

MATERIAL CHANGE REPORT

Form 51-102F3

Section 7.1 of National Instrument 51-102

Item 1. Name and Address of Company

GoldTrain Resources Inc.
#1801-180 Dundas Street West
Toronto, Ontario M5G 1Z8
Telephone: (416) 595-5151
Facsimile: (416) 595-5959

Item 2. Date of Material Change

February 18, 2010

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

A new release was issued via Stockwatch on February 18, 2010.

Item 4. Summary of Material Change

GoldTrain Resources Inc. announced that a minimum 600-meter diamond drill program has started on its 100%-owned Missinabie Property.

Item 5. Full Description of Material Change

GoldTrain Resources Inc. (CNSX: GT) ("GoldTrain") announced that a minimum 600-meter diamond drill program has started on its 100%-owned Missinabie Property. This initial program is to drill test historical and recent surface sampling results evidencing gold (Au) mineralization in the D-vein and associated shear zone. These results included:

21.6 g Au/t over a sample length of 2.0 metres

18.47 g Au/t over a sample length of 3.66 metres

18.61 g Au/t over a sample length of 1.87 metres

12.51 g Au/t over a sample length of 2.74 metres

10.59 g Au/t over a sample length of 3.00 metres

This shear zone and veining has been traced intermittently on surface for a strike distance of more than 200 meters.

GoldTrain's 100%-owned Missinabie Property consists of 6 unpatented mineral exploration claims totaling 1,475 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 Au/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.*)

The diamond drilling program will be conducted under the supervision of Joerg Kleinboeck, P.Geo, the designated Qualified Person as defined by National Instrument

43-101. Mr. Kleinboeck has reviewed and approved the scientific and technical content of this news release.

Drilling will be completed using BTW size core. All drill core will be logged on site at a secure location and samples will be submitted to ALS Chemex of Vancouver, B.C. A Quality Control and Assurance program (QA/QC) program is also in place using certified standards and blanks.

Results will be made available to the public once received, reviewed and approved by GoldTrain's technical staff.

Technical Reports (in accordance with NI 43-101) detailing the Missinabie Property are available at www.sedar.com.

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 19th day of February, 2010.