Form 45-106F1 Report of Exempt Distribution

ITEM 1 - REPORT TYPE

✓ New report

Amended report

If amended, provide filing date of report that is being amended.

(YYYY-MM-DD)

ITEM 2 - PARTY CERTIFYING THE REPORT

Indicate the party certifying the report (select only one). For guidance regarding whether an issuer is an investment fund, refer to section 1.1 of National Instrument 81-106 Investment Fund Continuous Disclosure and the companion policy to NI 81-106 (in Québec, Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement Fund Continuous Disclosure).

Investment fund issuer

✓ Issuer (other than an investment fund)

Underwriter

ITEM 3 - ISSUER NAME AND OTHER IDENTIFIERS

Provide the following information about the issuer, or if the issuer is an investment fund, about the fund.

Full legal name	Peloton Minerals Corporation / Pelot	on Minerals Corporation					
Previous full legal name	MONTANA GOLD MINING COMPANY	/ INC.					
If the issuer's name changed in the last 12 months, provide most recent previous legal name.							
Website	www.pelotonminerals.com	(if applicable)					
If the issuer has a legal entity identifier, p	rovide below. Refer to Part B of the Instr	ructions for the definition of "legal entity identifier".					
Legal entity identifier							
If two or more issuers distributed a single above.	e security, provide the full legal name(s) (of the co-issuer(s) other than the issuer named					
Full legal name(s) of co-issuer(s)] (if applicable)					

ITEM 4 - UNDERWRITER INFORMATION

If an underwriter is completing the report, provide the underwriter's full legal name, firm NRD number, and SEDAR+ profile number.

Full legal name		
Firm NRD number	(if applicable)	
SEDAR+ profile number		

ITEM 5 - ISSUER INFORMATION

If the issuer is an investment fund, do not complete Item 5. Proceed to Item 6.								
a) Primary industry								
Provide the issuer's North American Industry Classification Standard (NAICS) code (6 digits only) that in your reasonable judgment most closely corresponds to the issuer's primary business activity.								
NAICS industry code 212220								
If the issuer is in the mining industry , indicate the stage of operations. This does not apply to issuers that provide services to issuers operating in the mining industry. Select the category that best describes the issuer's stage of operations.								
Exploration Development Production Is the issuer's primary business to invest all or substantially all of its assets in any of the following? If yes, select all that apply.								
🗌 Mortgages 🛛 Real estate 📄 Commercial/business debt 📄 Consumer debt 📄 Private companies								
Cryptoassets								
b) Number of employees								
Number of employees: 🗹 0 - 49 🗌 50 - 99 🗌 100 - 499 🗌 500 or more								
c) SEDAR+ profile number								
Provide the issuer's SEDAR+ profile number								
000022611								

ITEM 6 - INVESTMENT FUND ISSUER INFORMATION								
If the issuer is an investment fund, provide the following information.								
a) Investment fund ma	anager information							
Full legal name]				
Firm NRD number		(if applicable)	1					
SEDAR+ profile number [
b) Type of investment	fund							
Type of investment fund that mo	st accurately identifies th	he issuer (select only one).						
Money market	Equity	Eixed income	Balanced					
Alternative strategies	Cryptoasset	Other (describe)						

Indicate whether one or k	ooth of the following apply to the investm	ent fund.							
Invest primarily in other investment fund issuers									
Is a UCITs Fund ¹									
	e Investment of Transferable Securities funds (UC								
that allow collective investmen	that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.								
c) Net asset valu	ue (NAV) of the investment fund								
Select the NAV range of th	he investment fund as of the date of the n	nost recent NAV calci	ılation (Canadia	n \$).					
Under \$5M	\$5M to under \$25M	🔲 \$25M to unde	er \$100M _	Date of NAV calculation:					
	DOM \$500M to under \$1B	\$1B or over							
				YYYY MM DD					
	ATION ABOUT THE DISTRIBU								
	TION ADOUT THE DISTRIBU	TION							
	de of Canada completes a distribution in								
	asers resident in that jurisdiction of Cana fees, in connection with the distribution, w								
	h the information provided in Schedule 1								
a) Currency									
Coloct the currency or cur	rrancias in which the distribution was ma	da All dallar amayo	to provided in th	a rapart must be in Canadian					
dollars.	rrencies in which the distribution was ma	ae. All dollar amount	s provided in th	e report must be in Canadian					
✓ Canadian dollar	🗌 US dollar 🗌 Euro Other (c	describe)							
b) Distribution o	latos								
	10(5)								
	rt and end dates. If the report is being file								
	ooth the start and end dates. If the report l dates for the distribution period coverea		irities distribued	i on a continuous basis,					
Start date		End date	2024	06 04					
Start date	YYYY MM DD	Enduate	<u> </u>	MM DD					
c) Detailed purc	haser information								
Complete Schedule 1 of	f this form for each purchaser and atta	ich the schedule to	the completed	report.					
d) Types of secu	urities distributed								
Provide the following info	ormation for all distributions reported on	a par socurity basis	Defer to Dart 11	12) of the Instructions for how					
	ode. If providing the CUSIP number, indice								
distributed.									
				Canadian \$					
Security CUSIP		Number of	Single or	Highest					
code number (if applicable)	Description of security	securities	lowest price	price Total amount					
UBS	Units of 1 common share and 1 w	2,500,000.0000	0.0900	0.0900 225,000.0000					
				· · · · · · · · · · · · · · · · · · ·					

exchangeable security codesecurity code(culture if y) Lowestif y DD)Conversion ratioapplicable)WNTCMS0.12000.12002027-06-041 to 1f) Summary of the distribution by jurisdiction and exemptionState the total dollar amount of securities distributed and the number of purchasers for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides and for each exemption relied on in Canada for that distribution. However, if an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include distributions to purchasers resident in the jurisdiction where a purchaser resides, if a purchaser resides in a jurisdiction of Canada, and (iii) each exemption relied on in Canada, if a purchaser resides in a foreign jurisdiction.For jurisdictions within Canada, state the province or territory, otherwise state the country.Number of unique purchasers ^{2a} Total amount (Canadiar Total amount (Canadiar 225,000.0		arrant								
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ITEM 8 - COMPENSATION INFORMATION

