

# **MATERIAL CHANGE REPORT**

Form 51-102F3  
Section 7.1 of National Instrument 51-102

## **Item 1. Name and Address of Company**

GoldTrain Resources Inc.  
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Canada  
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## **Item 2. Date of Material Change**

September 9, 2009

## **Item 3. News Release (including date and method of dissemination)**

A new release was issued via Marketwire on September 9 2009.

## **Item 4. Summary of Material Change**

GoldTrain Resources Inc. announced assay results from the Phase 1 channel-sampling program on its 100% owned Missinabie Property.

## **Item 5. Full Description of Material Change**

GoldTrain Resources Inc. ("GoldTrain") announced assay results from the Phase 1 channel-sampling program on its 100% owned Missinabie Property. A total of 14 samples were cut and submitted for assay.

### **Highlights of Channel Sampling Program**

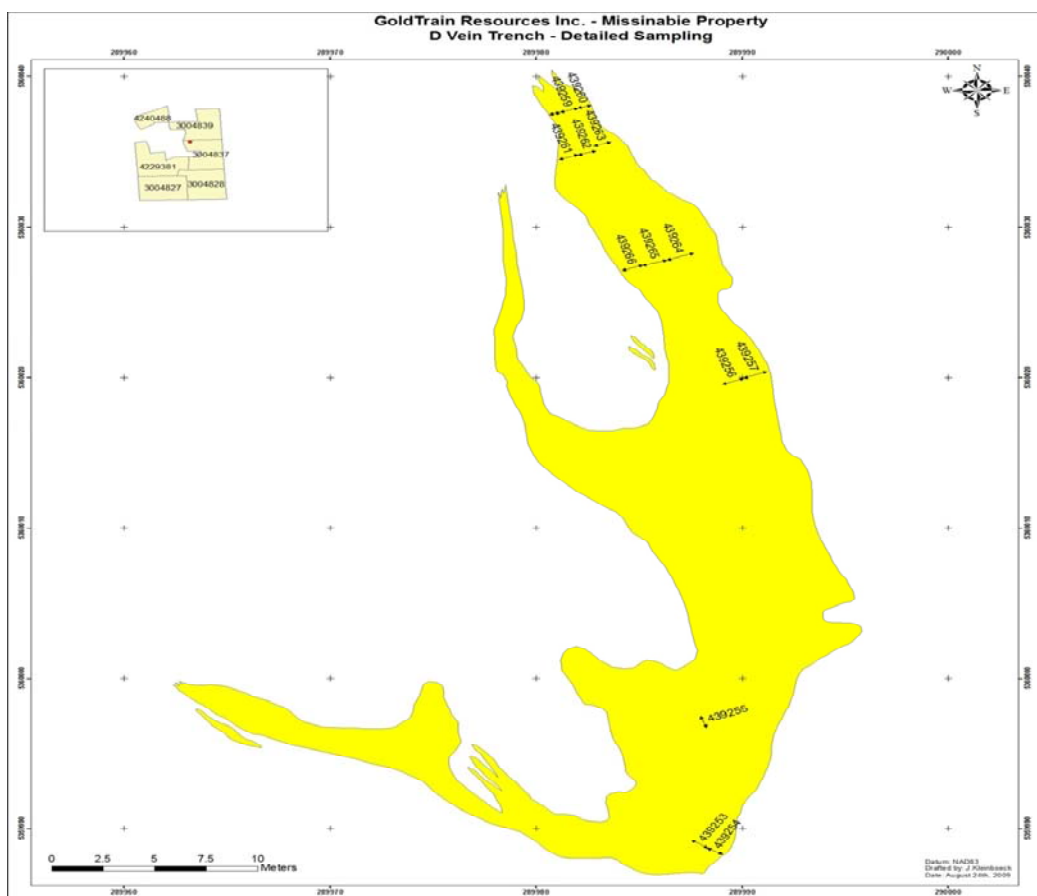
- 1. 21.6 g/t Au over a channel length of 2.0 m  
(Samples 439253 and 439254)**
- 2. 10.59 g/t Au over a channel length of 3.00 m including 27.9 g/t Au over 1.0 m  
(Samples 439258, 439259 and 439260)**
- 3. 9.82 g/t Au over a channel length of 0.65 m  
(Sample 439255)**
- 4. 5.69 g/t Au over a channel length of 2.0 m including 10.85 g/t Au over 1 m  
(Samples 439256 and 439257)**
- 5. 2.11 g/t Au over a channel length of 3.0 m including 5.04 g/t Au over 1 m  
(Samples 429261, 429262 and 429263)**
- 6. 0.65 g/t Au over a channel length of 3.0 m including 0.9 g/t Au over 1 m  
(Samples 439264, 439265 and 439266)**

