

**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

November 4, 2013

Item 3: News Release

The news release was disseminated on November 4, 2013 through Canada Stockwatch and Market News and filed on SEDAR.

Item 4: Summary of Material Change

GOLD REACH DRILLS 92.4 METRES OF 0.76% COPPER EQUIVALENT AT EAST SEEL AND 305.2 METRES OF 0.57% COPPER EQUIVALENT AT WEST SEEL

Gold Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) is pleased to announce that assay results for holes S13-160 to 164 from the East and West Seel deposits have been received. The East Seel deposit is located adjacent to the Company's West Seel discovery, and both occur 4 kilometres south-southwest of the Company's Ox deposit. All 3 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

Gold Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) is pleased to announce that assay results for holes S13-160 to 164 from the East and West Seel deposits have been received. The East Seel deposit is located adjacent to the Company's West Seel discovery, and both occur 4 kilometres south-southwest of the Company's Ox deposit. All 3 deposits occur on the Company's 100% owned Ootsa Property located adjacent to the producing Huckleberry Mine south of Smithers, British Columbia.

HIGHLIGHTS

- **East Seel Deposit – High Grade Intercepts Continue**
 - Hole S13-160 intersected 104.3m of 0.65% copper equivalent from 72.7 to 177m depth, including 74m grading 0.75% copper equivalent, and 28m of 0.87% copper equivalent.
 - Hole S13-163 intersected 92.4m of 0.76% copper equivalent including 38m grading 1.15% copper equivalent.
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- Hole S13-164 intersected 118.9m of 0.69% copper equivalent from 44.1 to 163m depth, including 48.9m grading 0.85% copper equivalent.
- **West Seel Deposit – Long Mineralized Intercept**
 - Hole S13-162 intersected 305.2m of 0.57% copper equivalent including 203.5m of 0.66% copper equivalent.
 - The mineralization encountered in hole S13-162 remains open to the north.

The 2013 drilling program is focusing on infilling and expanding known zones of higher-grade near-surface mineralization at Ox, East Seel, and West Seel. Two drills are currently active on the project with one drilling at the East Seel deposit and the second testing geophysical targets.

East Seel Drill Results

An updated drill hole location map for the Seel deposit is available here http://goldreachresources.com/resources/seel/images/seel_location_map.png and East Seel cross section 16 showing hole S13-160 is available here http://goldreachresources.com/resources/seel/images/east_seel_section_16.png. East Seel cross section A-A' showing holes S13-163 and 164 is available here http://goldreachresources.com/resources/seel/images/east_seel_section_aa.png.

Hole S13-160 was drilled out the northwest side of East Seel cross section 16 and intersected 104.3 metres grading 0.34% copper and 0.42 g/t gold (0.65% copper equivalent) from 72.7 to 177 metres depth. Included within this interval is 74 metres grading 0.41% copper and 0.47 g/t gold (0.75% copper equivalent) and 28 metres grading 0.47% copper and 0.55 g/t gold (0.87% copper equivalent).

Hole S13-163 and 164 were drilled toward the northeast, oblique to the main cross sections, and were designed to intersect the North Fault and help constrain the northeast boundary to the East Seel deposit. Hole S13-163 intersected 25.8 metres grading 0.33% copper and 0.31 g/t gold (0.56% copper equivalent) from 56.3 to 82.1 metres depth, followed by 92.4 metres grading 0.52% copper, 0.20 g/t gold, and 11.89 g/t silver (0.76% copper equivalent) from 92.6 to 185 metres depth. Included in this interval is 38 metres grading 0.84% copper, 0.13 g/t gold, and 25.39 g/t silver (1.15% copper equivalent) from 139 to 177 metres depth. Hole S13-164 intersected 118.9 metres grading 0.38% copper and 0.42 g/t gold (0.69% copper equivalent) from 44.1 to 163 metres depth, including 48.9 metres grading 0.45% copper and 0.54 g/t gold (0.85% copper equivalent).

