FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Gold Reach Resources Ltd
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Telephone: 604-718-5454
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Item 2: Date of Material Change

December 18, 2012

Item 3: News Release

The news release was disseminated on December 18, 2012 through Canada Stockwatch and Market News and filed on SEDAR.

Item 4: Summary of Material Change

GOLD REACH INTERSECTS 354 METRES GRADING 0.58% COPPER EQUIVALENT INCLUDING 146METRES GRADING 0.81% 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 S12-133 to S12-136 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

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HIGHLIGHTS

- Strong Mineralization Continues - Hole S12-133 intersected 262 metres of 0.65% copper equivalent including 130 metres of 0.75% copper equivalent and hole S12-136 intersected 354 metres of 0.58% copper equivalent including 146 metres of 0.81% copper equivalent.
- Additional High Grade Gold Intersected - Hole S12-133 intersects 2 metres of 15 g/t gold and another 8 metres of 4.18 g/t gold.
- Results of final 21 Holes Pending –Results from 10 additional holes at West Seal, 8 holes at Ox and 3 holes from a new exploration target are pending and expected by early January.

Hole S12-133 was located on the west side of the West Seel zone and drilled toward the southeast at an angle of 70 degrees to a total depth of 835.2 metres. The hole intersected 262 metres grading 0.21% copper, 0.35 g/t gold, 0.046% molybdenum, and 2.14 g/t silver (0.65% copper equivalent) from 332 to

594 metres depth, including 130 metres grading 0.29% copper, 0.31 g/t gold, 0.055% molybdenum, and 2.82g/t silver (0.75% copper equivalent) from 374 to 504 metres depth.

A drill hole location map for West Seel is available here: http://goo.gl/ptnXy

Summary of select drill intercepts – Holes S12-133 to 136

Drill Hole	From (m)	To (m)	Width (m)*	Cu %	Au g/t	Mo%	Ag g/t	Cu Eq.%**
S12-133	332.0	594.0	262.0	0.21	0.35	0.046	2.14	0.65
including	374.0	504.0	130.0	0.29	0.31	0.055	2.82	0.75
including	548.0	550.0	2.0	-	15.0	-	-	-
S12-133	736.0	744.0	8.0	-	4.18	-	-	-
S12-134	330.0	750.0	420.0	0.19	0.09	0.017	1.91	0.34
including	330.0	530.0	200.0	0.26	0.15	0.030	2.74	0.51
S12-135	269.0	957.3 EOH	688.3	0.19	0.09	0.019	2.16	0.35
including	269.0	569.0	300.0	0.21	0.10	0.021	2.97	0.39
including	315.0	471.0	156.0	0.24	0.11	0.028	3.76	0.46
S12-136	140.0	494.0	354.0	0.23	0.28	0.031	3.01	0.58
including	298.0	444.0	146.0	0.32	0.38	0.044	4.37	0.81

*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. High values have not been capped. 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 x 0.701) + (Mo% x 4.01) + (Ag g/t x 0.0087).

Cross Section 8NE showing hole S12-133 is available here: http://goo.gl/UDPlC

Hole S12-133 also intersected a zone of high grade gold mineralization containing 15 g/t gold over 2 metres from 548 to 550 metres depth and another zone of gold mineralization containing 4.18 g/t gold over 8 metres from 736 to 744 metres depth. Zones of high grade gold mineralization are typically associated with a late episode of quartz and carbonate veining which locally overprints the porphyry system.

Holes S12-134 and 135 tested the southern part of the West Seel zone and both intersected long intervals of mineralization as summarized in the table above. Hole S12-135 ended in mineralization at 957.3 metres depth demonstrating mineralization is open at depth in this area.

Hole S12-136 was located on the west side of the West Seel deposit near the north end and drilled toward the southeast at an angle of 70 degrees. The hole intersected 354 metres grading 0.23% copper, 0.28 g/t gold, 0.031% molybdenum, and 3.01 g/t silver (0.58% copper equivalent) from 140 to 494 metres depth, including 146 metres grading 0.32% copper, 0.38 g/t gold, 0.044% molybdenum, and 4.37g/t silver (0.81% copper equivalent) from 298 to 444 metres depth. The hole also intersected widespread low grade gold from the end of the main mineralized interval at 494 metres to the end of the hole at 664.5 metres returning 0.27 g/t over 170.5 metres.

Dr. Shane Ebert, President of the company stated, “The Company is very pleased with the exceptional results we continue to see from the West Seel zone to date. The West Seel deposit has proven to be a large and continuous zone of mineralization, and shows great potential for significant resource expansion. We anticipate this year’s 45,147 metres of drilling will add significantly to our resource base on the property.”

An updated resource estimate for the Seel-West Seel and Ox deposits will be undertaken in January once all the assay data for the 2012 drilling program has been received. All of our recent news releases can be viewed on the Company's website at http://goldreachresources.com/news/2012/.

Drilling Results Pending

Drilling is complete and all holes have now been logged and sent to the lab for assay. At West Seel assay results have been received and released for holes S12-101 to 136, results for holes S12-137 to 146 are still pending. At Ox results have been received and released for holes Ox12-27 to 36. And results for holes Ox12-37 to 44 are still pending. In addition, 3 holes drilled into a large geophysical anomaly located 4.5 kilometres northeast of the West Seel discovery (OxE12-1 to 3) are still pending.

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 S12-118 encountered 128 metres grading 1.01% Cu Eq. consisting of 0.43% Cu, 0.33 g/t Au, 0.076% Mo and 4.76 g/t Ag within a much larger interval of 537 metres grading 0.65% Cu Eq. consisting of 0.27% Cu, 0.19 g/t Au, 0.055% Mo, and 2.69 g/t Ag. 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 and Chief Executive Officer
Telephone: 604-718-5454

Item 9: Date of Report

December 18, 2012