



**British Columbia  
Securities Commission**

Corporate Finance  
SEDAR Electronic Correspondence

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RECEIPT

**Railtown Capital Corp.**

This is the receipt of the **British Columbia Securities Commission** for the **Amended and Restated Prospectus** dated **May 23, 2012** (the amended prospectus) amending and restating the **CPC Prospectus** of the above Issuer dated **December 22, 2011**.

This receipt also evidences that the **Ontario Securities Commission** has issued a receipt for the amended prospectus.

The amended prospectus has been filed under Multilateral Instrument 11-102 *Passport System* in **Alberta**. A receipt for the amended prospectus is deemed to be issued by the regulator in this jurisdiction, if the conditions of the Instrument have been satisfied.

**May 24, 2012**

*Michael L. Moretto*

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Michael L. Moretto, CA  
Manager  
Corporate Finance

SEDAR Project Number 1826289