

Form 45-102F1

Notice of Intention to Distribute Securities under Section 2.8 of
NI 45-102 *Resale of Securities*

Reporting issuer

1. Name of reporting issuer: Mount Dakota Energy Corp.

Selling security holder

2. Your name: S. John Kim
3. The offices or positions you hold in the reporting issuer: Chief Financial Officer, Secretary and Director
4. Are you selling securities as a lender, pledgee, mortgagee or other encumbrancer? No
5. Number and class of securities of the reporting issuer you beneficially own: 1,843,703 common shares

Distribution

6. Number and class of securities you propose to sell: 1,625,000 common shares
7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name. Private sale.

Warning

It is an offence to submit information that, in a material respect and in light of the circumstances in which it is submitted, is misleading or untrue.

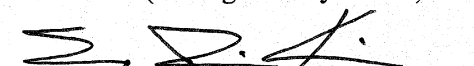
Certificate

I certify that

- (1) I have no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed; and
- (2) the information given in this form is true and complete.

Date: May 26, 2014

S. John Kim
Your name (Selling security holder)


Your signature (or if a company, the signature of your authorized signatory)

Name of your authorized signatory