

**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

October 10, 2012

Item 3: News Release

The news release was disseminated on October 10, 2012 through Canada Stockwatch and filed on SEDAR.

Item 4: Summary of Material Change

GOLD REACH DISCOVERS HIGHER GRADE ZONE AT WEST SEEL
INTERSECTS 537 METRES GRADING 0.65% COPPER EQUIVALENT INCLUDING 128 METRES GRADING
1.01% COPPER EQUIVALENT

Gold Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) is pleased to announce that assay results for holes S12-117 to S12-119 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 S12-117 to S12-119 at the company's 100% owned Ootsa Property located adjacent to the producing Huckleberry Mine south of Smithers, British Columbia, have been received.

HIGHLIGHTS

A higher grade zone of mineralization has been encountered at the southern end of West Seel.

Hole S12-118 intersects 537 metres of 0.65% copper equivalent including 128 metres of 1.01% copper equivalent and ends in mineralization

Hole S12-119 intersects 573.7 metres of 0.46% copper equivalent and ends in mineralization.

Holes S12-117, 118, and 119 are all from the West Seel zone and all intersected large intervals of continuous mineralization and all 3 holes ended in mineralization. Holes S12-117 and 119 are located in the central part of the West Seel deposit, on sections 9NE and 10NE respectively, and both holes were drilled toward the northwest at an angle of -65 degrees. Drill results are summarized in the table below. Hole S12-119 intersected 573.7 metres grading 0.24% copper, 0.13 g/t gold, 0.026% molybdenite, and 2.62 g/t silver (0.46% copper equivalent) from 234 to 807.7 metre depth.

Summary of select drill intercepts – Holes S12-117 to 119

| Drill Hole | From (m) | To (m) | Width (m)* | Cu % | Au g/t | Mo% | Ag g/t | Cu Eq.%** |
|------------|----------|-----------|------------|------|--------|-------|--------|-----------|
| S12-117 | 98.0 | 774.9 EOH | 676.9 | 0.18 | 0.12 | 0.022 | 2.38 | 0.38 |
| including | 361.0 | 513.0 | 152.0 | 0.25 | 0.14 | 0.024 | 3.62 | 0.48 |
| S12-118 | 350.0 | 887.0 EOH | 537.0 | 0.27 | 0.19 | 0.055 | 2.69 | 0.65 |
| including | 356.0 | 660.0 | 304.0 | 0.33 | 0.24 | 0.065 | 3.41 | 0.79 |
| including | 356.0 | 484.0 | 128.0 | 0.43 | 0.33 | 0.076 | 4.65 | 1.01 |
| S12-119 | 234.0 | 807.7 EOH | 573.7 | 0.24 | 0.13 | 0.026 | 2.62 | 0.46 |
| including | 254.0 | 696.0 | 442.0 | 0.27 | 0.14 | 0.028 | 2.92 | 0.51 |

*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 S12-118 was drilled on section 7 NE at the southern end of the West Seel zone and was oriented toward the northwest at an angle of -65 degrees and drilled to a total depth of 887 metres. This hole intersected 537 metres grading 0.27% copper, 0.19 g/t gold, 0.055% molybdenite, and 2.69 g/t silver (0.65% copper equivalent) from 350 to 887 metre depth, and the hole ended in mineralization. Included within this interval is a higher grade zone containing 0.43% copper, 0.33 g/t gold, 0.076% molybdenite and 4.76 g/t silver (1.01% copper equivalent) over 128 metres.

Dr. Shane Ebert, President of the company stated, "We are extremely pleased to encounter a zone that is hundreds of metres in dimensions and containing higher grade mineralization. A large zone of higher grade mineralization could have a significant positive impact on the potential economics of the Ootsa property. The size of this zone is still open and determining the extents will be a priority for the program moving forward. Hole S12-118 really highlights the success that the company has had drilling at Ootsa over the past 2 field seasons and is a testament to the excellent exploration potential of the 24,000 hectare Ootsa property."

A previously stated in a news release put out on October 9th 2012, the West Seal Zone has now been traced from the North East to South West for over 510m and the mineralized body varies from 120 to 400m in width and has commonly delivered mineralized down hole intercepts from 400 to 800m in thickness.

An updated drill hole location map can be found in the map gallery on our website at <http://goldreachresources.com/media/map-gallery/>.

Drilling Update

Drilling on the West Seel deposit is continuing with two drill rigs. At West Seel holes S12-101 to S12-132 have been completed and the drills are currently working on holes S12-133 and 134. Over 31,500 metres of drilling have been completed during the 2012 program to date and drilling is ongoing.

Holes S12-120 to 132 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 large 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 \$3.5 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.

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 Seal 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

October 10, 2012