

**FORM 51-102F3
Material Change Report**

ITEM 1. NAME AND ADDRESS OF COMPANY

Goldrea Resources Corp. ("Goldrea", or the "Company")
2A-15782 Marine Drive
White Rock, BC V4B 1E6

ITEM 2. DATE OF MATERIAL CHANGE

April 12, 2012

ITEM 3. PRESS RELEASE

The news release was disseminated through Stock Watch and MarketNews and filed on SEDAR on April 12, 2012.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company reports it has entered into a loan agreement with three individual lenders to loan the Company the total sum of Rmb 1,200,000 (approximately CDN \$200,000) at 11% interest per annum repayable in 18 months from the date of advance of funds. The Company has agreed to issue one million shares of its common shares subject to a four month and one day hold period as a bonus for granting the loan.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

Please see the Company's news release dated April 12, 2012, which is available at www.sedar.com

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

None.

ITEM 8. EXECUTIVE OFFICER

Contact: Larry W. Reaugh, President and Chief Executive Officer
Telephone: 604-531-9639

ITEM 9. DATE OF REPORT

April 12, 2012