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charlton & company
CHARTERED PROFESSIONAL ACCOUNTANTS

January 8, 2021

**British Columbia Securities Commission
Alberta Securities Commission**

Dear Sirs / Mesdames:

Re: Railtown Capital Corp.

We refer to the prospectus of Railtown Capital Corp. (the "Company") dated January 8, 2021, being filed with the securities regulatory authorities in British Columbia and Alberta relating to the offering of 5,000,000 common shares of Railtown Capital Corp. at a price of \$0.10 per share, to be filed with the Securities Acts of British Columbia and Alberta.

We consent to being named and to the use, in the above-mentioned prospectus, of our report dated January 8, 2021 to the directors of the Company on the following financial statements:

Statement of financial position as at November 30, 2020;

Statements of loss and comprehensive loss, changes in equity and cash flows for the period from incorporation on June 22, 2020 to November 30, 2020, and a summary of significant accounting policies and other explanatory information.

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

Yours very truly,

A handwritten signature in cursive script that reads "Charlton & Company". The signature is written in black ink and is positioned above the printed name of the firm.

Charlton & Company
Chartered Professional Accountants