



Quarterly Activities Report

For the Period Ending 30 September 2014

ASX/ RELEASE

**24th October
2014**

ASX code "RVY"

Board of Directors:

Geoff Gilmour
Managing Director

Greg Cunnold
Technical Director

Graeme Clatworthy
Non-executive Director

**Level 2/23 Barrack
Street
Perth**

Tel +61 8 9221 0090
Fax +61 8 9221 0095

ABN 86 121 985 395

HIGHLIGHTS:

Tanzania

- **Agreement on Tenements & Access at Kitongo**
- **Commencement of RC drilling programme at Kitongo**
- **Additional two holes added to RC programme**
- **Assay results pending**

Angola

- **Professor Colin Roberts joins the team**

Rift Valley Resources Limited (ASX: "RVY") presents the following update on activities for the 3 month period ending 30 September 2014 (the "Quarter").

Kitongo Project, Tanzania (Rift Valley 100%)

During the quarter drilling commenced at the Kitongo Gold Project in Tanzania. This is a major breakthrough at this highly prospective project where exploration has been prevented for a number of years due to the presence of illegal artisanal miners.

A 10 hole RC program commenced during the quarter with drilling focused on testing immediate extensions to the Main Zone mineralisation. This was the first opportunity for drilling at the Main Zone deposit since 2001 and is the first stage in assessing the full potential of the project.

As a result of negotiations with the Tanzanian Ministry of Minerals and Energy ("MEM"), the Company's tenements at the project have been renewed giving certainty of tenure to the large tenement holding. In exchange, the MEM has issued two Primary Mining Licenses ("PML") to allow small scale mining to be carried out legally at the site. The new PMLs encompass much of the area of the Mineral Resource at Kitongo. Joint venture negotiations between the Company and the PML holders are ongoing and although not concluded, access to the property has been granted to the Company to allow exploration to commence without impediment. There is currently no mining activity at the site and all artisanal miners have left the area.

BACKGROUND

The Kitongo gold project is located 90km south of Mwanza within the Lake Victoria Goldfields of Tanzania (Figure 1).

Extensive exploration at the Kitongo Project was carried out from 1994 to 2001. The work was very successful and led to the delineation of the 370,000oz Main Zone Inferred Mineral Resource (Table 1) as well as a number of other substantial gold prospects including the advanced prospects of Kitongo Hill and Isegenghe (Figure 2). A listing of significant intersections from the historic drilling is included in Appendix 2. At each of the prospect areas, high grade gold mineralisation has been intersected in numerous holes where mineralisation remains open and untested.

