

**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**

September 4, 2012

**Item 3: News Release**

The news release was disseminated on September 4, 2012 through Canada Stockwatch and filed on SEDAR.

**Item 4: Summary of Material Change**

GOLD REACH INTERSECTS 316 METRES GRADING 0.56% COPPER EQUIVALENT INCLUDING 30 METRES GRADING 1.0% COPPER EQUIVALENT AT THE WEST SEEL DEPOSIT, BRITISH COLUMBIA

Gold Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) is pleased to announce that assay results for holes S12-108 to S12-111 at the company's 100% owned Ootsa Property located adjacent to the producing Huckleberry Mine south of Smithers, British Columbia, have been received.

**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 assay results for holes S12-108 to S12-111 at the company's 100% owned Ootsa Property located adjacent to the producing Huckleberry Mine south of Smithers, British Columbia, have been received.

**HIGHLIGHTS**

Gold Reach intersects 316 metres of 0.56% copper equivalent including 30 metres of 1.0% copper equivalent in hole S12-108.

Hole S12-109 intersects 292 metres of 0.52% copper equivalent including 120 metres of 0.71% copper equivalent.

Hole S12-110 intersects 206 metres of 0.46% copper equivalent within a larger zone of 739.9 metres averaging 0.34% copper equivalent.

Zones of near-surface higher grade mineralization have been intersected at West Seel.

Holes S12-108 to 111 are all located in the West Seel zone. Holes S12-108 and 109 are both angle holes drilled toward the south east, and both were targeted to drill through the eastern edge of West Seel

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mineralization at fairly shallow depths to constrain the location and orientation of the eastern boundary. Drilling results are summarized in the table below. Hole S12-108 encountered mineralization between 24 and 340 metres depth averaging 0.56% copper equivalent over 316 metres. Hole S12-108 also intersected zones of near surface higher grade mineralization including 30 metres of 1% copper equivalent from 74 to 104 metres depth, and 76 meters of 0.71% copper equivalent from 236 to 312 meters depth. The identification of near surface higher grade mineralization in this hole is a positive development which could help the potential economics of the zone.

### Summary of select drill intercepts – Holes S12-108 to 110

Drill Hole	From (m)	To (m)	Width (m)*	Cu %	Au g/t	Mo%	Ag g/t	Cu Eq.%**
S12-108	24.0	340.0	316.0	0.28	0.23	0.018	5.28	0.56
including	74.0	104.0	30.0	0.43	0.54	0.023	11.15	1.00
including	236.0	312.0	76.0	0.45	0.19	0.017	6.94	0.71
and	528.0	530.0	2.0	-	8.75	-	3.00	6.21
S12-109	262.0	554.0	292.0	0.23	0.21	0.030	2.80	0.52
including	372.0	492.0	120.0	0.29	0.31	0.046	3.7	0.72
S12-110	82.0	821.9	739.9	0.16	0.10	0.023	2.08	0.34
including	458.0	664.0	206.0	0.21	0.18	0.028	1.71	0.46

\*Width refers to drill hole intercepts, true widths have not been determined.

\*\*Cu Eq. (copper equivalent) has been used to express the combined value of gold, copper, silver, and molybdenum as a percentage of copper, and is provided for illustrative purposes only. No allowances have been made for recovery losses that may occur should mining eventually result. Calculations use metal prices of US \$2.50/lb copper, \$1200/oz gold, \$15/oz silver, and \$10/lb molybdenum using the formula  $CuEq.\% = Cu\% + (Au\ g/t \times 0.701) + (Mo\% \times 4.01) + (Ag\ g/t \times 0.0087)$ .

Hole S12-108 also intersected a 2 metre interval at 528 metres depth which returned 8.75 g/t gold. This 2 metre interval contained a 0.1 metre wide quartz carbonate vein containing 3% pyrite with arsenopyrite, and represents a generation of late stage precious metal rich veins that have been seen in several locations throughout the West Seel deposit. Hole S12-109 intersected 292 metres grading 0.52% copper equivalent from 262 to 554 metres depth, including 120 metres grading 0.72% copper equivalent from 372 to 492 metres depth.