Summary of select drill intercepts – East Seel Holes S13-160, 163, 164

Drill Hole	From (m)	To (m)	Width (m)*	Cu %	Au g/t	Ag g/t	Mo %	Cu Eq.%**
S13-160	72.7	177.0	104.3	0.34	0.42	1.54	-	0.65
including	77.0	151.0	74.0	0.41	0.47	1.67	-	0.75
including	121.0	149.0	28.0	0.47	0.55	1.85	-	0.87
S13-160	197.0	207.0	10.0	0.24	0.29	1.10	-	0.45
S13-163	56.3	82.1	25.8	0.33	0.31	1.66	-	0.56
S13-163	92.6	185	92.4	0.52	0.20	11.89	-	0.76
including	139.0	177.0	38.0	0.84	0.13	25.39	-	1.15
S13-164	44.1	163.0	118.9	0.38	0.42	2.17	-	0.69
including	44.1	93.0	48.9	0.45	0.54	2.00	-	0.85

*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 East Seel drill program continues to intersect strong copper and gold grades in a near surface zone that is covered by 7 to 50 metres of glacial gravels. To date the deposit has been delineated over widths up to 275 metres and to depths up to 250 metres and has been traced 250 metres along strike in a southwest to northeast direction and the deposit remains open to the southwest.

West Seel Drill Results

Holes S13-161 and 162 are located at the West Seel deposit and are shown on West Seel Section 10 NE available here http://goldreachresources.com/resources/seel/images/west_seel_section_10ne.png.

Hole S13-161 was drilled on the edge of the mineralized zone and intersected several low grade zones of mineralization starting at 28 metres depth as summarized in the table below. Hole S13-162 was a vertical hole collared near the intrusive contact with the sedimentary wall rocks. The hole intersected 305.2 metres grading 0.27% copper, 0.18 g/t gold, 3.90 g/t silver, and 0.036% molybdenum (0.57% copper equivalent) from 144 metres to the end of the hole at 449.2 metres depth. Included in this intervals is 203.5 metres grading 0.30% copper, 0.22 g/t gold, 4.11 g/t silver and 0.043% molybdenum (0.66% copper equivalent).

The mineralization encountered in hole S13-162 remains open to the north and at depth and more drilling is required to find the extents of the system in this area.

Summary of select drill intercepts – West Seel Holes S13-161 and 162

Drill Hole	From (m)	To (m)	Width (m)*	Cu %	Au g/t	Ag g/t	Mo %	Cu Eq.%**
S13-161	28.0	44.0	16.0	0.19	0.07	4.33	0.015	0.34
S13-161	60.0	100.0	40.0	0.18	0.12	4.84	0.018	0.38
S13-161	120.0	200.0	80.0	0.19	0.11	4.90	0.010	0.35
S13-162	50.0	76.0	26.0	0.22	0.11	5.09	0.012	0.39
S13-162	144.0	449.2 EOH	305.2	0.27	0.18	3.90	0.036	0.57
including	244.0	447.5	203.5	0.30	0.22	4.11	0.043	0.66

*Width refers to drill hole intercepts, true widths have not been determined. EOH = end of hole.

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Drilling Update

Two drills are currently active on the Ootsa property with one drilling at the East Seel zone and the second testing a geophysical anomaly located between the Ox deposit and the Huckleberry Mine. Assay results for the first 18 holes drilled at Seel have been received (holes S13-147 to 164). An additional 19 holes have been completed at Seel (S13-165 to 183) and are in the lab getting assayed.

Additional information is available on our website at www.goldreachresources.com.

About Gold Reach Resources

The 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 completed over 105,000 metres of core drilling on the property to date, with over 30,000 meters completed during 2013. Two drills are currently working on the project which is being advanced towards preliminary economics. An updated resource for the Ox deposit is expected in the fourth quarter of 2013 and an updated resource on the Seel deposit is expected in the first quarter of 2014.

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.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:

Shane Ebert, President
Telephone: 604-718-5454

Item 9: Date of Report

November 4, 2013