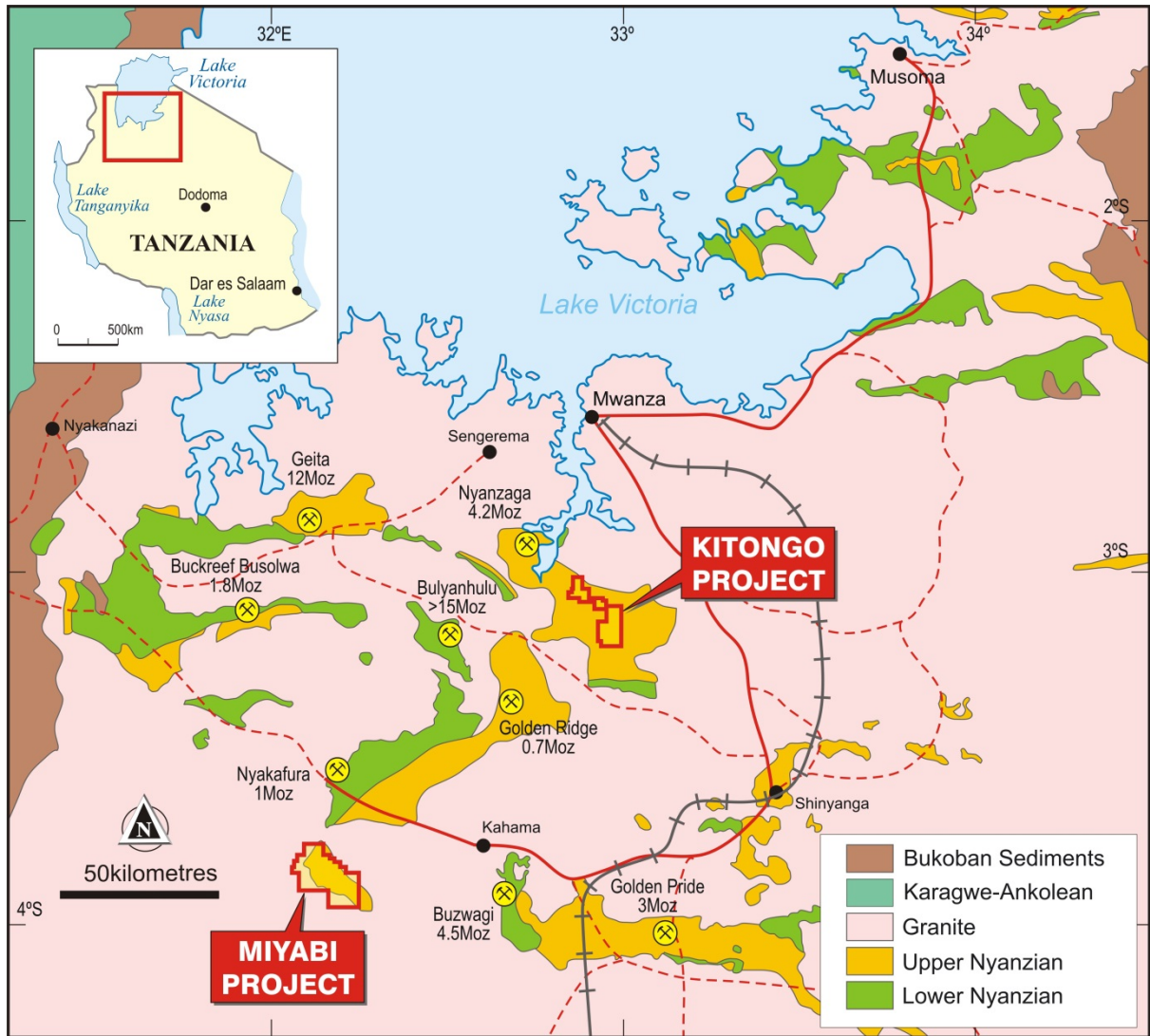


Figure 1: Rift Valley project location plan

Kitongo Initial Exploration Program

Rift Valley's initial work program focused on testing extensions to the Main Zone mineralisation which remains strongly open, particular to the north and at depth. The majority of the mineralisation at the Main Zone occurs within the Northern Shear (Figure 3). The most northerly RC hole drilled into the Northern Shear intersected 13m at 6.98g/t from 53m and ended in mineralisation.

A 10 hole program was drilled to test for immediate extensions to the north, west and at depth. The holes are shown in Figure 3 and representative cross sections are included in Appendix 1.

