

**MATERIAL CHANGE REPORT
51-102F3**

Item 1 Name and Address of Company

Pacific Empire Minerals Corp. (the “**Company**” or “**PEMC**”)
Suite 804, 525 Seymour Street
Vancouver, British Columbia
V6B 3H6

Item 2 Date of Material Change

January 21, 2026

Item 3 News Release

A news release reporting the material change was disseminated on January 21, 2026 the Company via the newswire services of TMX Newswire, a copy of which was subsequently filed under the Company’s profile on SEDAR+ at www.sedarplus.ca.

Item 4 Summary of Material Change

The Company received final assay results for the full length of diamond drill hole DD25-TRI-001 from its 2025 fall diamond drilling program at the Trident copper-gold project in north-central British Columbia. Hole DD25-TRI-001 was drilled to a final depth of 503 metres, with casing set at 9 metres, resulting in 494 metres of sampled drill core. The balance of the assay results from DD25-TRI-001 confirm mineralization continues from 192.0 m to 249.0 m, combining with previously released results to form a composite of 0.93% CuEq over 240.0 m downhole

The Company commenced a process for a possible strategic investment, partnership or other collaboration transaction to support the Company's continued mineral systems-scale exploration at Trident and Pinnacle given these encouraging early results.

The Company engaged Hillside Consulting and Media Inc., a British Columbia-based marketing and investor relations firm that is independent of the Company, to assist with investor awareness and digital marketing services in support of the Company’s exploration activities.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached News Release dated January 21, 2026.

5.2 Disclosure for Restructuring Transactions

Not applicable

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

Not applicable

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Brad Peters, CEO
Phone: 604-356-6246

Item 9 Date of Report

January 26, 2026

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

*This material change report contains forward-looking statements and forward-looking information (collectively, "**forward-looking statements**") within the meaning of applicable securities legislation. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budgets", "scheduled", "estimates", "forecasts", "predicts", "projects", "intends", "targets", "aims", "anticipates" or "believes" or variations (including negative variations) of such words and phrases or may be identified by statements to the effect that certain actions "may", "could", "should", "would", "might" or "will" be taken, occur, or be achieved. Forward-looking statements include, but are not limited to, the statements of management regarding additional drilling being required to determine the scope and scale of mineralization at the Trident Project; the Company's process for a strategic investment; assays from the remaining holes being pending; Pacific Empire believing the 2025 drill program represents a critical opportunity in the Trident property's 50-year history of exploration and PEMC believing it is well positioned to advance Trident toward what could be a significant gold-enriched copper porphyry discovery. Forward-looking statements and information are based on forecasts of future results, estimates of amounts not yet determinable and assumptions that, while believed by management to be reasonable, are inherently subject to significant business, economic and competitive uncertainties, and contingencies. Forward-looking statements and information are subject to various known and unknown risks and uncertainties, many of which are beyond the ability of Metalla to control or predict, that may cause Metalla's actual results, performance or achievements to be materially different from those expressed or implied thereby, and are developed based on assumptions about such risks, uncertainties and other factors set out herein, including but not limited to: that the expectations regarding Mr. Cho's future contributions to the Company will not be realized; that the Placement will not be completed; that the stock exchanges will not approve the Placement; that the proceeds from the Placement will be used differently than announced; the absence of control over mining operations from which Metalla will purchase precious metals or from which it will receive stream or royalty payments and risks related to those mining operations, including risks related to international operations, government and environmental regulation, delays in mine construction and operations, actual results of mining and current exploration activities, conclusions of economic evaluations and changes in project parameters as plans are refined; problems related to the ability to market precious metals or other metals; industry conditions, including commodity price fluctuations, interest and exchange rate fluctuations; interpretation by government entities of tax laws or the implementation of new tax laws; regulatory, political or economic developments in any of the countries where properties in which Metalla holds a royalty, stream or other interest are located or through which they are held; risks related to the operators of the properties in which Metalla holds a royalty or stream or other interest, including changes in the ownership and control of such operators; risks related to global pandemics, including the current novel coronavirus (COVID-19) global health pandemic, and the spread of other viruses or pathogens; influence of macroeconomic developments; business opportunities that become available to, or are pursued by Metalla; reduced access to debt and equity capital; litigation; title, permit or license disputes related to interests on any of the properties in which Metalla holds a royalty, stream or other interest; the volatility of the stock market; competition; future sales or issuances of debt or equity securities; use of proceeds; dividend policy and future payment of dividends; liquidity; market for securities; enforcement of civil judgments; and risks relating to Metalla potentially being a passive foreign investment company within the meaning of U.S. federal tax laws; and the other risks and uncertainties disclosed under the heading "Risk Factors" in the Company's most recent annual information form, annual report on Form 40-F and other documents filed with or submitted to the Canadian securities regulatory authorities on the SEDAR+ website at www.sedarplus.ca and the U.S. Securities and Exchange Commission on the EDGAR website at*