**All samples returned significant gold values ranging from a low of 0.27 g/t Au to a high of 27.9 g/t Au.**

The sample locations are shown in map set out below and the recent mapping has demonstrated that there is considerable potential to expand the widths of high grade values particularly in the hinge zone and along the limbs. The surface exposure of the D-vein consists of a folded quartz vein that averages approximately 3 m in width along an exposed strike length of 80 m. The veining and associated mineralization obtains widths of greater than 6 m at the hinge of the fold.

The complete results of the channel sampling program are shown in the table below.

| Sample # | Vein             | Length (m) | g/t Au | oz/t Au |
|----------|------------------|------------|--------|---------|
| 439253   | D-vein Hinge     | 1.00       | 22.6   | 0.66    |
| 439254   | D-vein Hinge     | 1.00       | 20.6   | 0.60    |
| 439255   | D-vein Hinge     | 0.65       | 9.82   | 0.29    |
| 439256   | D-vein East Limb | 1.00       | 10.85  | 0.32    |
| 439257   | D-vein East Limb | 1.00       | 0.53   | 0.02    |
| 439258   | D-vein East Limb | 1.00       | 27.9   | 0.81    |
| 439259   | D-vein East Limb | 1.00       | 1.08   | 0.03    |
| 439260   | D-vein East Limb | 1.00       | 2.79   | 0.08    |
| 439261   | D-vein East Limb | 1.00       | 1.01   | 0.03    |
| 439262   | D-vein East Limb | 1.00       | 5.04   | 0.15    |
| 439263   | D-vein East Limb | 1.00       | 0.27   | 0.01    |
| 439264   | D-vein East Limb | 1.00       | 0.9    | 0.03    |
| 439265   | D-vein East Limb | 1.00       | 0.47   | 0.01    |
| 439266   | D-vein East Limb | 1.00       | 0.59   | 0.02    |



The detailed mapping provides GoldTrain with sufficient data to plan a minimum 1000 m diamond drill program which is expected to start as soon as GoldTrain's proposed flow-through private placement is completed. Prior to the drilling program, GoldTrain plans a second phase of additional channel-sampling along the D-vein. Historical work including limited trenching has traced the D-vein for a strike length of over 200 meters.

Samples from the first phase of the channel-sampling were analyzed by ALS Chemex Laboratories in Vancouver, B.C.

GoldTrain's Missinabie Property consists of 5 unpatented mineral exploration claims totaling 1248 Ha located 3.5 km southeast of the past-producing Renabie Gold Mine. Historical gold production from the Renabie Mine was 1,100,000 ounces at an average grade of 0.20 oz/ton. Gold production summaries completed at the end of 2008 indicate that this represents approximately 45 % of all of the gold mined from the Wawa area. (Atkinson, B.T., Pace, A., Woo, H., Wilson, A.C., Butorac, S. and Draper, D.M. 2009. *Report of Activities 2008, Resident Geologist Program, Timmins Regional Resident Geologist Report: Timmins and Sault Ste. Marie Districts; Ontario Geological Survey, Open File Report 6235, 109p.*)

Surface work was completed under the supervision of Joerg Kleinboeck, B.Sc., P.Geo, GoldTrain's Qualified Person as defined by National Instrument 43-101. Mr. Kleinboeck has reviewed and approved the scientific and technical content of this release.

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

Not applicable

**Item 7. Omitted Information**

Not applicable

**Item 8. Executive Officer**

Inquiries in respect of the material change referred to herein may be made to:

Brian Wright, President and Director  
GoldTrain Resources Inc.  
Tel: (705) 967-0216

**Item 9. Date of Report**

This report is dated as of the 10<sup>th</sup> day of September, 2009.