

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: Rain City Resources Inc. (the "Issuer").

Trading Symbol: RAIN

Number of Outstanding Listed Securities: 26,031,863

Date: June 4, 2023

This Monthly Progress Report must be posted before the opening of trading on the fifth trading day of each month. This report is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by Exchange Policies. If material information became known and was reported during the preceding month to which this report relates, this report should refer to the material information, the news release date and the posting date on the Exchange website.

This report is intended to keep investors and the market informed of the Issuer's ongoing business and management activities that occurred during the preceding month. Do not discuss goals or future plans unless they have crystallized to the point that they are "material information" as defined in the Policies. The discussion in this report must be factual, balanced and non-promotional.

General Instructions

- (a) Prepare this Monthly Progress Report using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the items must be in narrative form. State when the answer to any item is negative or not applicable to the Issuer. The title to each item must precede the answer.
- (b) The term "Issuer" includes the Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

Report on Business

1. Provide a general overview and discussion of the development of the Issuer's business and operations over the previous month. Where the Issuer was inactive disclose this fact.

The Issuer is a Vancouver based mineral exploration company focused on base, rare earth elements, precious metals and gems exploration in North America. Provide a general overview and discussion of the activities of management.

During the month of May 2023, management's activities consisted of:

- general management and administrative matters.
2. Describe and provide details of any new products or services developed or offered. For resource companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attach any mineral or oil and gas or other reports required under Ontario securities law.

There were no new products or services developed or offered during the month of May 2023.

3. Describe and provide details of any products or services that were discontinued. For resource companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.

There were no drilling, exploration or production programs that have been amended or abandoned during the month of May 2023.

4. Describe any new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services, joint venture agreements and licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.

There were no new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services, joint venture agreements and licensing agreements etc. during the month of May 2023.

5. Describe the expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing arrangements that have been previously announced.

There were no expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing agreements that have been previously announced during the month May 2023.

6. Describe any acquisitions by the Issuer or dispositions of the Issuer's assets that occurred during the preceding month. Provide details of the nature of the assets acquired or disposed of and provide details of the consideration paid or payable together with a schedule of payments if applicable, and of any valuation. State how the consideration was determined and whether the acquisition was from or the disposition was to a Related Person of the Issuer and provide details of the

relationship.

There were no acquisitions or dispositions of the Issuer's assets during the preceding month of May 2023.

7. Describe the acquisition of new customers or loss of customers.

There were no acquisitions of new customers or loss of customers during the month of May 2023.

8. Describe any new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks.

There were no new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks during the month of May 2023.

9. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.

There were no employee hirings, terminations or lay-offs during the month of May 2023.

10. Report on any labour disputes and resolutions of those disputes if applicable.

There were no labour disputes during the month of May 2023.

11. Describe and provide details of legal proceedings to which the Issuer became a party, including the name of the court or agency, the date instituted, the principal parties to the proceedings, the nature of the claim, the amount claimed, if any, if the proceedings are being contested, and the present status of the proceedings.

There were no legal proceedings to which the Issuer became a party during the month of May 2023.

12. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.

There was no indebtedness incurred or repaid by the Issuer during the month of May 2023.

13. Provide details of any securities issued and options or warrants granted.

There were no securities issued during the month of May 2023.

14. Provide details of any loans to or by Related Persons.

There were no loans to or by Related Persons during the month of May 2023.

15. Provide details of any changes in directors, officers or committee members.

During the month of May 2023, there were no changes in directors, officers or committee members. As of May 31, 2023, the directors and officers of the issuer are as follows:

Justin Corinella	Director and President
Christopher Reynolds	Director
Nicholas Rodway	Director
Bryce A. Clark	CFO

16. Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.

The Issuer's business involves certain risks and uncertainties that are inherent to the Issuer's industry. For disclosure on risks related to an investment in the Issuer, please refer to the Issuer's most recent Management's Discussion and Analysis under the title "FINANCIAL INSTRUMENTS AND RISK", which is available on SEDAR at www.sedar.com. The outbreak of COVID-19 has significantly increased economic uncertainty. In addition, public and private sector policies and initiatives to reduce the transmission of COVID-19, such as the imposition of travel restrictions and the adoption of remote working, have impacted our business and operations. COVID-19 is impacting our contractors' ability to provide services to us, including professional services such as accounting and auditing due to social distancing measures.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
2. As of the date hereof there were is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated June 4, 2023

Justin Corinella

Name of Director or Senior Officer

"Justin Corinella"

Signature

Director and President

Official Capacity

Issuer Details Name of Issuer	For Month End	Date of Report YY/MM/DD
Rain City Resources Inc.	May 2023	2023/06/04
Issuer Address		
333 Terminal Avenue, Suite 220		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
Vancouver, BC V6A 4C1	N/A	
Contact Name	Contact Position	Contact Telephone No.
Justin Corinella	President	778-819-3792
Contact Email Address	Web Site Address	
info@raincityresources.com	https://raincityresources.com/	