

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

Rift Valley Resources Corp. (the “Company”)
804-750 West Pender Street
Vancouver, BC V6C 2T7

Item 2: Date of Material Change

December 19, 2017.

Item 3: News Release

A news release was issued and disseminated on December 19, 2017 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced that further to its news release of December 7, 2017, it has completed the final tranche of its non-brokered private placement issuing an additional 4,014,999 common shares at a price of \$0.075 per common share, raising additional gross proceeds of \$301,125. The total proceeds raised in both tranches was \$323,625.

Item 5: Full Description of Material Change

The Company announced that further to its news release of December 7, 2017, it has completed the final tranche of its non-brokered private placement issuing an additional 4,014,999 common shares at a price of \$0.075 per common share, raising additional gross proceeds of \$301,125. The total proceeds raised in both tranches was \$323,625.

The net proceeds from the private placement will be used for on-going due diligence and project development of the Metrolink Solutions Inc.’s business opportunity as mentioned in the Company’s March 22, 2017 news release as well as general and administrative costs.

All of the securities issued in connection with the private placement will be subject to a four month hold period from the closing date under applicable securities legislation. Completion of the private placement will be subject to a number of conditions including the approval of the Canadian Securities Exchange.

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

For further information, please contact:

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Item 9: Date of Report

December 20, 2017.