www.sec.gov. Metalla undertakes no obligation to update forward-looking information except as required by applicable law. Such forward-looking information represents management's best judgment based on information currently available. No forward-looking statement can be guaranteed, and actual future results may vary materially. Accordingly, readers are advised not to place undue reliance on forward-looking statements.



Pacific Empire Reports Final Results from DD25-TRI-001, Confirming 240 Metres Grading 0.93% CuEq

January 21, 2026 – Vancouver, B.C., Canada – Pacific Empire Minerals Corp. (TSXV: PEMC) (“Pacific Empire”, “PEMC” or the “Company”), a copper-gold explorer based in British Columbia, is pleased to report final assay results for the full length of diamond drill hole DD25-TRI-001 from its 2025 fall diamond drilling program at the Trident copper-gold project in north-central British Columbia.

Highlights – Remainder of Hole DD25-TRI-001

- The balance of the assay results from DD25-TRI-001 confirm mineralization continues from 192.0 m to 249.0 m, combining with previously released results to form a composite of 0.93% CuEq over 240.0 m downhole
- Additional mineralized zones between 249.0 m and end of hole at 503.0 m, comprising three zones averaging 0.1-0.3% CuEq over 5-10 metres of core length

Hole DD25-TRI-001 was drilled to a final depth of 503 metres, with casing set at 9 metres, resulting in 494 metres of sampled drill core.

Context and Relationship to Previously Reported Results

The Company’s December 15, 2025 news release reported assay results from the upper portion of Hole DD25-TRI-001, including:

- **183.0 metres grading 1.13% CuEq** from 9.0 metres, including
- **71.5 metres grading 1.66% CuEq**

The full-length results reported herein show that this near-surface interval extends to 249.0 metres depth. The vertical extent and grade continuity in this so-called A Zone is consistent with a porphyry copper-gold system in British Columbia.

“These full-length results materially change how DD25-TRI-001 should be viewed,” said Brad Peters, President and CEO of Pacific Empire. *“What initially stood out was the strength of near-surface mineralization. What stands out now is the scale. Intersecting 240 metres approaching 1% CuEq is a very strong outcome for a first hole in a porphyry system. Equally important is the recognition of broad, altered fault zones at depth, which provides important information on the deeper structural architecture of the system.”*

Geological Interpretation & Structural Context

The mineralized upper 240.0 metres of hole DD25-TRI-001 is associated with potassic-altered, magnetite-bearing, hornblende- and feldspar-phyric porphyry that suggest the core of an alkaline copper-gold porphyry system. Copper mineralization occurs primarily as disseminated and fracture-controlled chalcopyrite ± pyrite, locally accompanied by bornite. Visible gold is not observed but likely occurs as microscope to submicroscopic particles associated with copper sulphides. Concentrations of lead, zinc, and arsenic are also relatively low, consistent with this hole intersecting the core of an alkalic porphyry system.

The lower portion of DD25-TRI-001 intersected multiple fault zones characterized by fault gouge, healed fault breccia, and localized hydrothermal alteration. These structures may have influenced the movement of mineralizing fluids; however, they may also represent post-mineral deformation that locally disrupted mineralized zones. At this stage of exploration, the relationship between faulting and copper-gold mineralization at depth remains uncertain, and additional drilling will be required to determine whether these structures acted primarily as fluid pathways, boundaries to mineralization, or late-stage offsets within the Trident system.

