- **Attractive tax incentives**  
20% tax credit on expenses incurred, rising to 30% in mountain pine beetle-affected areas
- **Low geopolitical risk**  
Stable jurisdiction with excellent infrastructure and established permitting regime
- **Ease of export**  
Multiple shipping ports with railway and road networks
- **Advanced geoscience**  
High-quality ongoing geoscientific research and robust digital geoscience datasets (e.g. Geoscience BC)
- **Hydroelectric Power**  
Electricity rates are among the lowest in North America. Recent improvements to capacity include the Northwest Transmission Line (Red Chris Mine)
- **Favourable geology**  
Potential for low concentrations of deleterious elements make B.C. copper concentrates among the “cleanest” in the world



- 5,826 hectares within the Quesnel Terrane
- PEMC has option to earn 100% interest in Wildcat Property
- Adjacent to Mt. Milligan Mine Property (Centerra Gold Inc.)
- Road accessible
- 2017 exploration completed by PEMC
  - 2017 IP surveys outlined IP chargeability anomaly suitable for RC drill testing
- Initial Listing Property



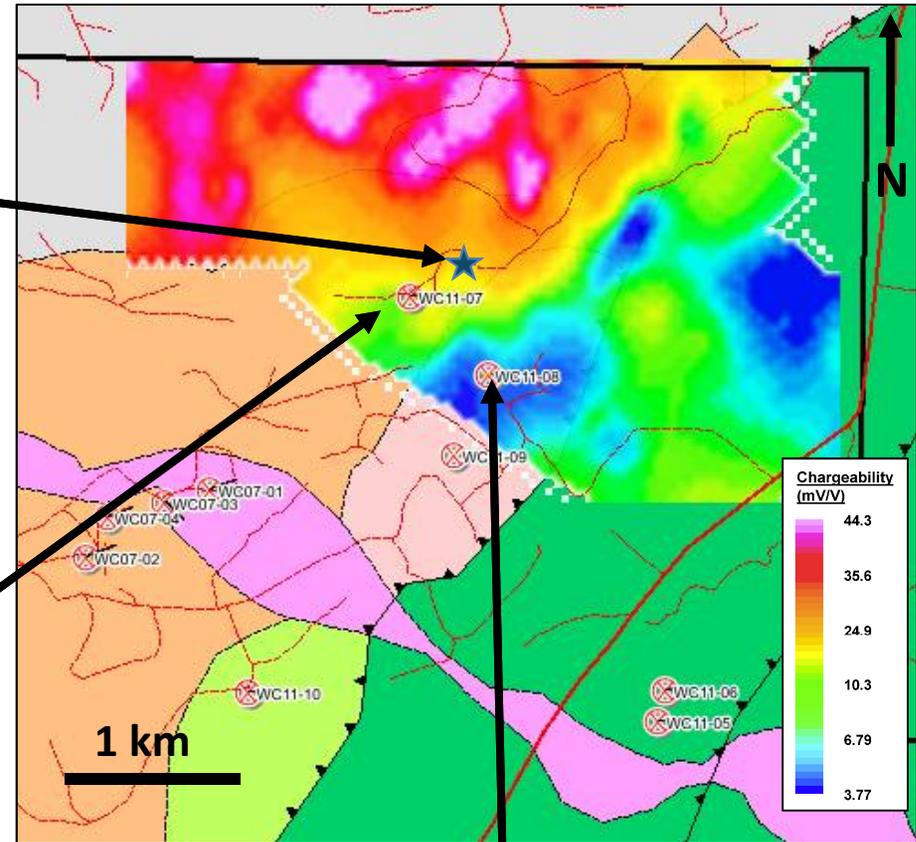


Phyllic alteration



Cayden Resources 2011 drilling

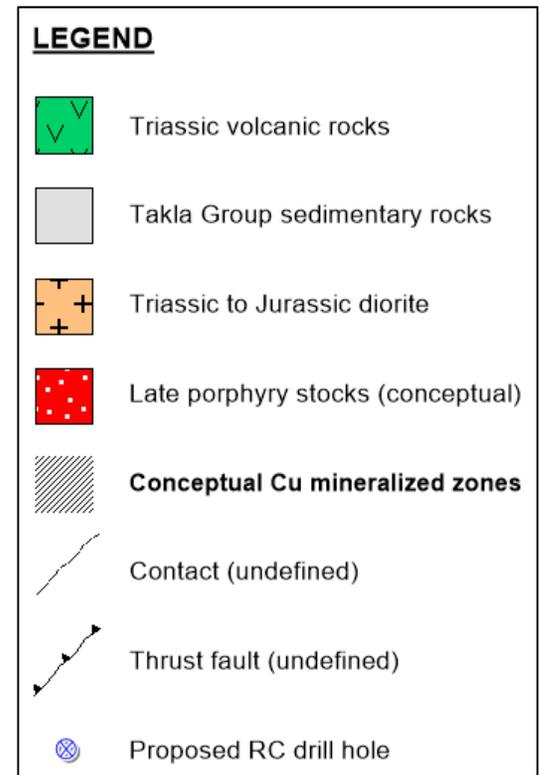
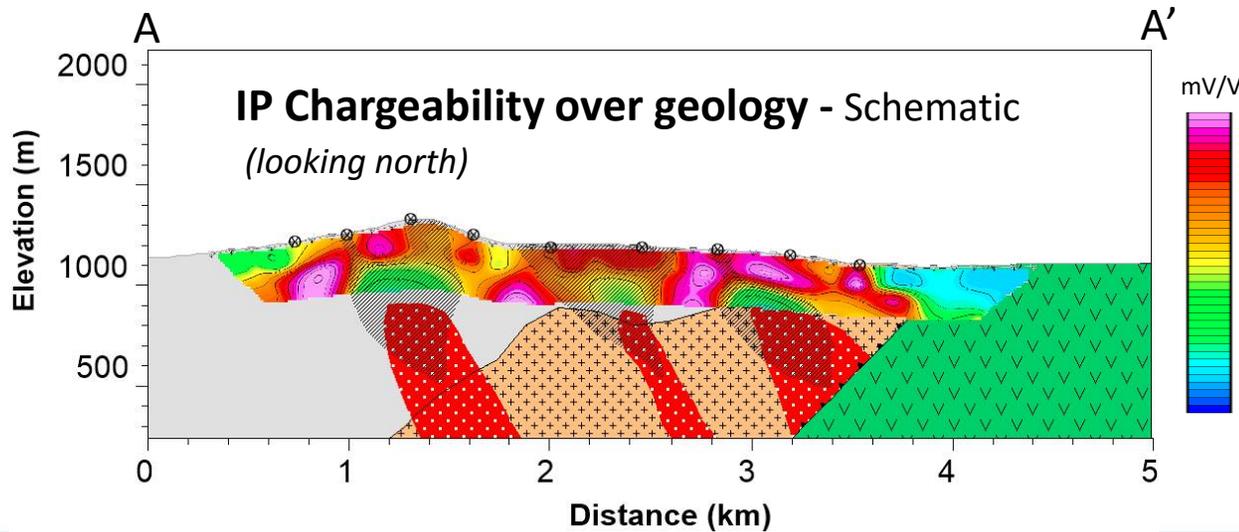
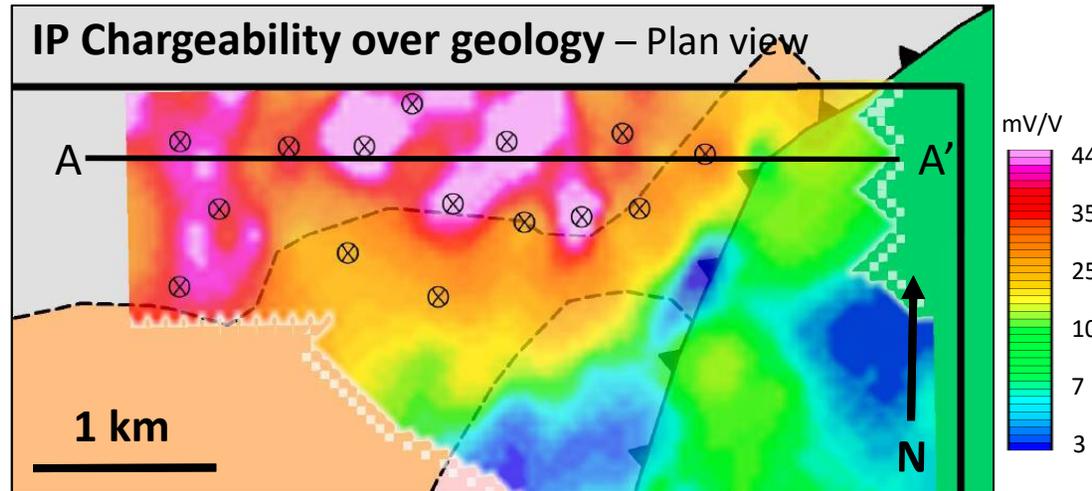
Propylitic alteration with chalcopyrite-pyrite



