

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

March 8, 2011

ITEM 3. PRESS RELEASE

The news release was disseminated through Stock Watch and MarketNews and filed on SEDAR on March 8, 2011.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announces that Goldrea Resources Corp. has concluded, after consultation with APEC International Investment Group Ltd. of Sydney, Australia to terminate negotiations toward closing the Binding Letter of Contract offered on behalf of Ryhat Inc. International Finance Luxembourg for an investment loan of \$16.5-million US.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

Please see the Company's news release dated March 8, 2011, 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

March 8, 2011