

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Gold Reach Resources Ltd.
PO Box 10351
888-700 West Georgia Street
Vancouver, B.C.
V7Y 1C5

Telephone: (604) 718-5454
Fax: (604) 646-2054

Item 2. Date of Material Change

December 22, 2005

Item 3. Press Release

The date of the press release issued pursuant to Section 7.1 of National Instrument 51-102 with respect to material change disclosed in this report is December 22, 2005. The press release was issued in Vancouver, B.C.

Item 4. Summary of Material Change

Drilling progress.

Item 5. Full Description of Material Change

Vancouver, BC, December 22, 2005 . . . Gold Reach Resources Ltd. (TSXV:GRH) is pleased to announce that 5 holes totalling 1,250 metres have been completed on the Seel property located in central British Columbia.

The majority of the drill core has been logged, split and sent to the lab for analysis. The assay results are expected to be returned by mid-January and will be reported at that time. The drill program is currently on a brief hiatus over the Christmas holidays and will recommence in early January. The entire program is expected to comprise 3,000-4,000 metres of drilling.

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

N/a

Item 7. Omitted Information

N/a

Item 8. Senior Officers

The following executive officer of the Company is knowledgeable about the material change disclosed in this report.

Conrad Swanson, President and Chief Executive Officer (604) 718-5454

Item 9. Date of Report

December 22, 2005.