RIVERSIDE
RESOURCES INC.

1110-1111 West Georgia Street, Vancouver, BC, V6E 4M3 Tel: (778) 327-6671 Fax: (778) 327-6675

FORM 51–102F3
MATERIAL CHANGE REPORT

ITEM #1 NAME & ADDRESS OF COMPANY

Riverside Resources Inc.
1110-1111 West Georgia Street,
Vancouver, BC
V6E 4M3

(the "Company")

ITEM #2 DATE OF MATERIAL CHANGE

December 6, 2016

ITEM #3 NEWS RELEASE

A news release announcing the material changes referred to in this report was disseminated on December 6, 2016 through Marketwired News Publishing and Canada Stockwatch, and was SEDAR filed with the British Columbia, Alberta and Ontario Securities Commissions and the TSX Venture Exchange.

ITEM #4 SUMMARY OF MATERIAL CHANGE

The Company announced that it has signed an option agreement (the "Agreement") with Silver Viper Minerals Corp. ("Silver Viper") for the Clemente Project (the "Project") in Sonora, Mexico.

ITEM #5 FULL DESCRIPTION OF MATERIAL CHANGE

The Company announced that it has signed an option agreement (the "Agreement") with Silver Viper Minerals Corp. ("Silver Viper") for the Clemente Project (the "Project") in Sonora, Mexico. Silver Viper can earn an undivided 100% interest in the Project by paying $750,000 in cash, 2,000,000 Silver Viper common shares and incurring $4,000,000 in exploration expenditures within five (5) years. Riverside will retain a 2% net smelter returns royalty (NSR).

Option Agreement Details:

Date/Time	Cash*	Shares	Exploration Work*
Signing LOI	$15,000 (paid)	Nil	Nil
Signing Definitive Agreement	$25,000 (paid)	1,000,000 (paid)	Nil
1st Anniversary	$50,000	Nil	$350,000
2nd Anniversary	$75,000	Nil	$500,000**
3rd Anniversary	$100,000	Nil	$750,000
4th Anniversary	$150,000	250,000	$1,000,000
5th Anniversary	$335,000	750,000	$1,400,000
Total	**$750,000**	**2,000,000**	**$4,000,000**

*All amounts in Canadian dollars
**Silver Viper must complete a minimum of 2,500 metres of drilling before the 2nd anniversary of the closing date.

Riverside will retain a 2% NSR, with Silver Viper having the right to purchase 100% of the NSR for $4,000,000 within 5 years of the closing date of this Agreement. Silver Viper will also have the right to purchase 50% of the NSR for $3,000,000 within 8 years of the closing date.

Additional Agreement details can be found by viewing the Company's SEDAR filings.

About the Clemente Project:
The Clemente Project was originally identified and acquired using Riverside's mineral location database for Mexico. The Project is located in the Sonora Megashear and 7 km from the past producing Cerro Colorado Mine. Previous field work completed by Riverside discovered silver exceeding 2 kg/t in outcrops.

Previous work consisted of rock chip samples and returned silver assay values from <5 g/t up to 2,900 g/t Ag and gold values from <5 ppb up to 5.4 g/t Au. Numerous rock chip samples returned values over 50 g/t silver, warrants further follow-up work to refine initial target concepts and develop a proposed plan for potential drilling on the silver areas. The Project has infrastructure with power, water and road access making the targets easily accessible and cost effective for future exploration and development.

Qualified Person and QA/QC:
The scientific and technical data contained in this news release pertaining to the Clemente Project was reviewed by Locke Goldsmith, P. Eng., P. Geo., an independent qualified person to Riverside Resources who is responsible for ensuring that the geologic information provided in this news release is accurate and acts as a "qualified person" under National Instrument 43-101 Standards of Disclosure for Mineral Projects.

ITEM # 6 RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51–102

N/A

ITEM #7 OMITTED INFORMATION

N/A

ITEM #8 EXECUTIVE OFFICER

The following executive officer of the Company is knowledgeable about this report and the material change disclosed herein:

John-Mark Staude,
President & Chief Executive Officer
Tel: (778) 327-6671

ITEM #9 DATE OF REPORT

December 14, 2016