

RAILTOWN CAPITAL CORP.

108 – 329 Main Street

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BY SEDAR – Project #2069162; 2039164

July 29, 2013

British Columbia Securities Commission
PO Box 10142 Pacific Centre
701 West Georgia Street
Vancouver, BC V7Y 1L2

Attention: Bernice Mellor, Corporate Disclosure

Dear Sirs/Mesdames:

Re: Railtown Capital Corp. – 2nd Quarter interim for period ended March 31, 2013

Thank you for your correspondence identifying certain deficiencies in Railtown Capital Corp.'s (the "Issuer") Interim filings for the 2nd quarter ended March 31, 2013. We respond to the deficiencies raised in your correspondence in the order contained therein:

1. The Issuer has amended the Consolidated Statements of Income/Loss and Comprehensive Income/Loss (income statement) as required under National Instrument 51-102 Part 4.3 Interim Financial Report (2)(b).
2. The Issuer has amended the Consolidated Statement of Cash Flow as required under National Instrument 51-102 Part 4.3 Interim Financial Report (2)(b).
3. The Issuer has amended the Statement of Shareholders' Equity to include balances for the period ended March 31, 2012 as required under National Instrument 51-102 Part 4.3 Interim Financial Report (2)(b) and IAS 34 paragraph 20(c).
4. The Issuer has amended the notes to the interim financial report, moving the statement of compliance with IAS 34 from the cover page to the notes.
5. Included with this cover letter is a re-filed interim financial report and interim MD&A, together with new CEO and CFO certification using Form 52-109F2R for financial years beginning on or after January 1, 2011, with current signature date as required by Part 6 of National Instrument 52-109.

We trust that you find the foregoing and included materials to be in order.

Sincerely,

Railtown Capital Corp.