



**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an annual general meeting (the “**Meeting**”) of the holders of common shares of Rift Valley Resources Corp. (the “**Company**”) will be held at Suite 440 - 890 West Pender Street, Vancouver, British Columbia on Thursday, September 6, 2018 at 11:00 a.m. (PST) for the following purposes:

1. To receive the audited financial statements of the Company for the financial year ended December 31, 2017, the auditor’s report thereon and the management’s discussion and analysis for the financial year ended December 31, 2017;
2. To fix the number of directors for the ensuing year at five (5);
3. To elect directors of the Company for the ensuing year;
4. To appoint Davidson & Company LLP, Chartered Accountants, as auditors for the ensuing year and to authorize the directors to fix the auditor’s remuneration;
5. To re-approve by ordinary resolution the 10% stock option plan of the Company; and
6. To transact any other business that may properly come before the meeting and any adjournment thereof.

Accompanying this notice is the Information Circular. The Information Circular contains details of matters to be considered at the Meeting.

**Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting, must complete, date and execute the enclosed form of proxy, or another suitable form of proxy, and deliver it by hand, by mail or by fax in accordance with the instructions set out in the form of proxy and in the Information Circular accompanying this Notice.**

**Shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy and in the Information Circular to ensure that their shares will be voted at the Meeting.**

DATED at Vancouver, British Columbia, this 16<sup>th</sup> day of July, 2018.

**RIFT VALLEY RESOURCES CORP.**

*“Griffin Jones”*

Griffin Jones,  
CEO