

**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 30, 2011.

Item 3: News Release

The news release was disseminated on August 30, 2011 through Canada StockWatch and Market News and filed on SEDAR.

Item 4: Summary of Material Change

Gold Reach Resources Ltd. (the “Company”) announces that further to the news release dated August 23, 2011 regarding a non-brokered flow-through private placement of 850,000 flow-through units for total proceeds of \$510,000, the Company wishes to increase the financing of the non-brokered flow-through private placement to 1,000,000 flow-through units for total proceeds of \$600,000, subject to regulatory approval. All information from the news release dated August 23, 2011 remains the same.

Item 5: Full Description of Material Change

Gold Reach Resources Ltd. (the “Company”) announces that further to the news release dated August 23, 2011 regarding a non-brokered flow-through private placement of 850,000 flow-through units for total proceeds of \$510,000, the Company wishes to increase the financing of the non-brokered flow-through private placement to 1,000,000 flow-through units for total proceeds of \$600,000, subject to regulatory approval. All information from the news release dated August 23, 2011 remains the same.

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 30, 2011
