

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Rain City Resources Inc.
142 – 757 West Hastings Street,
Vancouver, BC V6C 1A1

Item 2. Date of Material Change

January 10, 2025, January 6, 2025 and December 15, 2024

Item 3. News Release

The news release was disseminated by Stockwatch on January 14, 2025. A copy of the news release is appended hereto.

Item 4. Summary of Material Change

Rain City Resources Inc. (the “Company”) announced the resignation of Mr. Bryce Clark as Chief Financial Officer effective January 6, 2025 and the appointment of Ms. Jacqueline Danforth as Corporate Secretary effective December 15, 2024 and Chief Financial Officer effective January 10, 2025.

Item 5. Full Description of Material Change

Rain City Resources Inc. (the “Company”) announced the resignation of Mr. Bryce Clark as Chief Financial Officer effective January 6, 2025 and the appointment of Ms. Jacqueline Danforth as Corporate Secretary effective December 15, 2024 and Chief Financial Officer effective January 10, 2025.

Item 6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

Benjamin Hill
Chief Executive Officer
(778) 819-3792

Item 9. Date of Report

January 14, 2025