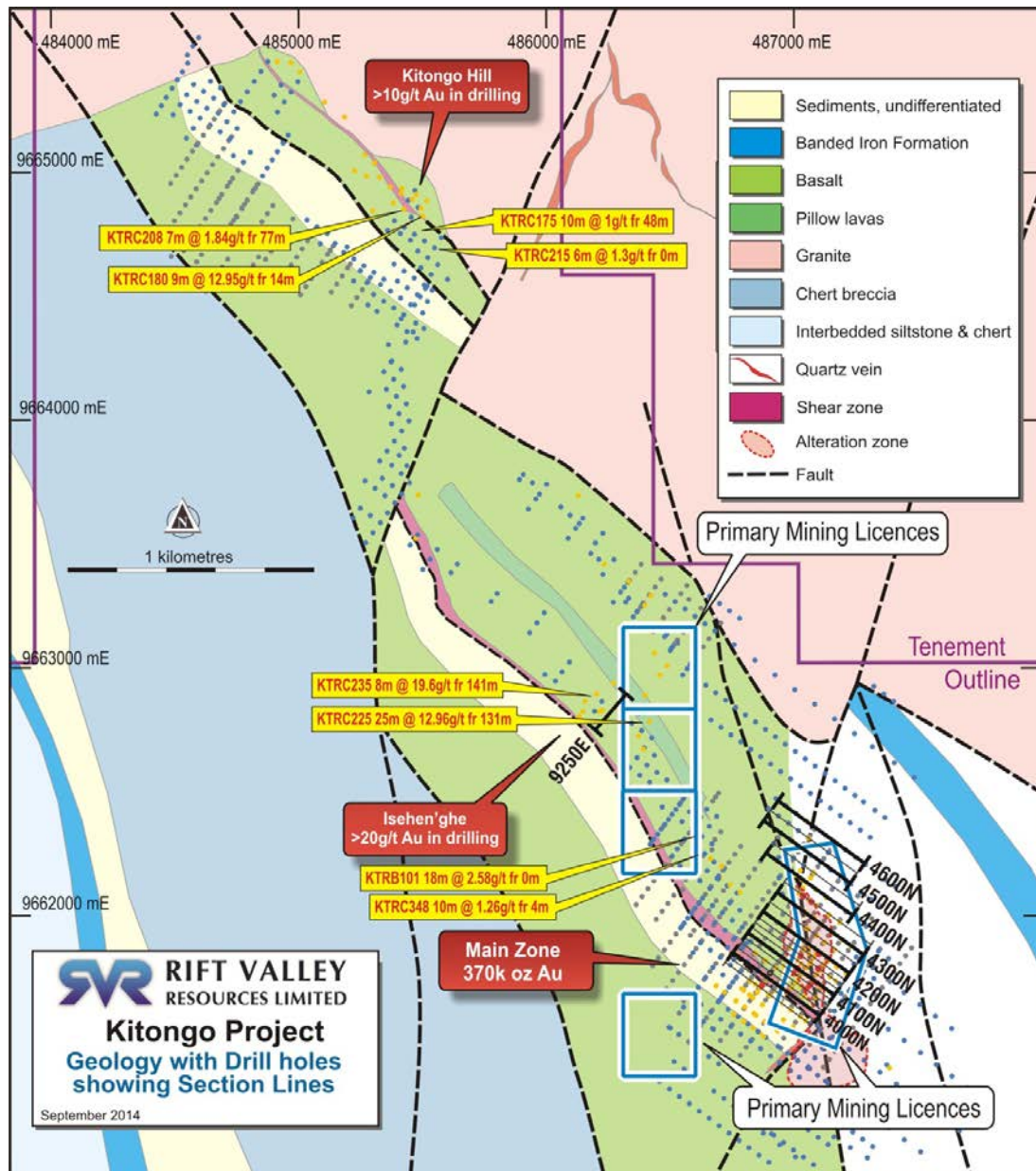


Figure 2: Kitongo area prospects

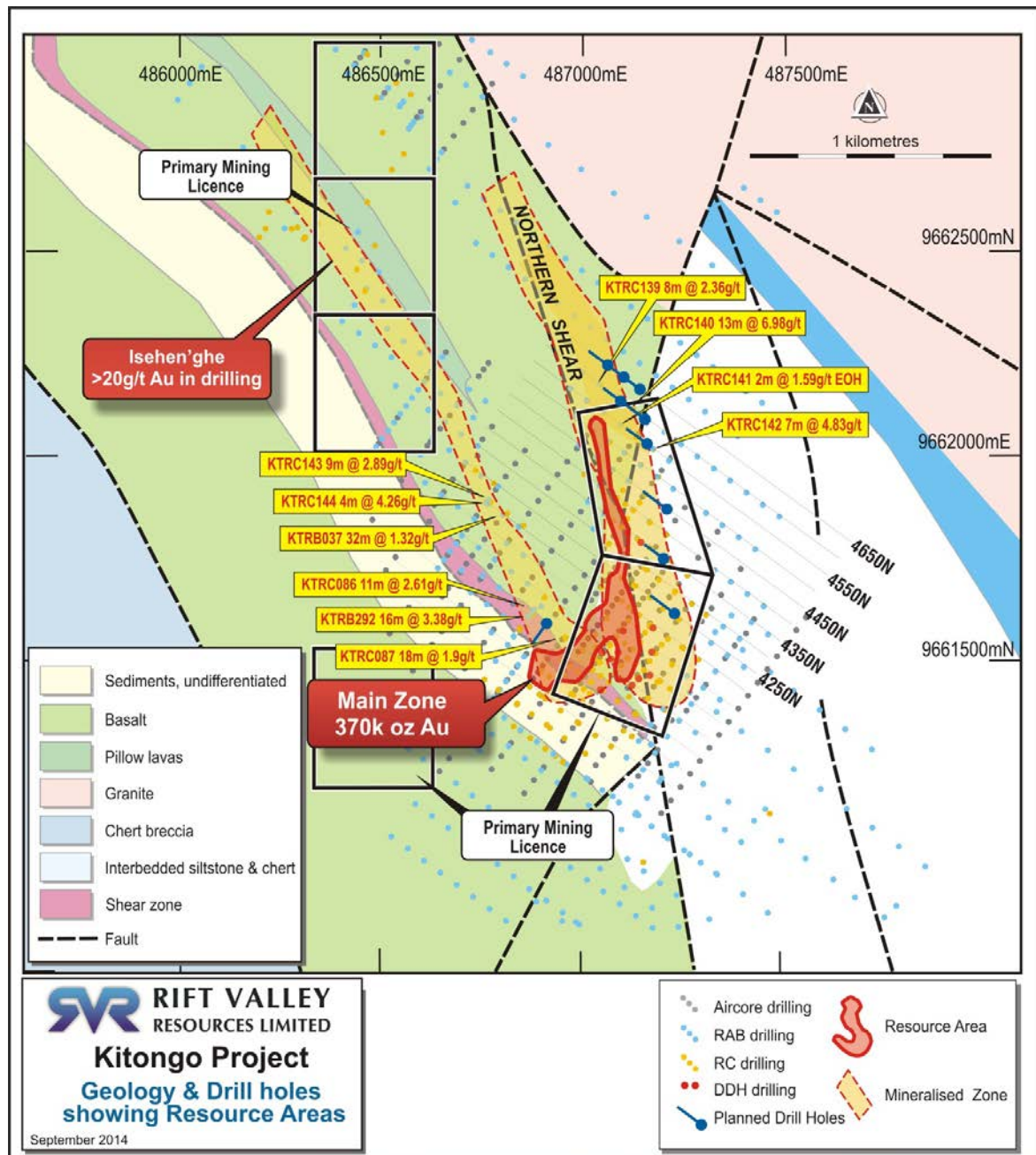


Figure 3: Kitongo Main Zone with historic results and planned drilling

A full evaluation of the Kitongo tenements has commenced since the initial drilling program. This will include follow up the mineralisation defined by historic drilling as shown in Figure 2. Important historic holes at Isegenghe include:

- KTRC225 – 25m at 12.9g/t from 131m
- KTRC235 – 3m at 19.6g/t from 141m
- KTRC242 – 2m at 15.7g/t from 46m
- KTRB101 – 18m at 2.6g/t from 0m
- KTAC348 – 10m at 1.3g/t from 4m

Important historic holes at Kitongo Hill include:

- KTRC180 – 9m at 12.9g/t from 74m
- KTRC175 – 10m at 2.1g/t from 48m
- KTRC208 – 7m at 1.8g/t from 77m
- KTRC215 – 6m at 1.3g/t from 0m

(True width is interpreted to be 60% to 100% of down hole intersection length).

Tenements and Access

Until recently the Kitongo project had comprised a series of Prospecting Licences (PL), Applications for Prospecting Licences (PLA) and three Retention Licences (RL). The RLs were in place to secure the most prospective areas as defined by historic exploration and were not subject to routine reduction or expenditure commitments like the PLs. However the RLs had a fixed expiry date and renewal was not automatic under the Tanzanian Mining Act.

Negotiations between the Company and the Tanzanian Ministry of Energy and Minerals (MEM) have been successful and have resulted in the issuing of new PLs to replace the expiring RLs at Kitongo. The current tenement holdings are shown in Figure 4. The new PLs have a term of 4 years from the date of grant.