Drill intercepts reported herein are based on down-hole lengths. At this stage of exploration, the true thickness and orientation of the mineralized zones are not yet known. Additional drilling and geological modelling will be required to determine the true width of the reported mineralization.

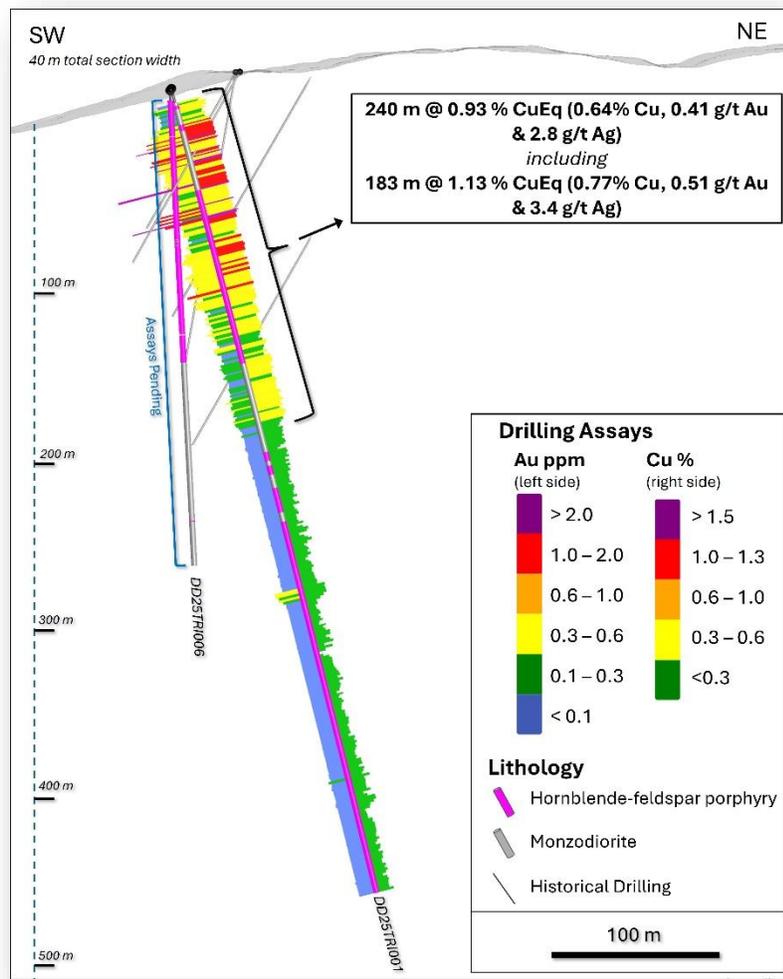


Figure 1 - Southwest-northeast cross section through the A Zone at the Trident copper-gold project, showing diamond drill holes DD25-TRI-001 and DD25-TRI-006 together with selected historical drill traces. Assay intervals from DD25-TRI-001 are displayed with copper grades (right side of hole trace) and gold grades (left side of hole trace), highlighting a broad zone of near-surface copper-gold mineralization. Lithological interpretation indicates mineralization hosted primarily within hornblende-feldspar porphyry and associated intrusive phases.

Table 1 - Downhole assay intervals for **DD25-TRI-001**, including newly reported results from 192 to 501 metres down hole, together with previously reported results from 9.0 to 192.0 metres.

Hole ID	From (m)	To (m)	Interval (m)	Copper (%)	Gold (g/t)	Silver (g/t)	CuEq %	Comments
DD25-TRI-001	9.0	249.0	240.0	0.64	0.41	2.8	0.93	Released 15 December 2025
<i>including</i>	9.0	192.0	183.0	0.77	0.51	3.4	1.13	
<i>and including</i>	192.0	249.0	57.0	0.23	0.10	1.1	0.29	
<i>and</i>	277.0	287.1	10.1	0.09	0.02	0.2	0.10	
<i>and</i>	309.5	320.0	10.5	0.17	0.22	1.1	0.34	
<i>and</i>	444.5	449.0	4.5	0.11	0.04	0.2	0.14	

CuEq Calculation

Copper equivalent (“CuEq”) values are calculated using the following metal prices: US\$5.00/lb copper, US\$3,000/oz gold, and US\$35.00/oz silver, with assumed metallurgical recoveries of 92% for copper, 88% for gold, and 85% for silver.

