

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1: Name and Address of Company

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Item 2: Date of Material Change

October 9, 2013

Item 3: News Release

The news release was disseminated on October 9, 2013 through Canada Stockwatch and filed on SEDAR.

Item 4: Summary of Material Change

GOLD REACH RECEIVES FINAL ASSAYS FOR OX AND SUMMARIZES THE 2013 OX DRILLING PROGRAM

Gold Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) is pleased to announce that assay results for holes Ox13-125 to 134 from the Ox deposit have been received. The Ox deposit is located 4 kilometres north-northeast of the Company's West Seel discovery, and both deposits occur on 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

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HIGHLIGHTS

- **Ox Drilling is complete and all assays have been received**
 - A summary of the top 10 drill results from Ox is presented below.
 - A total of 17,370.2 metres were drilled at Ox in 90 holes.
 - Advanced metallurgical test work is in progress.
 - A resource update on the Ox deposit has been initiated with results expected in the 4th quarter of this year.
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- **Anomalous mineralization identified east of Ox at the Bull Target**

- A new zone containing anomalous to low grade mineralization has been identified east of Ox and is termed the Bull Target.
- The Bull Target has been identified over a length of 300 metres and the zone could have potential for mineralization at depth.
- Hole Ox13-132 at the Bull Target hit 2 metres of 4.73 g/t gold and 39.6 g/t silver.

The 2013 drilling at the Ox deposit has focused on infilling and expanding near surface mineralization along a higher grade core that runs the length of the system, and is looking to increase resource categories, tonnage, and grade of the deposit. The drilling program is now focusing on infilling and expanding the large resource base at the Seel deposit.

Ox Drill Results

An updated drill hole location map for Ox is available here <http://goldreachresources.com/resources/Ox-2013-drill-hole-location-map.jpg>. The final 5 holes into the Ox deposit targeted the lower grade west side of the deposit (holes Ox13-125 to 129) looking to expand lower grade mineralization and define the limit of mineralization in that direction. All 5 holes intersected significant widths of mineralization as summarized in the table below.

Hole Ox13-126 returned 101.7 metres grading 0.21% copper and 0.020% molybdenum (0.33% copper equivalent) from 74 to 175.7 metres depth, including 10 metres grading 0.45% copper and 0.020% molybdenum (0.62% copper equivalent) from 124 to 134 metres depth. Hole Ox13-127 returned 200 metres grading 0.24% copper and 0.023% molybdenum (0.37% copper equivalent) from 154 to 354 metres depth, including 14 metres grading 0.39% copper and 0.025% molybdenum (0.57% copper equivalent) from 338 to 352 metres depth.

Summary of select drill intercepts – Holes Ox13-125 to 129

Drill Hole	From (m)	To (m)	Width (m)*	Cu %	Mo%	Au g/t	Ag g/t	Cu Eq.%**
Ox13-125	88.5	120.0	31.5	0.17	0.016	0.03	0.81	0.26
Ox13-125	134.0	179.8	45.8	0.20	0.015	0.03	1.04	0.29
Ox13-126	36.0	60.5	24.5	0.21	0.007	0.03	1.95	0.28
Ox13-126	74.0	175.7	101.7	0.21	0.020	0.03	2.44	0.33
including	124.0	134.0	10.0	0.45	0.020	0.06	5.92	0.62
Ox13-126	178.1	188.0	9.9	0.33	0.014	0.03	4.40	0.45
Ox13-127	90.0	98.0	8.0	0.25	0.003	0.04	2.03	0.31
Ox13-127	130.0	135.9	5.9	0.27	0.006	0.03	2.89	0.34
Ox13-127	154.0	354.0	200.0	0.24	0.023	0.03	1.81	0.37
including	156.4	176.0	19.6	0.34	0.031	0.05	2.06	0.52
including	338.0	352.0	14.0	0.39	0.025	0.07	4.03	0.57
Ox13-128	58.0	158.0	100.0	0.20	0.020	0.03	1.22	0.31
Ox13-129	44.0	97.4	53.4	0.23	0.007	0.02	0.94	0.28
Ox13-129	107.6	118.5	10.9	0.37	0.007	0.07	1.73	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 copper, molybdenum, gold and silver 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 silver, and \$10/lb molybdenum using the formula $Cu\ Eq.\% = Cu\% + (Au\ g/t \times 0.701) + (Ag\ g/t \times 0.0087) + (Mo\% \times 4.01)$.

The results are consistent with previous drilling along the west side of Ox and the mineralization remains open to the west on some sections.