For much of the time that the Company has held the Kitongo tenements, access to the area has been restricted due to the presence of illegal artisanal miners. With the intervention of the MEM, agreement was reached with the illegal miners to allow access to the property in exchange for the issuing of Primary Mining Licences (PML) over part of the deposit area. PMLs are granted for the purpose of Tanzanian small-scale mining operations and by law can only be granted to Tanzanian citizens or to companies or partnerships owned and controlled by Tanzanian citizens.

At Kitongo, two PMLs have recently been granted over the area where illegal mining activities have occurred. The PMLs now encompass much of the area of the Mineral Resource at Kitongo and the new PMLs are shown in Figure 3 and Figure 4. All of the artisanal mining has been by manual methods, and the shallow part of the deposit amenable to manual mining has been exhausted by a number of small shafts and pits. Consequently there is no mining activity at the site now. The owners of the new PMLs have commenced negotiations with the Company regarding access and joint venture arrangements. Those negotiations are ongoing and although not concluded, access to the property has been granted to the Company to allow exploration to commence without impediment.

The granting of the PMLs has effectively transferred title to the Mineral Resource to the PML holders. However, due to the small area of the PMLs, the legal restrictions applying to PMLs and the fact that the RFV has the underlying and surrounding PLs, the Company believes it can negotiate a positive outcome with the PML holders. A number of holes in this initial drilling program lie within the area of the PMLs (Figure 3).

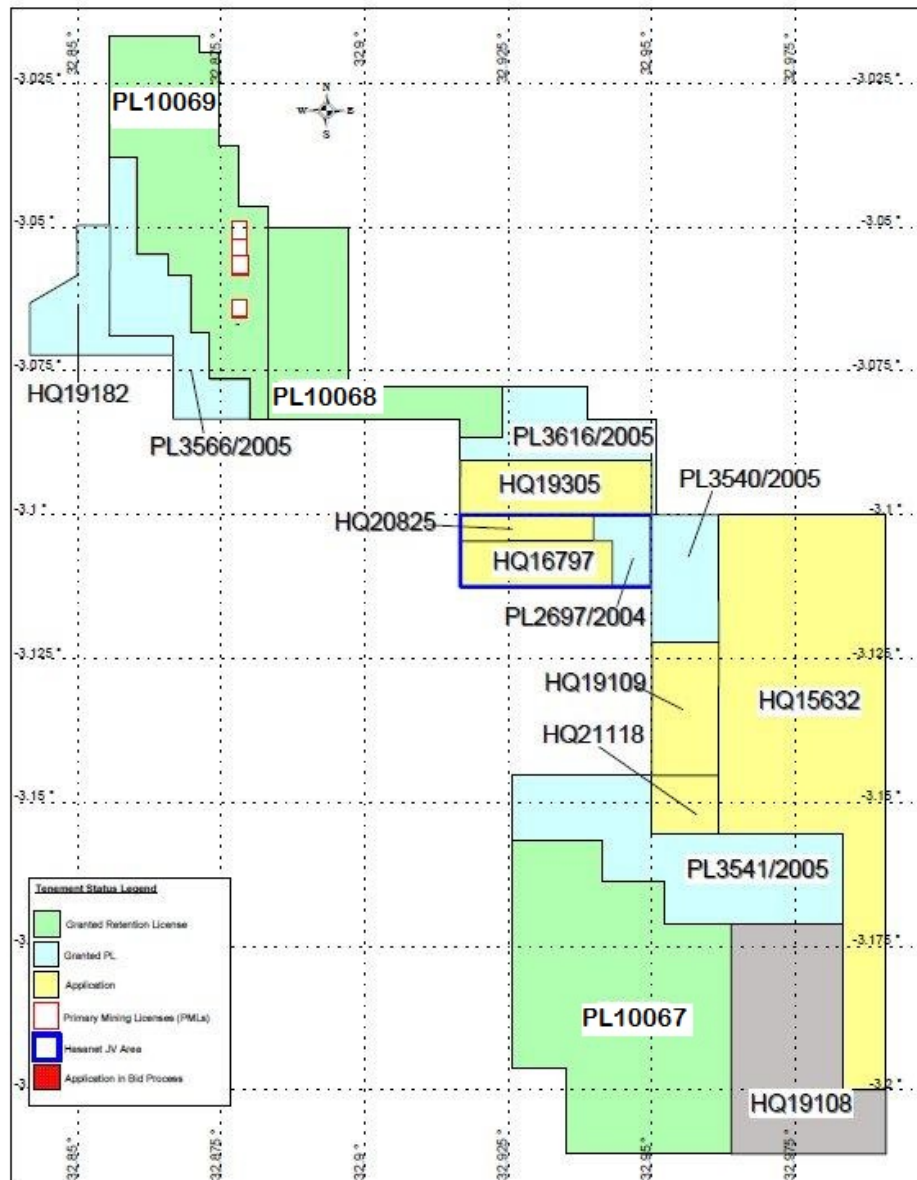


Figure 4: Kitongo Tenement holdings as at September 2014

Table 1: Kitongo Gold Project 2006 Inferred Mineral Resource

Type	1.0g/t Au Cut-off			0.5g/t Au Cut-off		
	Mt	g/t	Moz	Mt	g/t	Moz
Laterite	0.4	2.1	0.03	0.8	1.3	0.04
Highly Ox	2.4	2.2	0.17	3.8	1.7	0.21
Moderately Ox	0.4	2.0	0.03	0.7	1.5	0.04
Fresh	1.2	1.7	0.07	2.5	1.2	0.09
Total	4.4	2.0	0.29	7.8	1.5	0.37