The CuEq calculation is intended to express the combined value of copper, gold, and silver mineralization within individual drill intervals on a consistent basis and is provided for illustrative purposes only. No metallurgical testing has been completed at this stage, and the Company cautions that actual recoveries may differ from the assumptions used.

Metal prices used in the CuEq calculation reflect an elevated commodity price environment, are representative of recent market conditions, and are intended solely for comparative purposes.

Corporate Update

The Company is also pleased to announce it has commenced a process for a possible strategic investment, partnership or other collaboration transaction to support the Company's continued mineral systems-scale exploration at Trident and Pinnacle given these encouraging early results. The Company cautions readers that any such transaction is subject to alignment on definitive documentation and there can be no assurance that a transaction will result from this process.

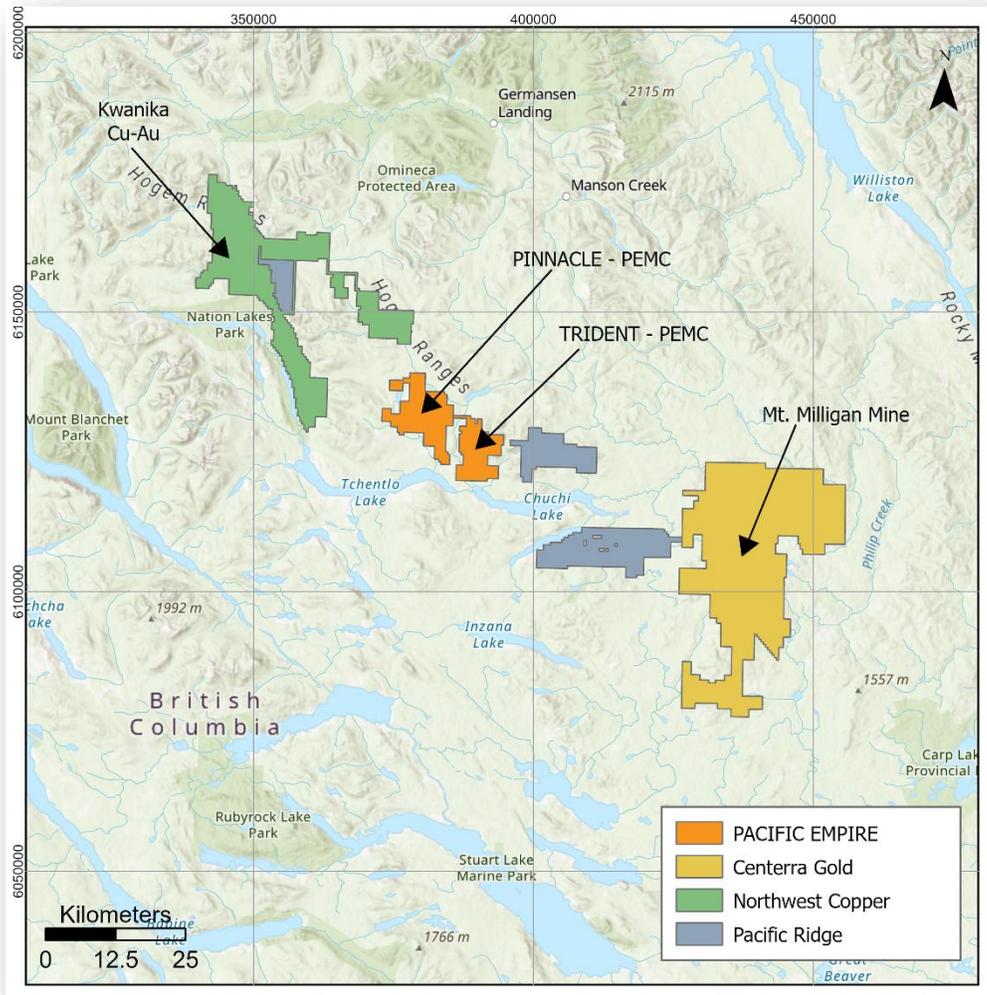


Figure 2 - Location map showing *Pacific Empire Minerals Corp.*'s *Trident* and *Pinnacle* copper-gold projects in north-central British Columbia, together with selected nearby exploration and mining projects, including the *Kwanika Cu-Au* project and the *Mt. Milligan* mine.

