

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Rain City Resources Inc. (the “Company”)
3043 – 595 Burrard Street
Vancouver, BC V7X 1L7

Item 2 Date of Material Change

September 9, 2021

Item 3 News Release

The news release was disseminated by Canada Stockwatch, filed on SEDAR and posted to the Company’s disclosure hall with the CSE on September 10, 2021

Item 4 Summary of Material Change

On September 9, 2021, the Company announced that Christopher Reynolds has resigned as the Company’s President & CEO effective immediately. Mr. Reynolds remains as a director of the Company and Justin Corinella has been appointed as the President of the Company.

Item 5 Full Description of Material Change

Item 5.1 Full Description of Material Change

Please see the attached news release dated September 9, 2021.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Justin Corinella, President
Telephone: 201-220-8992

Item 9 Date of Report

September 10, 2021

RAIN CITY RESOURCES INC.

CHANGE IN PRESIDENT AND RESIGNATION OF CEO

September 9, 2021

CSE Trading Symbol: RAIN

Vancouver, BC - Rain City Resources Inc. (the “Company”) announces that Christopher Reynolds has resigned as the Company’s President & CEO effective immediately. Mr. Reynolds remains as a director of the Company and Justin Corinella has been appointed as the President of the Company.

FOR FURTHER INFORMATION CONTACT:

Justin Corinella
President
Rain City Resources Inc.
Telephone: 201-220-8992
jtcorinella@gmail.com

Forward-Looking Statements:

This news release contains certain forward-looking statements, which relate to future events or future performance and reflect management’s current expectations and assumptions. Such forward-looking statements reflect management’s current beliefs and are based on assumptions made by and information currently available to the Company. Readers are cautioned that these forward-looking statements are neither promises nor guarantees, and are subject to risks and uncertainties that may cause future results to differ materially from those expected including, but not limited to, market conditions, availability of financing, actual results of the Company’s exploration and other activities, environmental risks, future metal prices, operating risks, accidents, labor issues, delays in obtaining governmental approvals and permits, and other risks in the mining industry. All the forward-looking statements made in this news release are qualified by these cautionary statements and those in our continuous disclosure filings available on SEDAR at www.sedar.com. These forward-looking statements are made as of the date hereof and the Company does not assume any obligation to update or revise them to reflect new events or circumstances save as required by applicable law.