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

January 20, 2014

Item 3: News Release

The news release was disseminated on January 20, 2014 through Market Wire and Canada Stockwatch and filed on SEDAR.

Item 4: Summary of Material Change

GOLD REACH INTERSECTS 179.5 METRES OF 0.80% COPPER EQUIVALENT INCLUDING 96 METRES OF 1.04% COPPER EQUIVALENT AND 24 METRES OF 2.01% COPPER EQUIVALENT AT EAST SEEL

Reach Resources Ltd. (GRV: TSX-V) (Gold Reach and/or the Company) is pleased to announce that assay results for holes S13-183 to 186 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 south of Smithers British Columbia, adjacent to the producing Huckleberry Mine.

Item 5: Full Description of Material Change

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HIGHLIGHTS

- **East Seel Deposit – High Grade Intercepts Continue**
  - Hole S13-183 intersected 179.5m of 0.80% copper equivalent from 30.5 to 210m depth,
  - including 96m grading 1.04% copper equivalent from 38 to 134m depth,

- including 24m grading 2.01% copper equivalent from 76 to 100m depth.

- **24m of 2.01% copper equivalent in hole S13-183 represents the highest grade interval with significant width ever encountered at the East Seel Deposit**

The 2013 drilling program at the Ootsa project was focused on infilling and expanding higher-grade zones of near-surface mineralization at Ox, East Seel, and West Seel and was successful in achieving that goal. Results for 13 additional drill holes from the 2013 program are still pending.

East Seel Drill Results

An updated drill hole location map for the Seel deposit is available here http://goldreachresources.com/_resources/images/seel/Seel_drill_hole_location_map_Jan_20_2014.png. East Seel cross section 14.5 showing holes S13-183 and 186 is available here http://goldreachresources.com/_resources/images/seel/E_Seel_section_14.5.png and East Seel cross section 13 showing holes S13-184 and 185 is available here http://goldreachresources.com/_resources/images/seel/E_Seel_section_13.png.

Hole S13-183 was a vertical infill hole drilled between East Seel sections 14 and 15 and is shown on East Seel cross section 14.5. The hole intersected 179.5 metres grading 0.43% copper and 0.50 g/t gold (0.80% copper equivalent) from the base of gravel cover at 30.5 metres to 179 metres depth. Included in this interval is 96 metres grading 0.58% copper and 0.62 g/t gold (1.04% copper equivalent) from 38 to 134 metres depth, and 24 metres grading 1.11% copper and 1.22 g/t gold (2.01% copper equivalent) from 76 to 100 metres depth. This 24 metre interval grading 2.01% copper equivalent represents the highest grade interval with significant width encountered at East Seel to date. Hole S13-186 is also shown on East Seel cross section 14.5 and tested the southeast side of the deposit. The hole intersected 77.9 metres grading 0.24% copper and 0.21 g/t gold (0.41% copper equivalent) from 53.1 to 131 metres depth.

Holes S13-184 and 185 are located on East Seel section 13. Hole S13-184 intersected 142.4 metres grading 0.22% copper and 0.18 g/t gold (0.38% copper equivalent) from 39.6 to 182 metres depth. Hole S13-185 intersected 3 zones of mineralization as summarized in the table below. On East Seel Section 13 the stronger mineralization correlates reasonably well with a coarse crowded feldspar porphyry intrusive which hosts the bulk of the East Seel deposit. This intrusive is getting smaller in size and becoming more irregular in distribution towards the southwest end of the East Seel deposit.

Summary of select drill intercepts – East Seel Holes S13-183 to 186

Drill Hole	From (m)	To (m)	Width (m)*	Cu %	Au g/t	Ag g/t	Mo %	Cu Eq.%**
S13-183	**30.5**	**210.0**	**179.5**	**0.43**	**0.50**	**1.93**	**-**	**0.80**
including	**38.0**	**134.0**	**96.0**	**0.58**	**0.62**	**2.75**	**-**	**1.04**
including	**76.0**	**100.0**	**24.0**	**1.11**	**1.22**	**4.98**	**-**	**2.01**
S13-183	276.0	292.0	16.0	0.23	0.19	0.77	-	0.37
S13-184	39.6	182.0	142.4	0.22	0.18	1.31	0.005	0.38
S13-185	33.5	44.0	10.5	0.12	0.14	0.57	-	0.22
S13-185	60.0	108.0	48.0	0.15	0.16	0.82	-	0.27
S13-185	148.0	164.0	16.0	0.12	0.14	0.51	-	0.22
S13-186	53.1	131.0	77.9	0.24	0.21	1.35	0.003	0.41

*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 x 0.701) + (Ag g/t x 0.0087) + (Mo% x 4.01).

Dr. Shane Ebert, President of the company stated, "we are very pleased to see more exceptionally high grade intersections continue to come out of the East Seel zone. Strong grades have been intersected consistently from East Seel section 14 to East Seel section 17 over a strike length of about 200 metres. This higher grade core to the East Seel deposit shows widths up to 150 metres and extends to depths up to 150 metres and occurs within a larger mineralized zone that measures approximately 350 metres in length by up to 275 metres wide and up to 300 metres deep. Although smaller than the adjacent West Seel deposit, we anticipate the strong grades in the near surface East Seel deposit will play an important role in future economic studies at the Ootsa project".

West Ox Target

Four exploration holes were drilled into the West Ox Target, a large geophysical anomaly located 1.5 to 3 kilometres west of the Ox deposit. The holes tested geophysical chargeability highs and the margins of chargeability highs along with coincident resistivity lows and locally corresponding magnetic anomalies. No significant intervals of mineralization were encountered in the drilling.

All 4 drill holes intersected bedded clastic sedimentary rocks, dominantly black mudstones with lessor gray silt and sandstones, and all holes contained zones of hydrothermal alteration with widespread sulfides comprised mainly of pyrite and pyrrhotite with locally minor chalcopyrite, sphalerite, and galena. In places the sedimentary rocks contain 5 to 6% pyrrhotite and are strongly magnetic. Graphite occurs locally.

Narrow intervals of altered porphyry intrusive were intersected in some holes, but a larger intrusive body has not yet been found. Preliminary interpretation of the drill core suggests the West Ox drill holes have intersected a large zone of pyrite-pyrrhotite hornfels and "sulfide halo" which could occur adjacent to a large intrusive system. This would be analogous to the large pyrite-pyrrhotite halo that surrounds the Ox intrusion at the Ox deposit. The presence of narrow porphyry dikes and small zones of chalcopyrite bearing potassic alteration in the West Ox holes are positive indicators that mineralized zones could occur nearby. Roughly two thirds

of the West Ox chargeability anomaly remains untested and additional exploration work will be required to fully test the zone for porphyry style mineralization.

Drilling Update

The 2013 drill program is now complete. Assay results for the first 40 holes drilled at Seel have been received (holes S13-147 to 186) and released. An additional 13 holes have been completed at Seel (S13-187 to 199) and will be released shortly.

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 134,878 metres of core drilling on the property, with 36,135 meters completed during 2013. An updated resource for 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

January 20, 2014