

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Gold Reach Resources Ltd.
#888 – 700 West Georgia Street, Vancouver, B.C. V7Y 1G5
Telephone: 604-718-5454
Fax: 604-646-2054

Item 2: Date of Material Change

January 20, 2010.

Item 3: News Release

The news release was disseminated on January 20, 2010 through Canada StockWatch and Market News and filed on SEDAR.

Item 4: Summary of Material Change

Gold Reach Resources Ltd. (the “Company”) (GRV – TSX-V) wishes to clarify the news release disseminated and mistakenly dated January 4, 2009.

The Company granted, pursuant to its stock option plan, incentive stock options to certain directors, employees and consultants to purchase up to a total of 732,939 common shares in the capital stock of the Company, exercisable for a period of two years from January 4, 2010.

The Company announces that Pat Vasireddi has been appointed to the Advisory Board.

Item 5: Full Description of Material Change

Gold Reach Resources Ltd. (the “Company”) (GRV – TSX-V) wishes to clarify the news release disseminated and mistakenly dated January 4, 2009.

The Company granted, pursuant to its stock option plan, incentive stock options to certain directors, employees and consultants to purchase up to a total of 732,939 common shares in the capital stock of the Company, exercisable for a period of two years from January 4, 2010.

The Company announces that Pat Vasireddi has been appointed to the Advisory Board.

Item 6: Reliance on subsection 71(2) of National Instrument 51-102

N/A.

Item 7: Omitted Information

N/A.

Item 8: Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Conrad Swanson, President and Chief Executive Officer
Telephone: 604-718-5454

Item 9: Date of Report

January 25, 2010.