

Early Warning Press Release Regarding Investment in Rain City Resources Inc.

Vancouver, British Columbia – November 16, 2022: 1185313 B.C. Ltd. (the “Acquiror”) acquired 691,000 shares (the “Shares”) of Rain City Resources Inc. (the “Reporting Issuer” or “Company”) on November 14, 2022. The Acquiror previously held 666,666 Shares, or 2.56% of the issued and outstanding common shares of the Company, and 900,000 warrants. Assuming exercise of the 900,000 warrants, 2,257,666 Shares of the Reporting Issuer will be held by the Acquiror representing 8.38% of the Reporting Issuer’s Shares.

The Shares were acquired in the open market at a price of \$0.02 CAD.

Although the Acquiror is not acting jointly or in concert with any other person. Emma Fairhurst is a control person of the Acquiror. 1300214 B.C. Ltd. and Aeternum Assets, two companies beneficially held by Ms. Fairhurst also hold 14,333,333 Shares and 3,333,333 warrants of the Reporting Issuer. Prior to the transaction, both parties together controlled 14,999,999 Shares representing 57.62% on an undiluted basis and 63.55% on a partially diluted basis. Following the completion of the transaction, both parties together controlled 15,690,999 Shares representing 60.28% on an undiluted basis and 65.83% on a partially diluted basis.

The Shares were acquired for investment purposes. Ms. Fairhurst has a long-term view of the Company and may acquire additional securities of the Company either on the open market or through private acquisitions or sell the Shares on the open market or through private dispositions in the future depending on market conditions, reformulation of plans and/or other relevant factors.

A copy of the Acquiror’s early warning report may be obtained on the Issuer’s SEDAR profile www.sedar.com.

1185313 B.C. Ltd:
Emma Fairhurst

For further information, please contact Rain City Resources Inc.:
info@raincityresources.com
604-681-3170