

**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**

July 13, 2012

**Item 3: News Release**

The news release was disseminated on July 13, 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) announce that as a result of a review by the British Columbia Securities Commission, we are issuing the following news release to clarify our disclosure.

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

Gold Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) announce that as a result of a review by the British Columbia Securities Commission, we are issuing the following news release to clarify our disclosure.

The Company will file an amended technical report titled “Mineral Resource Estimate Update for the Seel Copper Gold Porphyry Deposit, Tahtsa Reach Area, British Columbia, Canada, dated February 15, 2012.” Dr. Shane Ebert has been removed as an author of the report as he is not independent of the Company. The report will remain unchanged and the remaining 2 authors, who are independent of the Company, and are Qualified Persons as defined in NI 43-101, will be the sole authors of the report.

In addition changes have been made to the Company’s July 2012 Corporate Presentation which is available on our website. Slide 20 has been modified to remove volume-tonnage and mean grades associated with 3-D voxel models of the Seel deposit that were based on copper equivalent values in drill holes. These voxel models are unconstrained and the tonnage and grade numbers associated with them are not NI 43-101 compliant and are intended to illustrate the grade distribution within the deposit and show where the mineralized zones remain open. The corporate presentation also stated that “With more drilling the ultimate target size (of the Seel deposit) could be >500 mt”. This reference to target size has been deleted from the presentation as it is not compliant with section 2.3(2) of NI 43-101. Dr. Shane Ebert has been

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added as the Qualified Person responsible for the technical disclosure in the Corporate Presentation.

### **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 adjacent to the producing Huckleberry Mine, and containing the Seel and Ox porphyry systems. The Seel porphyry contains a NI43-101 compliant resource containing 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) in the inferred category plus an additional 28.13 million tonnes grading 0.22% Cu and 0.21 g/t Au (0.40% Cu Eq) in the indicated category. The Ox porphyry, located 4 km northwest of Seel, contains a NI43-101 compliant resource containing 16 million tonnes grading 0.3% Cu and 0.04% Mo in the inferred category.

The Company is well financed with over \$6.8 million dollars in the treasury and holds a 2% NSR covering 23,000 hectares of mining claims located adjacent to the Blackwater Gold deposit in central British Columbia. Additional information is available on our website at [www.goldreachresources.com](http://www.goldreachresources.com).

Dr. Shane Ebert P.Geo., President of the Company, is the Qualified Person for the Ootsa project as defined by National Instrument 43-101 and has approved the technical disclosure contained in 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, Chairman  
Telephone: 604-718-5454

### **Item 9: Date of Report**

July 13, 2012