Table 2 - *Collar locations, orientations, and final depths* of diamond drill holes completed during the 2025 fall drilling program at the *Trident* Project. Coordinates are reported in NAD 83, UTM Zone 10N.

Hole	Length	UTM East	UTM North	Elevation	Azimuth	Dip	Core Size
DD25-TRI-001	503	388,454	6,123,477	1070	55	-75	NQ
DD25-TRI-002	501	388,724	6,123,706	1106	10	-70	NQ
DD25-TRI-003	501	388,720	6,123,706	1106	315	-60	NQ
DD25-TRI-004	453	388,657	6,124,385	1222	235	-65	NQ
DD25-TRI-005	357	388,455	6,123,474	1070	330	-65	NQ
DD25-TRI-006	288	388,455	6,123,474	1070	0	-86	NQ

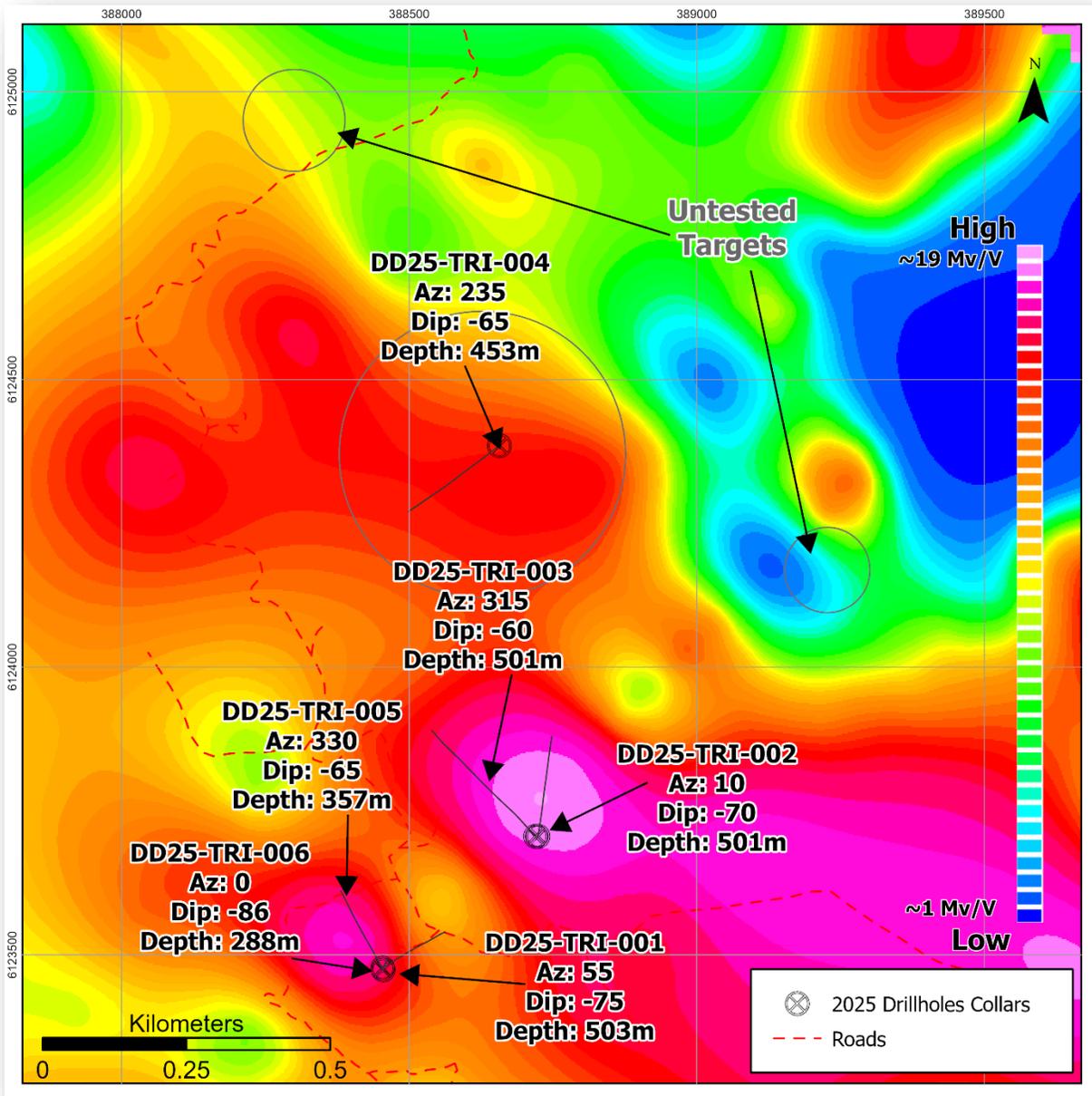


Figure 3 - Plan view of an IP chargeability slice at approximately 250 metres depth across the Trident copper-gold project, showing the distribution of chargeability responses together with the locations, orientations, and planned depths of 2025 diamond drill holes. Drill holes DD25-TRI-002 and DD25-TRI-003 were designed to test a chargeability high at depth identified beneath shallow cover. Also shown are additional 2025 drill hole locations and several untested chargeability features interpreted to represent prospective targets for future drilling.

