

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

June 21, 2011

3. News Release

A news release was issued on June 21, 2011 and disseminated through Canada Stockwatch, Market News and Marketwire, and was filed via SEDAR on June 21, 2011.

4. Summary of Material Change

The Company commences drilling at Lisbon Valley potash Project

5. Full Description of Material Change

The Company announces that it has commenced drilling on its Lisbon Valley Potash Project in Utah. The planned drilling program is to test the potash and salt horizons on one of its state leases. The state lease is located on section 36, township 29.5 south and range 25 east. The drill plan is to use reverse circulation drilling to the top of salt bed 5 at an approximate depth of 2,800 feet where there is a reported historical assay of 18.5% K₂O and then core drill the potash bed. Reverse circulation drilling will continue to the top of salt bed 9 at an approximate depth of 3,770 feet where there is a reported historical assays of 31.09% K₂O. This potash bed will then be core drilled.

Potash was first discovered in the Paradox Basin in an oil and gas well in 1924. In 1962, Superior Oil Company drilled the first potash at the crest of the Lisbon Valley anticline. Since 1964, potash and by product salt have been produced from the Cane Creek mine. The Cane Creek mine was first owned and operated by Texas Gulf Sulphur, and is now owned and operated by Intrepid Potash Company. Potash was originally produced by underground mining and, in 1970, the mine was converted to solution mining. Solution mining has proven to be the ideal process in the project area because of the hot summers and low humidity. The mine has produced nearly continuously since 1964, and reportedly has a future mine life of 30 years.

"The commencement of drilling at the Lisbon Valley Potash Project is the start of Ringbolt's plan to aggressively develop the significant potential for large potash deposits, similar to the nearby Cane Creek potash mine owned and operated by Intrepid Potash. The Company has worked hard to gain the much needed support at the County, State and Federal levels for the last 3 years. We are now positioned to move this project forward in a timely and stable manner. We are looking

forward to advancing the Lisbon Valley project and building shareholder value in the coming year.” says Simon Tam, President of Ringbolt.

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
Tel: (604) 638-7382.

9. Date of Report

June 21, 2011