

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

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

Item 2: Date of Material Change

November 29, 2018

Item 3: News Release

A news release was issued and disseminated on November 29, 2018 filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced that it has now closed its first tranche of its October 02 2018 announced of private placement of Units at \$0.075. The total monies raised from the sale of 1,674,800 Units is \$125,610.

Item 5: Full Description of Material Change

The Company announced that it has now closed its private placement of Units at \$0.075. The total monies raised from the sale of 1,674,800 Units is \$125,610. (Partial Units are rounded up to the next full Unit).

The net proceeds from this Private Placement of Units are being used in the ongoing project development and equipment build-out of Metrolink Solutions Inc.’s communication systems business opportunities as well as general and administrative costs.

The net proceeds from this and subsequent tranches of the Private Placement of Units will be used for on-going due diligence and project development of Metrolink Solutions Inc.’s communication systems business opportunity as mentioned in previous news releases 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

November 29, 2018.