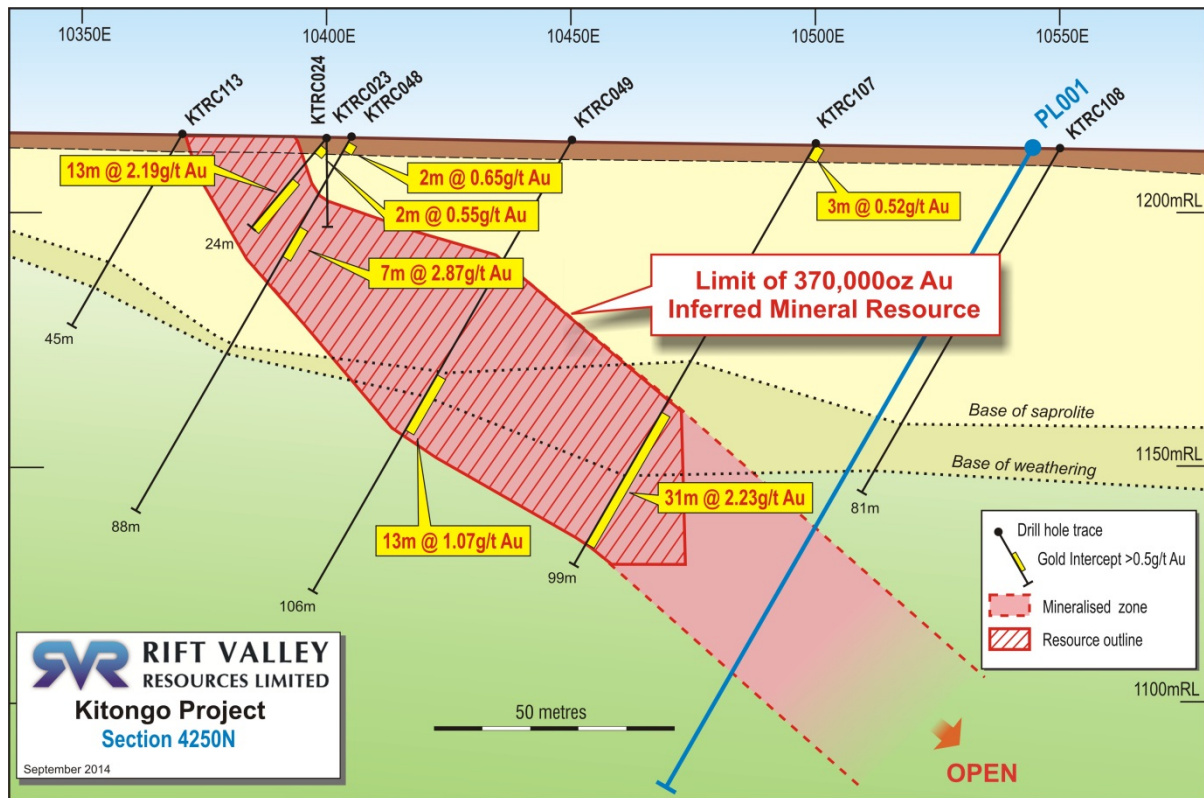
*Rounding errors may occur

Competent Person Statement

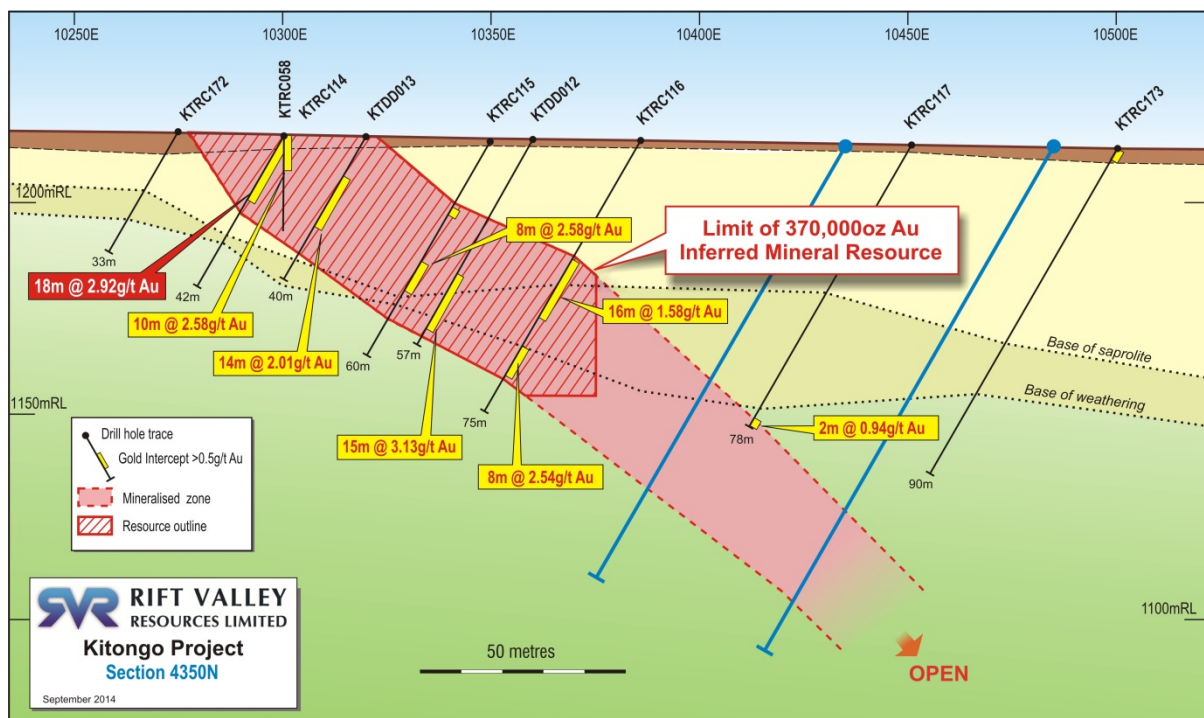
The information in this report that relates the Exploration Results and Mineral Resources for the Kitongo gold deposit is based on information compiled by Mr Paul Payne, a full time employee of Payne Geological Services and a Member of The Australasian Institute of Mining and Metallurgy. Mr Payne is a consultant to and a shareholder of Rift Valley Resources and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Payne consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

