

**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 11, 2012

**Item 3: News Release**

The news release was disseminated on January 11, 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 that Mr. Joseph Giuffre has joined the Board of Directors.

**Item 5: Full Description of Material Change**

Gold Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) is pleased to announce that Mr. Joseph Giuffre has joined the Board of Directors.

Mr. Giuffre is a founder and senior partner of Axiom Law Corporation, a Vancouver based law firm that focuses its practice in the areas of corporate finance, securities, mining, corporate structuring, project finance, mergers and acquisitions. Mr. Giuffre's legal and business experience spans over a period of twenty-five years acting for private and public companies on transaction-based matters with an international and resource oriented focus, many of which are listed on the TSX or the TSX Venture Exchange. Mr. Giuffre's practice is focused primarily in the mining and resources, corporate finance and securities regulatory matters. He provides advice to public and private companies in the areas of project debt and equity financing, securities law, mine exploration, joint ventures and mine development, mergers and acquisitions, spin-outs and divestitures, corporate reorganizations and arrangements, corporate governance matters, and other corporate commercial matters. He has also acted on cross-border transactions which involve complex commercial transaction and securities law issues and is a director of a number of public companies including Nevada Copper Corp. and Kootenay Gold Inc.

Conrad Swanson states that "Joe is a valuable addition to the Gold Reach team, as its Ootsa copper/gold project progresses towards a more advanced stage of development".

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

N/A

**Item 7: Omitted Information**

N/A

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**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 11, 2012