

**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

August 2, 2011

Item 3: News Release

The news release was disseminated on August 2, 2011 through Canada Stockwatch and Market News and filed on SEDAR.

Item 4: Summary of Material Change

A second deep drill hole has been completed at the Ootsa project, to a total depth of 731 meters.

Item 5: Full Description of Material Change

A second deep drill hole has been completed at the Ootsa project, to a total depth of 731 meters.

This hole oriented at minus 70 was drilled to test the outer limits of the previously know area of copper/gold, identified in the 2008 43-101 report. Drilling will now focus on defining the near surface extent of the Seel copper / gold zone.

Drill hole S11-82 has been logged and sampled and sent to the lab for assay, with results expected in four to six weeks.

Preliminary results of a recently completed surface magnetometer survey, has identified a ring shaped magnetic feature, located 3km from the Huckleberry Mine. A similar ring shaped magnetic anomaly, occurs over the Ox Copper-Moly resource, these are high priority exploration targets. Soil samples and an induced polarization geophysical survey have been completed over the anomaly and results are expected within the next few weeks. A drill access trail has been constructed into the ring anomaly in preparation for drill testing later in the summer.

Dr. Shane Ebert, a person qualified under NI 43-101 has approved this news release.

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

August 2, 2011