All information relating to Mineral Resources was prepared and disclosed under the JORC Code 2004. It has not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last updated.

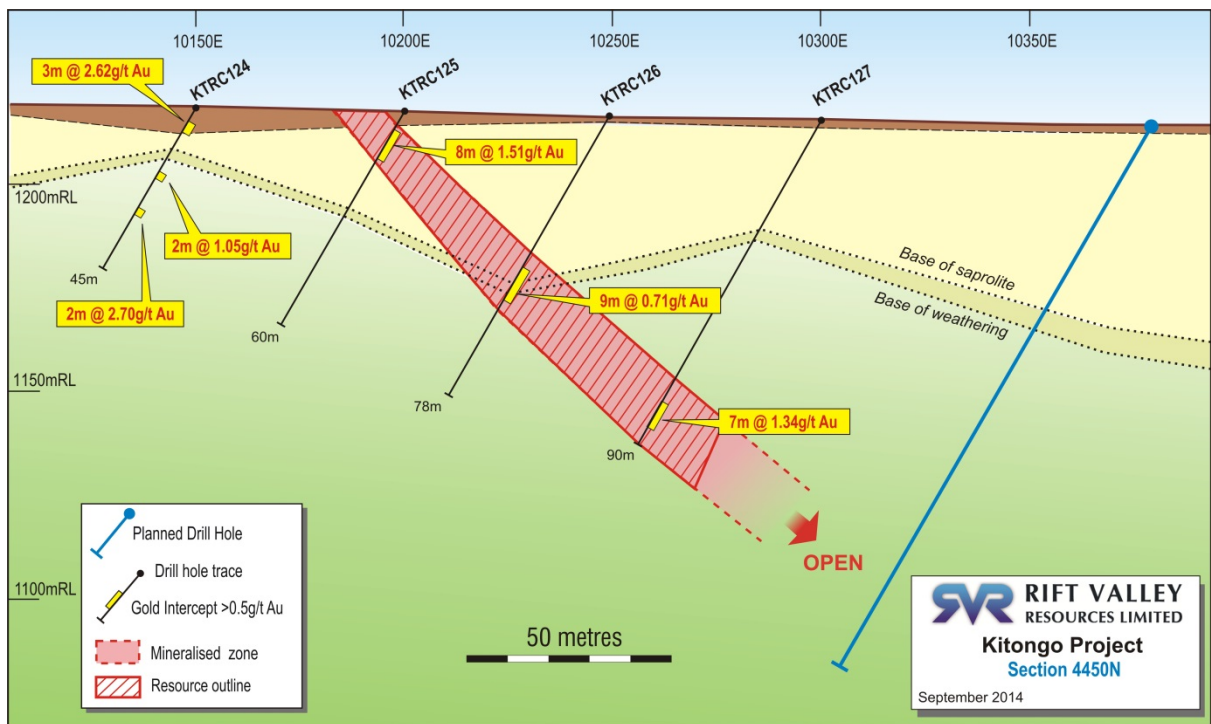
APPENDIX 1 – Representative Diagrams Showing Planned Drilling



