

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1: Name and Address of Reporting Issuer

Rift Valley Resources Corp. (the “**Company**”)
2607-1128 Alberni Street
Vancouver, BC V6E 4R6

Item 2: Date of Material Change

July 23, 2020.

Item 3: News Release

A news release was issued and disseminated on July 23, 2020 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced that it has closed its non-brokered private placement (the “**Private Placement**”) issuing a total of 20,950,000 units (the “**Units**”) at a price of \$0.05 per Unit raising gross proceeds of \$1,047,500.

See Item 5 for full details.

Item 5: Full Description of Material Change

The Company announced that it has closed its Private Placement issuing a total of 20,950,000 Units at a price of \$0.05 per Unit raising gross proceeds of \$1,047,500.

Each Unit consists of one common share (the “**Shares**”) of the Company and one-half of one non-transferable common share purchase warrant (the “**Warrants**”) exercisable at \$0.15 per Share for a period of 2 years (the “**Closing Date**”) from the date of issuance.

The Shares and Warrants are subject to a statutory four month hold period from the Closing Date.

The net proceeds from this Private Placement will be used for continuing project development of a broadband wireless network in Crockett Texas and general and administrative costs.

It is estimated that there are over 160 million people, primarily in rural areas in the USA, who have limited or no access to true broadband internet connectivity.

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

Griffin Jones, CEO

604 682 7339 or gjones@ruralinkwireless.com

Item 9: Date of Report

July 23, 2020.