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

March 31, 2010.

Item 3: News Release

The news release was disseminated on March 31, 2010 through Canada StockWatch and Market News and filed on SEDAR.

Item 4: Summary of Material Change

Gold Reach Resources Ltd. (the "Company") is pleased to announce the closing of the non-brokered private placement (the "Placement") announced in the Company's news releases of March 16, 2010 and March 24, 2010 for aggregate gross proceeds to the Company of $275,000.

The Company further announces that it has granted an aggregate of 110,800 stock options to various directors, officers, employees and consultants of the Company. The options are exercisable to acquire common shares of the Company at a price of $0.30 per share for a term of five years from the date of grant and are subject to acceptance by the TSX Venture Exchange.

Item 5: Full Description of Material Change

Gold Reach Resources Ltd. (the "Company") is pleased to announce the closing of the non-brokered private placement (the "Placement") announced in the Company's news releases of March 16, 2010 and March 24, 2010 for aggregate gross proceeds to the Company of $275,000.

In the Placement, 1,100,000 units (each a "Unit") were issued at a purchase price of $0.25 per Unit, raising total gross proceeds to the Company of $275,000. Each Unit consists of one common share of the Company and one non-transferable common share purchase warrant (each a "Warrant"). Each Warrant entitles the holder to purchase one common share of the Company at a purchase price of $0.40 per share until March 31, 2012. Proceeds from the Placement will be used for exploration expenditures on the Issuer's projects and for general working capital.

All securities issued in connection with the Placement are subject to a four month hold period that expires on August 1, 2010.

The Company further announces that it has granted an aggregate of 110,800 stock options to various directors, officers, employees and consultants of the Company. The options are exercisable to acquire common shares of the Company at a price of $0.30 per share for a term of five years from the date of grant and are subject to acceptance by the TSX Venture Exchange.

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

April 6, 2010.