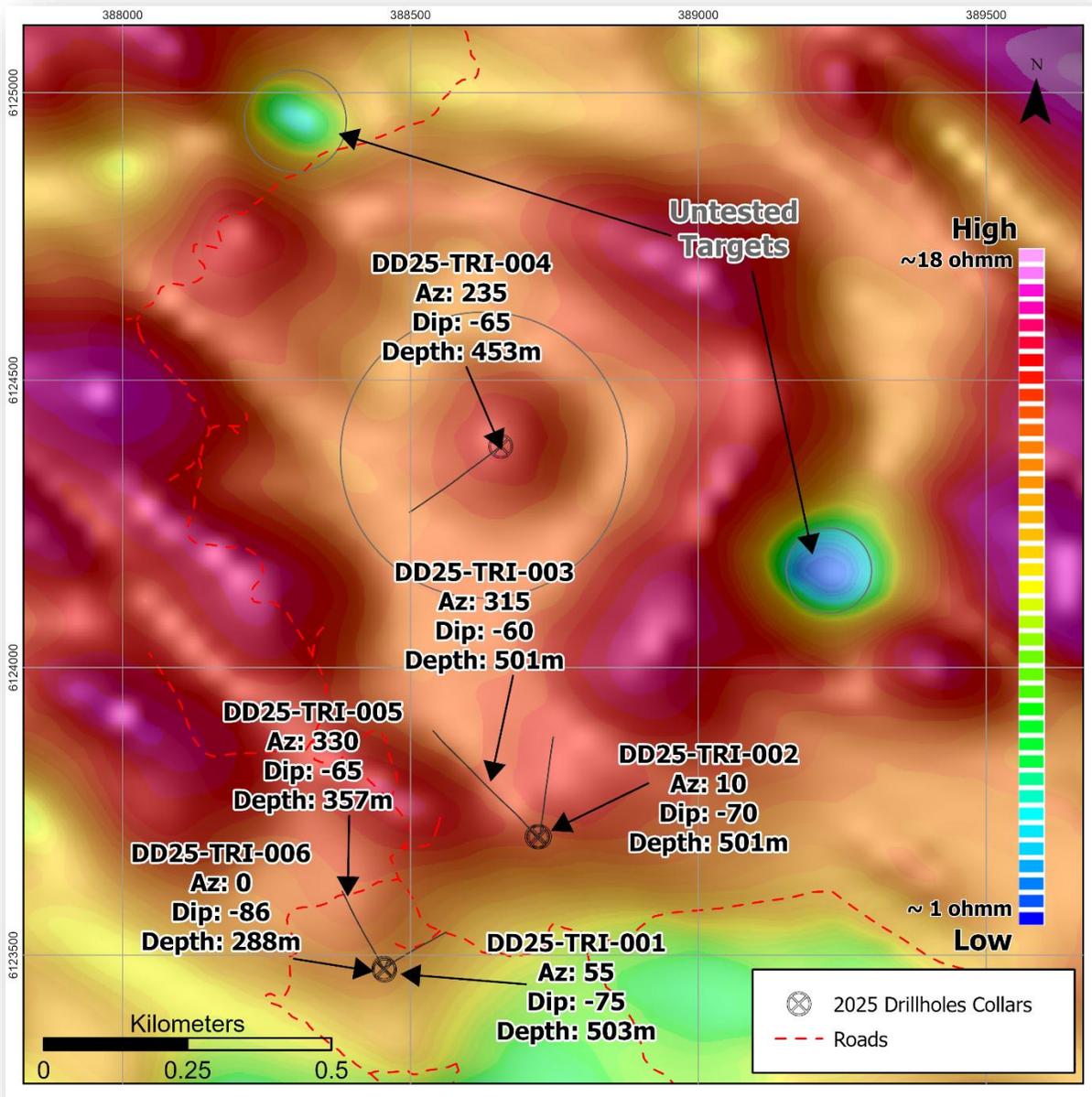


Figure 4 - Plan-view resistivity image from the 2007 Fugro airborne Mag-EM survey, shown as a 56,000 Hz apparent resistivity slice and displayed in NAD 83 UTM Zone 10 coordinates. Warmer colours (pinks to reds) represent areas of higher resistivity, while cooler colours (greens to blues) indicate lower resistivity. The locations of 2025 diamond drill holes are overlain for reference, illustrating the spatial relationship between resistivity patterns and the chargeability responses shown in the preceding figure.

Ongoing Work

Assays from the remaining holes are pending and will be released once received and reviewed. Results to date are being used to refine geological and geophysical vectors for follow-up drilling. Geological interpretation, 3D modelling, and integration of MobileMT data with drilling results are currently underway.

Strategic Importance

The Trident drill program comes at a time when global copper demand is accelerating due to electrification, grid expansion, and electric vehicle adoption. At the same time, new large-scale copper discoveries have become increasingly rare, underscoring the importance of exploring in proven, mining-friendly jurisdictions such as British Columbia. With gold also consistently present as a by-product credit in the system, Trident has the potential to deliver the combination of size, grade, and precious metals that makes porphyry copper-gold deposits particularly attractive.

