

**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**

October 19, 2022

**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 October 21, 2022

**Item 4      Summary of Material Change**

On October 21, 2022, the Company announced that Geoff Hultin has resigned as a Director of the Company effective immediately.

**Item 5      Full Description of Material Change**

**Item 5.1    Full Description of Material Change**

Please see the attached news release dated October 21, 2022.

**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: 778-819-3792

**Item 9      Date of Report**

October 21, 2022

# RAIN CITY RESOURCES INC.

## Resignation of Director

October 21, 2022

CSE Trading Symbol: RAIN

**Vancouver, BC - Rain City Resources Inc.** (the “Company”) announces that Geoff Hultin has resigned as a director of the Company effective immediately. The Company thanks Mr. Hultin for his contributions and wishes him well in his future endeavors.

### FOR FURTHER INFORMATION CONTACT:

Justin Corinella  
President  
Rain City Resources Inc.  
Telephone: 778-819-3792  
[info@raincityresources.com](mailto:info@raincityresources.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](http://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.*