Bull Target

The Bull Target is located on the east side of the Ox intrusion (see drill hole location map above) about 450 metres east of Ox, and consists of a zone of alteration and anomalous Cu-Mo-Au-Ag mineralization that is at least 300 metres long and 100 metres wide. The zone is exposed at surface in one location and was first drill tested by Gold Reach in 2007. Holes Ox13-131, 133, and 134 intersected significant widths of anomalous copper highlighted by hole Ox13-131 which intersected 87.6m grading 0.12% copper with elevated gold and silver (0.17% copper equivalent), including a 4 metre interval grading 0.25% copper and 4.45 g/t silver (0.35% copper equivalent). Hole Ox12-134 intersected 58 metres grading 0.12% copper and 0.012% molybdenum (0.19% copper equivalent).

Cross section P-P' http://goldreachresources.com/_resources/Bull-Section-P-P-2013.jpg shows holes Ox13-133 and 134 and highlights the distribution of anomalous mineralization in the zone. Narrow zones of precious metal mineralization have been encountered at the Bull Target. Hole Ox13-132 intersected several zones with anomalous gold including a 2 metre interval containing 4.73 g/t gold and 39.6 g/t silver associated with a 5 centimetre wide quartz vein containing arsenopyrite and minor chalcopyrite.

The Bull Target contains potassic, clay, and propylitic alteration assemblages along with variable quartz veining. Based on alteration assemblages and the presence of precious metal veins it is speculated that the Bull Target could represent the upper portions of a porphyry system and a more continuous and stronger zone of mineralization (analogous to the Ox deposit on the west side of the Ox Fault) could occur at depth associated with better developed potassic alteration.

Summary of the 2013 Ox Drilling Program

Ox drilling is complete and all assays for the zone have been received. During 2013 a total of 17,370.2 metres were drilled at Ox and the surrounding area in 90 holes. The north end of the deposit has been extended over 200 metres to the east, and a continuous higher grade core to the system has been delineated over an area 850 metres by 100 metres wide by 100 metres deep within a larger zone of mineralization 1000 metres long by 175 to 200 meters wide by 150 to 250 metres deep.

The top 10 drill holes from the 2013 drilling at Ox are summarized in the table below.

Summary of the Top 10 Ox Holes Drilled in 2013

Drill Hole	From (m)	To (m)	Width (m)*	Cu %	Mo%	Au g/t	Ag g/t	Cu Eq.%**
Ox13-46	5.1	167	161.9	0.36	0.028	0.06	1.85	0.53
including	19	97	78	0.49	0.035	0.08	2.15	0.71
Ox13-61	7.7	76.2	68.5	0.4	0.048	0.07	1.46	0.65
including	22	72	50	0.46	0.055	0.09	1.67	0.76
Ox13-62	5.8	86	80.2	0.43	0.035	0.07	1.73	0.63
including	44	86	42	0.51	0.041	0.09	1.99	0.75
Ox13-70	11.1	202	190.9	0.29	0.035	0.05	1.97	0.48
including	122	202	80	0.36	0.039	0.06	2.8	0.58
including	144	158	14	0.81	0.030	0.14	6.66	1.1
Ox13-71	24.6	384	359.4	0.25	0.031	0.04	1.19	0.41
including	24.6	197	172.4	0.32	0.042	0.06	1.87	0.55
including	57	109	52	0.5	0.037	0.09	2.65	0.73
Ox13-78	8.7	234.3	225.6	0.3	0.032	0.05	1.73	0.48
including	74	100	26	0.44	0.032	0.06	2.43	0.63
Ox13-80	18.3	246	227.7	0.34	0.032	0.05	1.73	0.52
including	28	45.6	17.6	0.46	0.024	0.07	2.23	0.62
Ox13-99	15.3	116.5	101.2	0.33	0.035	0.07	1.78	0.53
including	76	116.5	40.5	0.46	0.046	0.1	2.69	0.74
Ox13-110	5.4	108.7	103.3	0.44	0.04	0.06	1.89	0.66
including	5.4	46	40.6	0.57	0.034	0.09	2.62	0.79
Ox13-112	10	125	115	0.39	0.024	0.08	1.91	0.56
including	36	125	89	0.42	0.021	0.08	2.04	0.58
including	52	66	14	0.88	0.015	0.17	4.06	1.09

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

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The 2013 Ox drilling has intersected grades significantly above the modeled grades based on the previous resource estimate, and the Company anticipates significant increases in grade as well as tonnage are possible with the next resource update.

Advanced metallurgical test work on Ox mineralization is in progress and a resource update has been initiated with results expected in the fourth quarter of this year.

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 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.

At the end of 2012, the Seel deposit contained 67.8 million tonnes of indicated resources and 410.9 million tonnes of inferred resources at a 0.2% copper equivalent cut off, and the Ox deposit contained 52.65 million tonnes of inferred resources at a 0.2% copper equivalent cut off. Since that resource calculation the Company has drilled an additional 25,700 metres in 114 holes with drilling ongoing, and increases in grade and tonnage are anticipated during the next resource update.

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 AGAT Laboratories 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 45 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.Geol., 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:

Shane Ebert, President
Telephone: 604-718-5454

Item 9: Date of Report

October 9, 2013