

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name & Address of Company

Pacific Empire Minerals Corp. (the "Company")

Suite 501 - 543 Granville Street
Vancouver, British Columbia,
V6C 1X8

Item 2. Date of Material Change

November 6, 2020

Item 3. News Release

On November 6, 2020, a press release in respect of the material change was issued through the facilities of Newsfile Corp. via Canadian Timely Disclosure and a copy was filed on SEDAR.

Item 4. Summary of Material Change

The Company announced the resignation of Mr. Rory Ritchie as Vice President of Exploration and Director, effective immediately.

Item 5. Full Description of Material Change

Item 5.1 Full Description of Material Change

The Company announced the resignation of Mr. Rory Ritchie as Vice President of Exploration and Director, effective immediately.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

The following executive officer of the Company is knowledgeable about the material change and this report:

Kim Casswell, Corporate Secretary
Phone: 604-669-0660
Email: KCasswell@seabordservices.com

Item 9. Date of Report

November 9, 2020