

**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**

July 28, 2011

**ITEM 3. PRESS RELEASE**

The news release was disseminated through Stock Watch and MarketNews and filed on SEDAR on July 28, 2011.

**ITEM 4. SUMMARY OF MATERIAL CHANGE**

The Company announces that the Golden Rose Mine in Shandong, China, produced 1,289 tonnes at an average grade of 2.23 grams per tonne during the month of June, which is 0.20 grams per tonne higher than the revised NI 43-101 Indicated Mineral Resource Estimate published in May 2010. This NI 43-101 showed an indicated mineral resource of 2.67 million tonnes at 2.03 grams per tonne and included 10% dilution; it was based on data from 169 diamond drill holes totaling over 50,115 meters (164,400 ft).

**ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE**

Please see the Company's news release dated July 28, 2011, which is available at [www.sedar.com](http://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**

July 28, 2011