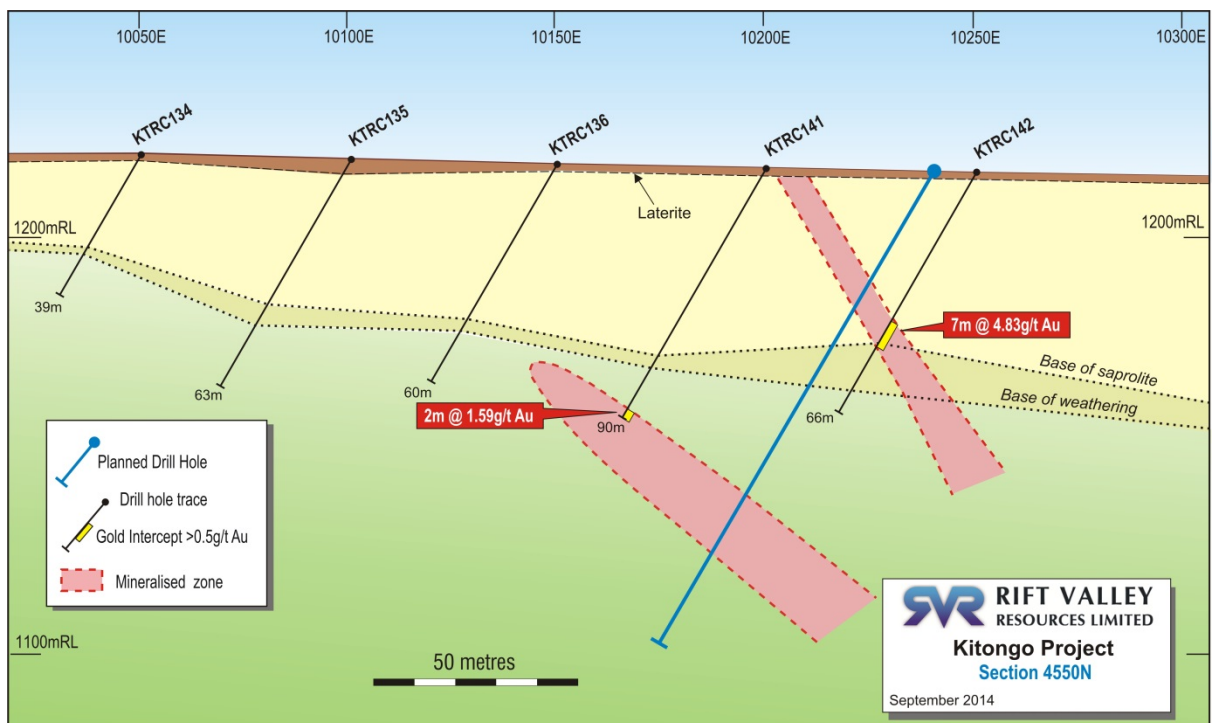
Cross Section 4250N



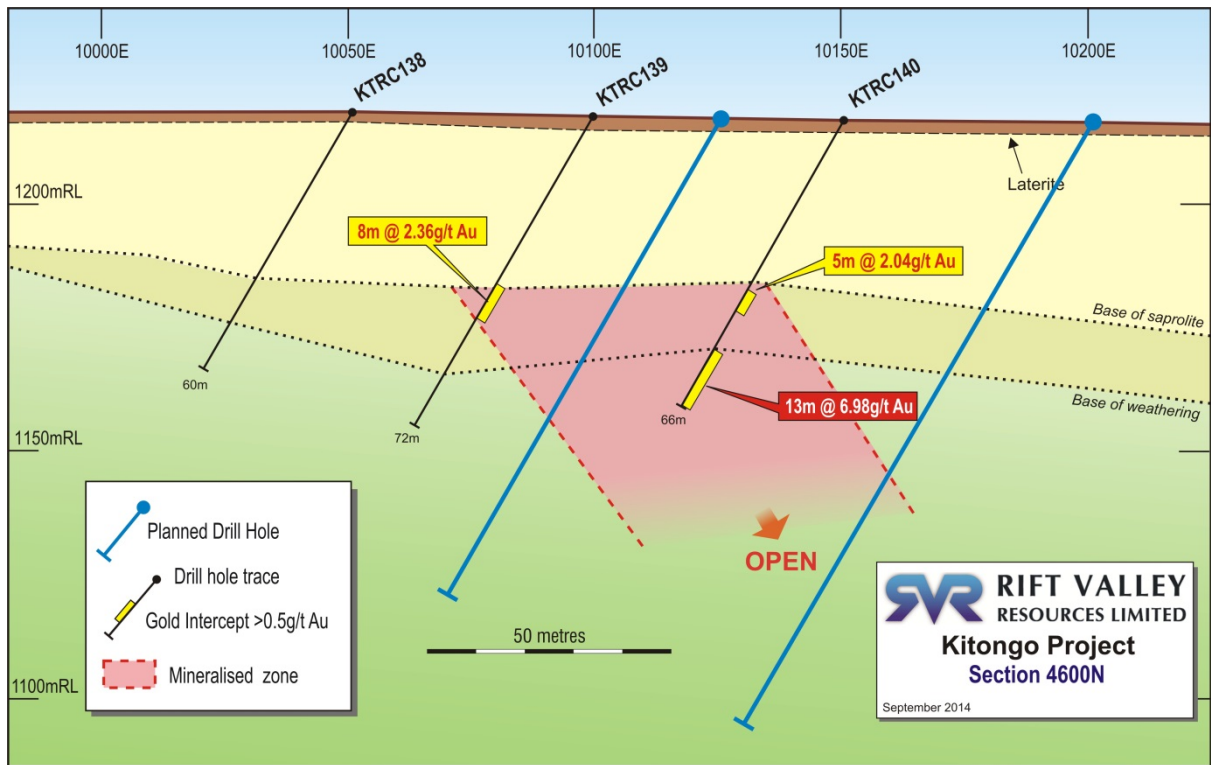
Cross Section 4350N



Cross Section 4450N



Cross Section 4550N



Cross Section 4600N

Ozango Project, Angola (Rift Valley 70%)

On 2 October 2014, Rift announced the appointment of Professor Colin Roberts as a consultant to the company.

He is an Authorised Emissary of the Multilateral Investment Guarantee Agency (MIGA) of the World Bank and currently serves the Pakistan Prime Minister's Secretariat as the Honorary Investment Consul for Australia. He is co-author of the International Bar Association (IBA) Rules on Investor-State Mediation and is director of Natural Resource Geo-Strategy where he advises governments on resources policy and foreign direct investment (FDI).

