

FORM 51-102F3

Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

Goldrea Resources Corp.
2A 15782 Marine Drive
White Rock, BC,
V4B 1E6

ITEM 2. DATE OF MATERIAL CHANGE

April 16, 2007

ITEM 3. PRESS RELEASE

A News Release dated and issued April 16, 2007 disseminated through Stock Watch and Market News.

ITEM 4. SUMMARY OF MATERIAL CHANGE

See attached news release.

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

See attached news release.

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTIONS

Not applicable.

ITEM 6. RELIANCE ON SUBSECTION 7.1(3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

Not applicable.

ITEM 8. EXECUTIVE OFFICER

Contact: Larry Reaugh, President
Telephone: (604) 531-9639

ITEM 9. DATE OF REPORT

DATED at White Rock, British Columbia, this 16th day of April, 2007.



GOLDREA RESOURCES CORP.

2A 15782 Marine Drive, White Rock, BC V4B 1E6
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email: info@goldrea.com Website: <http://www.goldrea.com>
Trading Symbol: **GOR** –TSX Venture Exchange

Press Release

PRIVATE PLACEMENT

Monday, April 16, 2007 - Vancouver, British Columbia

Goldrea Resources Ltd. (GOR.TSX.V) ("the Company") is raising, by way of non brokered private placement (the "Private Placement") of up to 20,000,000 units (the "Units") at a price of \$0.60 per Unit, for an aggregate proceeds of up to \$12,000,000. Each Unit will consist of one common share (a "Share") and one common share purchase warrant (a "Warrant"). Each Warrant will entitle the holder to purchase one half of a Share for a period of two years at an exercise price of \$0.75 per Share.

The proceeds of the Private Placement will be used toward the Chinese joint-venture and general corporate working capital.

In connection with the Private Placement, the Company has agreed to pay fees and commissions in accordance with the policies of the TSX Venture Exchange (the "Exchange").

The private placement is subject to Exchange approval.

ON BEHALF OF MANAGEMENT

"Larry W. Reaugh"

Larry W. Reaugh,
President and C.E.O.

Trading Symbol: GOR – TSX-Venture Exchange

The TSX-Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release. This news release may contain certain "Forward-Looking Statements" within the meaning of Section 21E of the United States Securities Exchange Act of 1934, as amended. All statements, other than statements of historical fact, included herein are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from the Company's expectations are disclosed in the Company's documents filed from time to time with the TSX-Venture Exchange, the British Columbia Securities Commission and the US Securities and Exchange Commission.