



January 24, 2019

To: British Columbia Securities Commission
Alberta Securities Commission

Re: Rain City Resources Inc. (the "Company")

We refer to the Prospectus of Rain City Resources Inc. dated January 24, 2019 (the "Prospectus") relating to the sale and distribution of 4,000,000 common shares at \$0.10 per common share of the Company.

We consent to being named and to the use in the above-mentioned Prospectus, of our independent auditor's report dated January 24, 2019 to the directors of the Company on the following financial statements:

- Statements of financial position as at September 30, 2018, 2017 and 2016; and
- Statements of comprehensive loss, changes in equity and cash flows for the years ended September 30, 2018, 2017 and 2016, and a summary of significant accounting policies and other explanatory information.

We report that we have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained therein that are derived from these financial statements upon which we have reported or that are within our knowledge as a result of our audit of these financial statements. We have complied with the Canadian generally accepted standards for an auditor's consent to the use of a report of the auditor included in an offering document, which does not constitute an audit or review of the Prospectus as these terms are described in the CPA Canada Handbook – Assurance.

Yours truly,

MANNING ELLIOTT LLP

Manning Elliott LLP