FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Gold Reach Resources Ltd
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Vancouver, B.C. V7Y 1G5
Telephone: 604-718-5454
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Item 2: Date of Material Change

May 1, 2013

Item 3: News Release

The news release was disseminated on May 1, 2013 through Canada Stockwatch and filed on SEDAR.

Item 4: Summary of Material Change

GOLD REACH IDENTIFIES NEW EXPANSION POTENTIAL AT THE OX DEPOSIT AND PROVIDES A 2013 EXPLORATION PROGRAM UPDATE

Gold Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) has identified significant expansion potential at the Ox deposit and is pleased to provide an update on planned 2013 exploration activities at the company's 100% owned Ootsa Property, located adjacent to the producing Huckleberry Mine south of Smithers, British Columbia.

Item 5: Full Description of Material Change

Gold Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) has identified significant expansion potential at the Ox deposit and is pleased to provide an update on planned 2013 exploration activities at the company's 100% owned Ootsa Property, located adjacent to the producing Huckleberry Mine south of Smithers, British Columbia.

HIGHLIGHTS

- **Expansion Potential at Ox –** Recent geologic modeling at Ox has identified potential to expand the Ox deposit up to 500 metres to the northeast.
- **Higher Grade At Ox** – The best grades at Ox occur close to surface and this higher grade material is under represented in current drilling. Additional shallow drilling at Ox has potential to increase average grades.
- **2013 Exploration Starting in May –** The 2013 exploration program will start in the later part of May and will initially focus on infill and expansion drilling of near surface higher grade zones that have potential to be mined by open pit methods.

Ox Deposit Expansion Potential

Recent geologic and structural modelling at the Ox deposit has resulted in a revised structural interpretation where the Ox mineralized zone has been offset along a fault (Damascus Fault) and continues under the shallow pond to the east of the deposit. If this interpretation is correct the deposit could extend another 500 metres to the northeast, significantly increasing the size potential of the system. Drill holes Ox12-33, 34, and 44 and hole Ox07-11 (previously released), have all intersected the eastern mineralized zone at depth confirming mineralization is present under the shallow pond, and indicate the zone is around 200 meters wide and extends to about 200 metres depth. A simplified geologic map and 3 cross sections illustrating the geology of the Ox deposit are available here http://goldreachresources.com/news/index.php?&content_id=238.

Drill hole modelling indicates the best grades at Ox occur within the upper 150 metres of the deposit in proximity to an intrusive contact (see cross sections A and B at the link above). Several holes into the upper west part of the Ox mineralization were drilled between 1968 and 1981 but Gold Reach does not have assay certificates or any remaining core for these holes to support the analyses, therefore portions of the higher grade near surface mineralization at Ox are not reflected in the current resource estimate. There has been no shallow drill testing of the east side of the Ox deposit and if the revised structural model proves to be accurate there is potential for considerable near surface higher grade tonnage in this area. Additional shallow drilling at Ox is planned for 2013 and has good potential to increase grades and tonnages within the near surface portion of the deposit.

The Damascus Fault is a major north-south trending structure that transects the entire property, hosting high grade silver mineralization at the Damascus prospect and also offsetting mineralization at the Ox deposit 3.5 kilometres to the north. The Damascus Fault is also interpreted to host high grade silver mineralization at the Ox deposit, exemplified by drill hole Ox12-33 which intersected a 4 metre wide zone of “Damascus style” mineralization containing 304 g/t silver and 23% combined lead and zinc (previously released). This opens up a large area between Damascus and Ox with potential for high grade silver mineralization that has never been drill tested.

2013 Exploration Plans

The Company is planning a significant exploration program at the Ootsa property in 2013 which will include drilling, geophysical surveying, surface mapping sampling and prospecting, early stage environmental and engineering studies, and further metallurgical test work. The exploration budget and scale of the 2013 program are still being finalized.

The 2013 exploration program is scheduled to commence in late May. Drilling will initially focus on infilling and expanding higher grade near surface zones of mineralization with open pit potential at East Seel, West Seel, and Ox, and then step out to test several exploration targets within and around the main deposits. Several high priority geophysical targets on the property will be drill tested following additional geophysical surveying and surface work.

For more information please see our website at http://goldreachresources.com. All of our recent news releases can be viewed on the Company's website at http://goldreachresources.com/news/2013/.

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 open for expansion. The Company has recently added the discovery of the West Seel 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 deposit contains 67.8 million tonnes of indicated resources and 410.9 million tonnes of inferred resources at a 0.2% copper equivalent cut off. The Ox deposit contains 52.65 million tonnes of inferred resources at a 0.2% copper equivalent cut off.

Dr. Shane Ebert, P. Geo. is the Qualified Person responsible for the preparation of 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:

Shane Ebert, President
Telephone: 604-718-5454

Item 9: Date of Report

May 1, 2013