

# MATERIAL CHANGE REPORT

Form 51-102F3

Section 7.1 of National Instrument 51-102

## Item 1. Name and Address of Company

GoldTrain Resources Inc.  
#1801-180 Dundas Street West  
Toronto, Ontario M5G 1Z8  
Telephone: (416) 595-5151  
Facsimile: (416) 595-5959

## Item 2. Date of Material Change

November 2, 2011

## Item 3. News Release (including date and method of dissemination)

A new release was issued via Marketwire on November 2, 2011.

## Item 4. Summary of Material Change

GoldTrain Resources Inc. ("**GoldTrain**") announced the recent commencement of diamond drill programs at its properties located near Sudbury, Ontario.

## Item 5. Full Description of Material Change

GoldTrain announced the recent commencement of diamond drill programs at its properties located near Sudbury, Ontario. The planned 1200 metre program will be split between GoldTrain's Clement Township Property (the "**Clement Property**") and its Chiniguchi River Property in Janes Township (the "**Janes Property**").

Five drill holes totaling 565 metres have been completed on the Clement Property. The program was designed to follow up on three EM conductors identified from an airborne survey completed by Geotech Ltd.

A drill rig is currently being mobilized to the Janes Property where an additional 600 metres of diamond drilling is planned. This drill program will test chargeability anomalies that were identified from a down hole IP survey completed by JVX Ltd.

Assay results will be reported as they are received, compiled, and validated.

The quality control, technical information, and all aspects of the exploration program are being supervised by Joerg Kleinboeck, P. Geo, Vice-President, Exploration for GoldTrain. Mr. Kleinboeck is a qualified person as defined by National Instrument 43-101.

## Item 6. Reliance on Section 7.1(2) or (3) of National Instrument 51-102

Not applicable

## Item 7. Omitted Information

Not applicable

**Item 8. Executive Officer**

Inquiries in respect of the material change referred to herein may be made to:

Carl McGill

Chief Executive Officer

Tel: (416) 278-8406

E-mail: [carl.mcgill@goldtrain.ca](mailto:carl.mcgill@goldtrain.ca)

Web: [www.goldtrain.ca](http://www.goldtrain.ca)

**Item 9. Date of Report**

This report is dated as of the 3<sup>rd</sup> day of November, 2011.