Hole S12-110 was drilled toward the northwest at an angle of 65 degrees to a total depth of 945.1 metres. The hole intersected 739.9 metres grading 0.34% copper equivalent from 82 to 821.9 metres depth, including a zone averaging 0.46% copper equivalent over 206 metres from 458 to 664 metres depth.

Hole S12-111 was oriented toward the southwest at an angle of 75 degrees and drilled to a total depth of 832.3 metres. This hole was collared to the east of the West Seel zone and did not intersect the mineralized zone, constraining its eastern boundary. The hole encountered strongly altered rocks over its entire length. No significant copper mineralization was intersected in the hole, however, the hole did intersect zones of anomalous gold including 50 metres grading 0.23 g/t gold from 572 to 622 metres depth, 32 metres grading 0.35 g/t gold from 652 to 684 metres depth, and 34 metres grading 0.43 g/t gold from 792 to 826 metres depth.

The ongoing drill program continues to significantly expand the mineralized zone at the West Seel deposit which remains open to the north, south, and at depth. An updated drill hole location map can be found in the map gallery on our website at <http://goldreachresources.com/media/map-gallery/>. The ongoing drilling program is aimed at maximizing the size of the West Seel deposit ahead of a resource update that will commence later in the year once drilling is complete and results have been received.

### Drilling Update

There are currently three drills operating on the Ootsa Property, 2 are drilling on the West Seel zone and one is drilling at the Ox porphyry. At West Seel holes S12-101 to S12-120 have been completed and the drills are currently working on holes S12-121 and 122. At the Ox porphyry holes Ox12-27 to 35 have been completed and the drill is currently working on hole Ox12-36. A total of 22,100 metres of drilling have been completed during the 2012 program to date.

Holes S12-112 to 120 and Ox12-27 to 35 have been sampled and are in the lab getting assayed. Further assay results will be released as they are received.

The company is in the process of completing a 25,000 metre drill program aimed at defining the West Seel Porphyry and testing the expansion potential of the Ox deposit. The Company is well financed with over \$5.2 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).

### About Gold Reach Resources

Gold Reach Resources Ltd. has made an important new and strategic Copper Gold Molybdenum discovery on its 100% held Ootsa Property located adjacent to the 16,000 tonne per day Huckleberry Mine currently producing Cu Au and Mo in central BC.

Gold Reach's Ootsa property is an advanced stage exploration project containing the Seel and Ox porphyry systems both with compliant resource estimates (details below) wide open for expansion. The Company has recently added the discovery of the West Seel Porphyry where Drill Hole S12-101 encountered 194 metres of higher-grade mineralization grading 0.71% Cu Eq. consisting of 0.22% Cu, 0.47 g/t Au, 0.04% Mo and 1.85 g/t Ag within a much larger 817 metre interval grading 0.45% Cu Eq. consisting of 0.20% Cu, 0.21 g/t Au, 0.026% Mo and 2.24 g/t Ag from 262 metres to the end of the hole at 1,079 metres. The Seel porphyry contains a NI 43-101 compliant resource containing 214.78 million tonnes grading 0.33% Cu Eq. consisting of 0.17% Cu, 0.13 g/t Au, 0.017% Mo, and 2.17 g/t Ag in the inferred category plus an additional 28.13 million tonnes grading 0.40% Cu Eq. consisting of 0.22% Cu and 0.21 g/t Au in the indicated category. The Ox porphyry, located 4 km northeast of Seel, contains a NI43-101 compliant resource containing 16 million tonnes grading 0.3 % Cu and 0.04% Mo in the inferred category.

### Quality Control

All drill core is logged, photographed, and cut in half with a diamond saw. Half of the core is bagged and sent to SGS Mineral Services for analysis (which is an ISO 9001 and ISO/IEC 17025 certified lab), while the other half is archived and stored on site for verification and reference purposes. Gold is assayed by standard fire assay methods with 34 additional elements analyzed by Induced Coupled Plasma (ICP) utilizing a 4-acid digestion. Duplicate samples, blanks, and certified standards are included with every sample batch and then checked to ensure proper quality assurance and quality control.

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**

September 4, 2012