0.21% Cu & 0.06 ppm Au over 10.7 m – Hosted in **propylitic** alteration (from Cayden Resources Inc. 2011 drill program, hole WC11-08 from 170.95 m to 181.6 m)\*

\* The potential quantity and grade is conceptual in nature and there has been insufficient exploration to define a mineral resource and it is uncertain if further exploration will result in the target being delineated as a mineral resource.

## 2017 Proposed RC drilling - 100 m holes



- **Pinnacle Reef Property**
  - Currently under option to ML Gold Corp.
  - 6,684 hectares
  - 105 km north-northwest of Fort St. James
- **Red Property**
  - 50/50 Joint Venture with EnGold Mines Ltd.
  - 1,747 hectares
  - Exploration target identified
- **Kitimat Property**
  - 100% PEMC owned
  - 13 km from deep-water port
  - 38 historical diamond drill holes
- **Copper Star Property**
  - 50/50 ownership with Divitiae Resources Ltd.
  - 2,136 hectares
  - Historical diamond drilling
- **Copper King Property**
  - 100% PEMC owned
  - 4,178 hectares
  - Exploration target identified
- **Hogem Property**
  - 50/50 Joint Venture with Divitiae Resources Ltd.
  - 2,390 hectares
  - Exploration target identified
- **Nub East Property**
  - 100% PEMC owned
  - 1,258 hectares
- **Tak Property**
  - 100% PEMC owned
  - Anomalous gold and copper in soils
- **Majazz Property**
  - 50% ownership
  - Copper-molybdenum soil anomaly

### Corporate Office

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