FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Gold Reach Resources Ltd
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Item 2: Date of Material Change

January 17, 2012

Item 3: News Release

The news release was disseminated on January 17, 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 an updated resource estimate for the Seel deposit on the company's 100% owned Ootsa property, British Columbia.

Item 5: Full Description of Material Change

Gold Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) is pleased to announce an updated resource estimate for the Seel deposit on the company's 100% owned Ootsa property, British Columbia.

The new independent mineral resource estimate study was conducted by Giroux Consultants Ltd. and follows up an initial mineral resource estimate on Seel completed by Wardrop Engineering in 2008. The new resource is based on 28,294 meters of drilling in 100 holes and was completed in accordance with Canadian Securities Administrators National Instrument 43-101 ("NI 43-101") and the CIM Standards on Mineral Resources and Reserves, and has an effective date of December 8, 2011.

Results of the new resource estimate are summarized in the tables below. At a 0.2% Cu Eq cut off the Seel deposit contains an indicated resource of 28.13 million tonnes grading 0.22% Cu, 0.21 g/t Au, 0.007% Mo and 1.1 g/t Ag (0.40% Cu Eq) plus an inferred resource of 214.78 million tonnes grading 0.17% Cu, 0.13 g/t Au, 0.017% Mo, and 2.17 g/t Ag (0.33% Cu Eq). The majority of the resource sits in the inferred category reflecting the widely spaced nature of the deep drilling and step out holes complete during the 2011 drill program.

Indicated Resource Within the Mineralized Solids

Cut-off (CuEq)	Tonnes	Grade > Cut-off				
		Cu (%)	Au (g/t)	Mo (%)	Ag (g/t)	CuEq (%)
0.10	34,250,000	0.20	0.18	0.007	1.04	0.36
0.20	28,130,000	0.22	0.21	0.007	1.10	0.40
0.25	21,020,000	0.26	0.25	0.005	1.22	0.46
0.30	16,460,000	0.29	0.28	0.003	1.33	0.51
0.40	11,190,000	0.34	0.34	0.001	1.42	0.59
0.50	7,240,000	0.38	0.39	0.001	1.42	0.67

CuEq = Copper equivalent. Metal price and recovery assumptions are discussed below.

Inferred Resource Within the Mineralized Solids

Cut-off (CuEq)	Tonnes	Grade > Cut-off				
		Cu (%)	Au (g/t)	Mo (%)	Ag (g/t)	CuEq (%)
0.10	260,890,000	0.15	0.12	0.015	1.98	0.30
0.20	214,780,000	0.17	0.13	0.017	2.17	0.33
0.25	159,320,000	0.19	0.14	0.018	2.52	0.37
0.30	116,380,000	0.21	0.15	0.019	2.84	0.41
0.40	53,490,000	0.24	0.18	0.023	3.28	0.48
0.50	13,580,000	0.29	0.22	0.029	3.91	0.58

Mineral resources are not mineral reserves and by definition do not demonstrate economic viability. There is no certainty that all or any part of the mineral resource will be converted into mineral reserves. An 'Indicated Mineral Resource' is that part of a Mineral Resource for which quantity, grade or quality, densities, shape and physical characteristics can be estimated with a level of confidence sufficient to allow the appropriate application of technical and economic parameters, to support mine planning and evaluation of the economic viability of the deposit. An 'Inferred Mineral Resource' is that part of a Mineral Resource for which quantity and grade or quality can be estimated on the basis of geological evidence and limited sampling and reasonably assumed, but not verified.

The contained metals at a 0.2% Cu Eq cut are summarized in the table below.

Contained metals at 0.2% Cu Eq cut off

Element	Contained metal
Copper - indicated	136,435,275 pounds
Copper - inferred	804,965,039 pounds
Gold - indicated	189,924 ounces
Gold - inferred	897,694 ounces
Molybdenum - indicated	4,341,122 pounds
Molybdenum - inferred	80,496,504 pounds
Silver - indicated	994,841 ounces
Silver - inferred	14,984,582 ounces
Cu Eq - indicated	248,064,137 pounds
Cu Eq - inferred	1,562,579,193 pounds

Dr. Shane Ebert, President of the company stated, "We are extremely pleased with the new Seel resource which has grown by 400% and contains over 4 times more contained metal than the previous estimate. The project occurs within an established mining district, with good road access, and is showing excellent potential to contain the size and grade necessary to support a standalone mining operation. The recently discovered West Seel deposit has returned impressive mineralized intercepts including 566.7 metres grading 0.54% Cu Eq in hole 100, the last hole drilled during the 2011 program. This zone remains wide open for expansion to the west, north, south, and at depth, and in 2012 we will look to significantly increase the tonnage in this area with an aggressive drilling program. At West Seel we see a trend of increasing grade at depth, and we are planning a few deep holes into the zone this year to see if that trend continues."

In addition to the Seel deposit the property also hosts the Ox porphyry, located 3.2 km north of Seel, which hosts a 43-101 compliant resource estimate containing 16 million tonnes grading 0.3% Cu and 0.04% Mo. The Ox porphyry also shows good potential for expansion and will be drill tested in 2011.

The company is planning a substantial exploration program for the Ootsa project this year, which will including a minimum of 10,000 metres of diamond drilling. Permitting for this program is already in place and the company will look to secure financing shorty.

Resource Details
The resource estimation was carried out by Giroux Consultants Ltd of Vancouver, British Columbia and Independent Qualified Person Gary Giroux, P.Eng is responsible for the estimate. Surface mapping and drill hole geology at the Seel deposit was used to establish geologic continuity of the mineralized zones and formed the basis for modelling. Geologic modeling was done using GemCom software and mineralized domains (solids) have been defined based on alteration type and grades > 0.15 % CuEq. Four domains were defined consisting of the West Seel zone, the main Seel zone, the Seel Breccia, and a small Northeast zone. All assays outside the solids were considered waste.

Uniform down hole 5 m composites were formed from the drill data and a block model with blocks 10 x 10 x 5 m in dimension was superimposed over all of the mineralized solids. Grades for Cu, Au, Mo and Ag were interpolated into each block by Ordinary Kriging. Due to the poly metallic nature of the Seel deposit a copper equivalent based cut off was used for modelling. Copper equivalent values were calculated using 3 year trailing average metal prices for Cu, Au and Ag ($3.15 lb copper, $1205 ounce Au, $22.18 ounce Ag) and a price of $12 lb for Mo. Recoveries used were obtained from previous metallurgical testing done on the property (96% recovery for Cu, 87% recover for Au, 86% recovery for Ag, and 87% recovery for Mo).

A Technical Report describing the resource estimate is expected to be filed on SEDAR within 45 days.

About Gold Reach Resource
Gold Reach Resources Ltd. is a Canadian exploration company with an experienced board and management team that is actively involved in mineral exploration in British Columbia. The company holds a 100% interest in the Ootsa Property, located 8 km from the producing Huckleberry Mine, and containing the Seel and Ox porphyry systems. The company also holds a 100% interest in the Auro property located in central British Columbia adjacent to the 4.8 million ounce Blackwater Gold deposit owned by New Gold. Additional information is available on our website at www.goldreachresources.com.

Dr. Shane Ebert, P. Geo. is the Qualified Person responsible for the preparation of this news release. Gary Giroux, P.Eng of Giroux Consultants Ltd has reviewed the portion of this news release pertaining to the resource estimate.

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 17, 2012