

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

Item 1: Name and Address of Reporting Issuer

Rift Valley Resources Corp. (the “**Company**”)
400 – 1681 Chestnut Street
Vancouver BC V6J 4M6

Item 2: Date of Material Change

October 8, 2021.

Item 3: News Release

A news release was issued and disseminated on October 8, 2021 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**”). See Item 5 for further details.

Item 5: Full Description of Material Change

The Company announced that it has closed its Private Placement issuing a total of 5,714,286 units (the “**Units**”) at a price of \$0.07 per Unit raising gross proceeds of \$400,000.

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

No finder’s fees were paid in connection with the Private Placement.

All securities issued 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 its broadband wireless networks in Crockett, Texas and the Bend, Oregon area and for general working capital.

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

For more information, please contact Mr. Griffin Jones 604.682.7339 or gjones@ruralinkwireless.com

Item 9: Date of Report

October 8, 2021.