

Form 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 Reporting Issuer

ROSS RIVER MINERALS INC. (the "Company")
1430-800 West Pender St.
Vancouver, British Columbia V6C 2V6

ITEM 2 Date of Material Change

January 26, 2018

ITEM 3 News Release

A press release setting out information relating to the material change described herein was issued by the Company on January 26, 2018 and disseminated through the facilities of Stockwatch.

ITEM 4 Summary of Material Change

The Company announced the resignations of John Drove and Randall Saunders as directors of the Company and the appointments of Helen Ko and Alex Klenman as directors of the Company.

ITEM 5 Full Description of Material Change

See the press release attached hereto.

ITEM 6 Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not Applicable

ITEM 7 Omitted Information

Not Applicable

ITEM 8 Executive Officer

Alex Klenman
Tel: (604) 638-8063

ITEM 9 Date of Report

July 5, 2018

ROSS RIVER MINERALS INC.

1106 – 750 West Pender St.
Vancouver, BC V6C 2T8
604-336-8558

PRESS RELEASE

ROSS RIVER MINERALS ANNOUNCES PRIVATE PLACEMENT

Vancouver, BC, Canada – January 26, 2018 – Ross River Minerals Inc. (the "Company") (TSX-V: RRM.H) announces that it intends to complete a non-brokered private placement (the "Financing") to raise up to \$1,400,000 through the issuance of up to 186,666,667 units at a price of \$0.0075 per unit, each unit to consist of one share and one full warrant, each full warrant exercisable at \$0.01 for a period of two year.

The Company, on closing of the Financing, will complete the shareholder approved consolidation of its common shares on the basis of 20 old shares for 1 new share resulting in 13,084,332 new shares and 9,333,333 warrants outstanding. Each warrant would be exercisable at a price of \$0.20 for one year.

The Company intends to use the proceeds of the Financing to repay certain indebtedness, and for general working capital purposes. Closing of the Financing is conditional upon the Company obtaining TSX Venture Exchange approval.

In addition John Drove and Randall Saunders have resigned as Directors of the Company. They have been replaced by Helen Ko & Alex Klenman. The Company would like to thank John and Randall for their past efforts.

On Behalf of the Board of Directors of
ROSS RIVER MINERALS INC.

"M.N.Foster"

Marcus N. Foster
President

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Statements included in this announcement, including statements concerning our plans, intentions and expectations, which are not historical in nature are intended to be, and are hereby identified as, "forward-looking statements". Forward-looking statements may be identified by words including "anticipates", "believes", "intends", "estimates", "expects" and similar expressions. The Company cautions readers that forward-looking statements, including without limitation those relating to the Company's future operations and business prospects, are subject to certain risks and uncertainties that could cause actual results to differ materially from those indicated in the forward-looking statements.