He also advises transnational corporations on political risk mitigation through Natural Resource Geo-Strategy (NRG) and is an international arbitrator and mediator at the Centre for International Dispute Resolution (CIDR) and Resource Dispute Resolution (RDR).

A graduate of the Western Australian School of Mines - Curtin University, the Centre for Energy, Petroleum & Mineral Law & Policy (CEPMLP) - University of Dundee and Queen Mary College - University of London, he is a chartered petroleum engineer (CPetEng), chartered mining engineer (CEng), and chartered scientist (CSci); additionally qualified in resources law & policy, international investment law, international competition law (Churchill College – Cambridge) and international commercial and investment arbitration.

He has been associated with Africa for around 20 years, living in Ghana, Tanzania and Zambia and managing mining and drilling operations in over 30 African states. With particular reference to Angola and Tanzania, he has experience in nearly every mining project in Tanzania and in iron and manganese projects in Angola, at both a technical and sovereign-risk mitigation capacity.

For further details on Professional Colin Roberts, refer to the Company announcement made on 2 October 2014.

CORPORATE

Cash

The Company's unaudited cash balance as at 30 September 2014 was \$1.645m.

Shareholder Information

As at 30 September 2014, the Company had 1,216 shareholders and 329,580,110 ordinary fully paid shares on issue (42,500,000 currently escrowed to 20 November 2014). The top 20 shareholders hold 140,944,671 or 42.77% of the total issued capital.

There are currently 3,750,000 Performance Rights on issue that vest on 31 December 2014.

There are also the following options on issue:

Number	Exercise price	Expiry date
5,000,000	\$0.27	18 March 2015
2,500,000	\$0.27	31 May 2015

Annual General Meeting:

The Company will hold its Annual General Meeting (AGM) on Thursday 20 November 2014 in Perth, Australia and the Notice of Meeting outlining the various resolutions to be considered at this meeting was lodged with the ASX on 20 October 2014. A copy of the Notice of Meeting was also mailed to shareholders on 20 October 2014.

A copy of the Notice of Meeting can be found on the Company website.

ENDS

For further information please contact:

Geoff Gilmour
Managing Director

Rift Valley Resources Limited
Tel + 61 8 9430 9966
Fax + 61 8 9430 9965

info@riftvalleyresources.com.au

Tenement Information as at 30 September 2014

Country	Project Name	License Name	License no.	% Held at 30 June 2014	Change	% Held at 30 September 2014
Tanzania	Kitongo	Mwamazengo South - Hasanet	HQ-P20825	100%	-	100%
	Kitongo	Mwamazengo South	HQ-P22362	100%	-	100%
	Kitongo	Ugambilo East	HQ-P22364	100%	-	100%
	Kitongo	Kitongo West	HQ-P22428	100%	-	100%
	Kitongo	Mwamazengo SE	HQ-P22557	100%	-	100%
	Kitongo	Ugambilo East	HQ-P26791	100%	-	100%
	Kitongo	Mwamazengo South	HQ-P26792	100%	-	100%
	Kitongo	Mwamazengo South - Hasanet	PL2697	100%	-	100%
	Kitongo	Kitongo West	PL3566	100%	-	100%
	Kitongo	Mwamazengo South East	PL3616	100%	-	100%
	Kitongo	Busongo North	PL4618	100%	-	100%
	Kitongo	Ugambilo North	PL6385	100%	-	100%
	Kitongo	Kitongo West	PL6499	100%	-	100%
	Kitongo	Mwamazengo SE	PL6543	100%	-	100%
	Kitongo	Mwamazengo	PL6629	100%	-	100%
	Kitongo	Mwamazengo South	PL6631	100%	-	100%
	Kitongo	Ugambilo East	PL8441	100%	-	100%
	Kitongo	Busongo	PL8699	100%	-	100%
	Kitongo	Ugambilo RL	PL10067	100%	-	100%
	Kitongo	Kitongo RL	PL10068	100%	-	100%
	Kitongo	Mwamazengo RL	PL10069	100%	-	100%
Tanzania	Miyabi	Miyabi South Idahina	HQ-P26826	50%	-	50%
	Miyabi	Miyabi South West	HQ-P21345	50%	-	50%
	Miyabi	Miyabi North	PL4536	50%	-	50%
	Miyabi	Miyabi Mwabomba North	PL4592	50%	-	50%
	Miyabi	Miyabi Northwest	PL5115	50%	-	50%
	Miyabi	Miyabi South	PL6369	50%	-	50%
	Miyabi	Miyabi South	PL6382	50%	-	50%
	Miyabi	Miyabi Airport	PL6593	50%	-	50%
	Miyabi	Miyabi Mwabomba West	PL6752	50%	-	50%
	Miyabi	Miyabi Dyke	PL8933	50%	-	50%
	Miyabi	Miyabi Mwabomba Central	PL8934	50%	-	50%
Tanzania	Nyang'ombe	Nyang'ombe North	HQ-P19030	100%	-	100%
	Nyang'ombe	Nyang'ombe West	HQ-P20490	100%	-	100%
	Nyang'ombe	Nyang'ombe North	HQ-P22316	100%	-	100%
	Nyang'ombe	Nyang'ombe North	PL3534	100%	-	100%
	Nyang'ombe	Nyang'ombe BEAL	PL6502	100%	-	100%
Angola	Ozango	Ozango	009/01/07T.P/ANG-MGMI/2011	70%	-	70%