

**Form 51-102F3  
Material Change Report**

**1. Name and Address of Company**

Ringbolt Ventures Ltd. (the "Company")  
Suite 306 595 Howe Street  
Vancouver, BC  
V6C 2T5

**2. Date of Material Change**

July 22, 2009

**3. News Release**

A news release was issued on July 22, 2009 and disseminated through Canada Stockwatch and Market News.

**4. Summary of Material Change**

The Company announced Mr. Eunho Lee had resigned as a director and chief financial officer of the Company.

**5.1 Full Description of Material Change**

See attached news release.

**5.2 Disclosure for Restructuring Transaction**

Not applicable.

**6. Reliance on subsection 7.1(2) of National Instrument 51-102**

Not applicable

**7. Omitted Information**

Not applicable

**8. Executive Officer**

Simon Tam, President, is knowledgeable about the material change set forth herein and can be reached at (604) 638-7382.

**9. Date of Report**

July 22, 2009

**Ringbolt Ventures Ltd.**  
**Suite 306 - 595 Howe Street, Vancouver, BC V6C 2T5**  
**Telephone: (604) 638-7382 Facsimile: (604) 871-9926**

**July 22, 2009**

**TSX-V: RBV**

**News Release**

**Director Resigns**

**VANCOUVER, July 22, 2009 – Ringbolt Ventures Ltd. (TSXV: RBV)** (the “Company”) wishes to announce that Mr. Eunho Lee has resigned as a director and chief financial officer of the Company. The Company would like to thank Mr. Lee for his contribution and wishes him well in his future interests.

On behalf of the Board of Directors  
**Ringbolt Ventures Ltd.**

“Simon Tam”  
Simon Tam  
Director

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