Pacific Empire believes the 2025 drill program represents a critical opportunity in the Trident property's 50-year history of exploration. The combination of historical mineralization at the A Zone, overlapping geophysical and geochemical anomalies at the porphyry target, and newly permitted access to never-before-drilled breccia targets creates a unique discovery opportunity. With the 2025 fall drill program now complete and additional assays pending, PEMC is well positioned to advance Trident toward what could be a significant gold-enriched copper porphyry discovery.

Quality Assurance and Quality Control

Quality assurance and quality control (QA/QC) procedures included the insertion of certified reference materials, blanks, and preparation duplicates into the sample stream. QA/QC samples were submitted as blind samples to the laboratory. The results indicate acceptable analytical accuracy and precision, with no evidence of significant contamination.

Diamond drill core was recovered using NQ-sized core. Core was logged for lithology, alteration, mineralization, and structure prior to sampling. Samples were collected on nominal 1.5-metre intervals, adjusted as required to respect geological boundaries. All samples consisted of half-core, with the remaining half retained for reference and potential future analysis.

Analytical Procedures

Sample preparation and analysis were conducted by ALS Canada Ltd. at its sample preparation facility in North Vancouver, British Columbia, with analyses performed at ALS laboratories in Vancouver, British Columbia, and Lima, Peru. ALS laboratories are independent of the Company and are ISO/IEC 17025 accredited for the analytical methods employed.

