Form 51-102F3

Material Change Report

ITEM 1 Reporting Issuer

Redhill Resources Corp.
Suite 2000 – 1177 West Hastings Street
Vancouver, BC V6E 2K3

ITEM 2 Date of Material Change

Effective date for material change of February 5, 2016 although the Farm Out Agreement (as defined in Item 4 below) was executed after that date. The Issuer previously filed a material change report concerning the Farm Out Agreement on a confidential basis.

ITEM 3 News Release

A news release was disseminated on April 28, 2016.

ITEM 4 Summary of Material Change

The Issuer has entered into a standard industry agreement (the "Farm Out Agreement") to farm out an oil & gas license to a private Alberta company at arm's length to the Issuer. The Farm Out Agreement is dated effective February 5, 2016 although executed after that date. As part of the Farm Out Agreement, the private company is required to drill a vertical well and test for petroleum or natural gas by September 30, 2016.

ITEM 5 Full Description of Material Change

The Farm Out Agreement is attached in redacted form.

ITEM 6 Reliance on subsection 7.1(2) of National Instrument

N/A

ITEM 7 Omitted Information

The Farm Out Agreement attached has redactions of information prejudicial to the Issuer and / or the private company which is party to the Farm Out Agreement.

ITEM 8 Executive Officer

Jamie Carlson (President & COO, Redhill Resources Corp.)

403-861-6302

ITEM 9 Date of Report

April 28, 2016