



# RIFT VALLEY RESOURCES

## NEWS RELEASE

### **Rift Valley Resources Corp., (CSE: RVR) Announces Letter of Intent with Metrolink Solutions Inc.**

**Vancouver, BC, March 22, 2017.**

Rift Valley Resources Corp., (the “Company” or “Rift”) announces that it has entered into a non-binding letter of intent (“Letter of Intent”) with Metrolink Solutions Inc. (“Metrolink”). Pursuant to the Letter of Intent, Rift, Metrolink and the Metrolink shareholders will enter into a definitive agreement (“Definitive Agreement”) whereby the Metrolink shareholders will grant Rift an option to acquire up to 58,109,592 (i.e., up to 100%) of the issued and outstanding common shares of Metrolink via the issuance of common shares of Rift to be issued in stages on a 1:1 basis to the shareholders of Metrolink as follows:

	<b>Total Number of Shares to be Issued</b>	<b>Percentage</b>
Upon Signing	3,486,576	6%
First Year Anniversary	8,135,343	14%
Second Year Anniversary	17,432,877	30%
Third Year Anniversary	29,054,796	50%
<b>Total:</b>	<b>58,109,592</b>	<b>100%</b>

A 10% finder’s fee will be paid on each issuance of Rift common shares to the Metrolink shareholders. Rift will have the right at any time to accelerate its acquisition of the Metrolink shares. All of these securities will be subject to a statutory 4-month hold and will be so legended.

Prior to entering into the Definitive Agreement, Rift intends to consolidate its shares on the basis of one (1) new common share for every five (5) old common shares, as announced in the Company’s January 6, 2017 news release.

Post-consolidation, Rift intends to conduct an initial private placement financing of a minimum of 5,000,000 to a maximum of 8,000,000 common shares to be issued at \$0.05/share for total proceeds to Rift of \$250,000 to \$400,000.

Closing of the proposed transaction and the private placement financing is subject to a number of conditions being satisfied or waived at or prior to closing, including the following:

- execution of a mutually acceptable Definitive Agreement;
- Rift to have consolidated its shares on 5:1 basis;

- satisfactory completion of due diligence by each of the parties prior to execution of the Definitive Agreement;
- no material adverse change with respect to Metrolink or its business having occurred; and
- the receipt of all required regulatory and Canadian Securities Exchange approvals.

**About Metrolink Solutions Inc.**

MetroLink's business is to design, construct and operate advanced telecommunications networks. MetroLink is developing low-cost, reliable, wireless broadband networks to provide Internet-delivered applications, content and telecommunication services to remote and rural areas.

ON BEHALF OF THE BOARD

Director

*Neither the Canadian Securities Exchange nor its regulation services provider has reviewed or accepted responsibility for the adequacy or accuracy of the content of this news release.*