

**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
Facsimile: 604-646-2054

Item 2: Date of Material Change

January 9, 2012

Item 3: News Release

The news release was disseminated on January 9, 2012 through Canada StockWatch and Market News and filed on SEDAR.

Item 4: Summary of Material Change

Gold Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) is pleased to announce the results of a ZTEM survey flown in 2011 over its Auro South property, located in central British Columbia. The 8,628 hectare Auro South property is located 3 km southeast of the Auro property, which is adjacent to New Gold's Blackwater gold deposit.

Item 5: Full Description of Material Change

Gold Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) is pleased to announce the results of a ZTEM survey flown in 2011 over its Auro South property, located in central British Columbia. The 8,628 hectare Auro South property is located 3 km southeast of the Auro property, which is adjacent to New Gold's Blackwater gold deposit.

A helicopter borne ZTEM and magnetic survey was flown over the Auro South property in July 2011 covering an area approximately 8 km by 10 km. The ZTEM survey has been used to map conductive or resistive features in bedrock, which can help target zones of hydrothermal alteration potentially related to mineralization. The survey has identified several linear conductive features on the property, in a number of orientations, along with adjacent zones of high resistivity. These linear features are possibly mapping out significant fault zones, some of which could host hydrothermal alteration within volcanic host rocks. Several conductive zones correspond to magnetic lows and could represent alteration and magnetite destruction within volcanic host rocks. One prominent zone of conductivity cuts through a large magnetic high that is interpreted to represent an intrusive body. This target could represent an intrusive hosted zone of hydrothermal alteration. Numerous large (km scale) geophysical targets have been identified for surface follow up exploration in 2012 which will include prospecting and mapping, stream sediment and soil sampling.

In 2011 the Company drilled 3009 metres in 11 holes at the 14,370 hectare Auro property. This drilling identified a large granodiorite intrusive body containing localized zones of alteration and

minor mineralization. Information learned during the 2011 drilling has identified a prospective corridor for volcanic-hosted Blackwater-style mineralization outboard of the intrusive body. Within this prospective corridor the Company has identified a 800 m by 400 m IP chargeability anomaly located near the western border of New Gold's property and is interpreted to be in the same rock package that hosts New Gold's mineralization. This anomaly has not been tested by drilling and remains a high priority exploration target. The Auro property is adjacent to New Gold's Blackwater deposit, which contains a measured and indicated gold resource of 4.8 million ounces plus an inferred gold resource of 1 million ounces. The majority of the 100% owned Auro property and all of the 100% owned Auro South property have seen very limited exploration and contain geology considered to be prospective for Blackwater style mineralization.

Dr. Shane Ebert, a qualified person 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

January 9, 2012