Core samples were prepared using ALS method PREP-31A, which includes crushing and pulverizing to produce a representative pulp. Gold analyses were completed by fire assay with ICP-AES finish (Au-ICP21). Multi-element analyses, including copper and silver, were performed using four-acid digestion with ICP-MS (ME-MS61). High-grade copper samples were re-analyzed using ore-grade four-acid digestion with ICP-AES (Cu-OG62), and over-limit multi-element values were determined using ME-OG62. Sample sizes were consistent with ALS standard preparation protocols.

Marketing Engagement

The Company has engaged Hillside Consulting and Media Inc., a British Columbia-based marketing and investor relations firm headquartered at 474 Main Street, Penticton, British Columbia that is independent of the Company, to assist with investor awareness and digital marketing services in support of the Company's exploration activities for the period beginning on the date hereof and ending on February 4, 2026. The engagement is for a total fee of CAD \$50,000, plus applicable taxes. Hillside will provide marketing and communications services designed to enhance the Company's visibility with the investment community. Hillside Consulting and Media Inc. does not have any direct or indirect interest in the Company or its securities.

Other Matters

The latest *President's Newsletter* is now available at www.pemcorp.ca.

About Trident

The Trident property is an early exploration stage property hosting an alkalic porphyry copper-gold-silver prospect with district-scale potential that is accessible by vehicle. The property is located approximately 50 km southeast of the Kwanika deposit owned by NorthWest Copper Corp. and 50 km to the northwest of Centerra Gold's Mt. Milligan Mine. The property covers 6,618 hectares endowed with well-established logging roads providing efficient access to support ongoing exploration programs.

In 2022, Pacific Empire acquired a 100% interest in the property in exchange for granting the vendors a 2% net smelter return royalty ("NSR"). One-half (1%) of the 2% NSR which may be purchased for \$500,000 by Pacific Empire.

About Pinnacle

The Pinnacle project is located 60 km west of Centerra Gold's Mt. Milligan Copper-Gold Mine and 30 km southeast of NorthWest Copper's Kwanika Copper-Gold Deposit in a proven copper-gold porphyry district. Access to the Pinnacle is by road including a new and expanding network of logging roads and trails throughout the main target areas. This improved access is a significant development and is anticipated to contribute to cost effective drill support and provides additional bedrock exposure.

Qualified Person's Statement

Ron Voordouw, P.Geo., Ph.D., is a Qualified Person as defined by National Instrument 43-101. Dr. Voordouw is independent of Pacific Empire Minerals Corp. as defined in NI 43-101 and has reviewed and approved the scientific and technical information contained in this news release.

About Pacific Empire

Pacific Empire is a copper exploration company based in Vancouver, British Columbia and trades on the TSX Venture Exchange under the symbol PEMC. The Company has a district-scale land position in north-central British Columbia totaling 22,541 hectares.

British Columbia is a "Green" copper jurisdiction with abundant hydroelectric power, access and infrastructure in close proximity to the end market.

ON BEHALF OF THE BOARD,

“Brad Peters”

President, Chief Executive Officer and Director

Pacific Empire Minerals Corp.

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Neither the 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

Information set forth in this news release may involve forward-looking statements under applicable securities laws. Forward-looking statements are statements that relate to future, not past, events. In this context, forward-looking statements often address expected future business and financial performance, and often contain words such as "anticipate", "believe", "plan", "estimate", "expect", and "intend", statements that an action or event "may", "might", "could", "should", or "will" be taken or occur, or other similar expressions. All statements, other than statements of historical fact, are forward-looking statements. By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause our actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, the following risks: the need for additional financing; operational risks associated with mineral exploration; fluctuations in commodity prices; title matters; environmental liability claims and insurance; reliance on key personnel; the potential for conflicts of interest among certain officers, directors or promoters with certain other projects; the absence of dividends; competition; dilution; the volatility of our common share price and volume and the additional risks identified in the management discussion and analysis section of our interim and most recent annual financial statement or other reports and filings with the TSX Venture Exchange and applicable Canadian securities regulations. Forward-looking statements are made based on management's beliefs, estimates and opinions on the date that statements are made, and the Company undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or other circumstances should change, except as required by applicable securities laws. Investors are cautioned against attributing undue certainty to forward-looking statements.