Provide information for e whom the issuer directly copies of this page if m	provides, or will	provide, any co	mpensatio	n in connectio				
Indicate whether any con		<i>paid, or will be ,</i> indicate numb			Г			
a) Name of pers	son compensa	ated and reg	istration	status				
Indicate whether the pers								
□ No ✓ Yes								
If the person compensate	ed is an individuo	al, provide the r	name of the	e individual.				
Full legal name of i	ndividual							
lf the person compensate	ed is not an indiv	Family name vidual, provide t		-	given nam	e	Secondary	given names
Full legal name of	non-individual	IBK CAPITAL C	CORP.					
Firm	NRD number	1790			(if app	licable)		
Indicate whether the pers	son compensated	d facilitated the	distributio	n through a fu	unding p	oortal or a	n internet-base	d portal
🗹 No 🗌 Yes								
b) Business con	tact informat	ion						
If a firm NRD number is i	not provided in li	tem 8(a) provid	le the husir	ness contact in	formati	on of the r	person heing co	mnensated
Street address					joimaa			
Municipality				Province	e/State			
Country			Р	ostal code/Zi	p code			
Email address [Telephone n	umber			
c) Relationship	to issuer or in	ivestment fu	nd mana	ger				
Indicate the person's rela 'connected' in Part B(2) o respecting Prospectus Ex	f the Instructions	and the mean	ing of 'cont	rol' in section				
Connected with the			-					
Insider of the issue								
 Director or officer of Employee of the iss 				id manager				
✓ None of the above			501					
d) Compensatio	n details							
, compensatio								

Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.

Cash commissions paid	\$9,000.0000		
Value of all securities distributed as compensation ⁴	\$0.0000		
Security codes	Security code 1	Security code 2	Security code 3
Security codes	WNT		
Describe terms of warrants, options or other rights	125,000 warrants 5 yrs	exercisable into ເ	inits at \$0.09 for
Other compensation ⁵			
Describe			
Total compensation paid	\$9,000.0000		
Check box if the person will or may receive any def	erred compensation	on (describe the te	erms below)
⁴ Provide the aggregate value of all securities distributed as compensa securities of the issuer. Indicate the security codes for all securities dis acquire additional securities of the issuer.			
⁵ Do not include deferred compensation.			

ITEM 8 - COMPENSATION INFORMATION

whom the issuer directly	provides, or will provide, o		106 respecting Prospectus Exemptions) the distribution. Complete additional	to
Indicate whether any co □ No ☑ Yes		ill be paid, in connection with the dist number of persons compensated.	ribution. 2	
a) Name of per	son compensated and	d registration status		
✓ No 🗌 Yes	rson compensated is a regi			
		e the name of the individual.		-
Full legal name of				
If the person compensa		y name First given nan wide the following information.	ne Secondary given names	
Full legal name of	non-individual Asymme	etric Asset Management AS		
Firr	n NRD number	(if app	licable)	
Indicate whether the pe	rson compensated facilitate	ed the distribution through a funding	portal or an internet-based portal	
✓ No □ Yes	, ,			
b) Business col	ntact information			
lf a firm NRD number is	not provided in Item 8(a), p	provide the business contact informat	ion of the person being compensated.	
Street address	Jarlsborgveien 11f			
Municipality	Oslo	Province/State		
Country	Norway	Postal code/Zip code		
Email address	gunnar@asymmetric.no	Telephone number	+1 (419) 113-2224	
c) Polationshin	to issuer or investme	nt fund managor		
c) Relationship	to issuer or investme	nit fullu manager		
'connected' in Part B(2)	of the Instructions and the	r investment fund manager (select all a meaning of 'control' in section 1.4 of N s of completing this section.	that apply). Refer to the meaning of II 45-106 (in Québec, Regulation 45-106	
Connected with th	e issuer or investment fu	nd manager		
🗌 Insider of the issue	er (other than an investm	ent fund)		
Director or officer	of the investment fund or	r investment fund manager		
Employee of the is	suer or investment fund ı	nanager		
✓ None of the above				
d) Compensati	on details			

Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.

Cash commissions paid	\$9,000.0000			
Value of all securities distributed as compensation ⁴	\$0.0000			
Security codes	Security code 1	Security code 2	Security code 3	
	WNT			
Describe terms of warrants, options or other rights		exercisable into u	inits at \$0.09 for	
Other compensation ⁵				
Describe				
Total compensation paid	\$9,000.0000			
Check box if the person will or may receive any def	erred compensatio	on (describe the te	erms below)	
⁴ Provide the aggregate value of all securities distributed as compensa securities of the issuer. Indicate the security codes for all securities dis acquire additional securities of the issuer. ⁵ Do not include deferred compensation.		-		

ITEM 9 – DIRECTORS, EXECUTIVE OFFICERS AND PROMOTERS OF THE ISSUER

If the issuer is an investment fund, do not complete Item 9. Proceed to Item 10.

Indicate whether the issuer is any of the following (select the one that applies – if more than one applies, select only one).

\checkmark	Reporting	issuer i	in a	jurisdiction	of Canada
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Foreign public issuer

Wholly owned subsidiary of a reporting issuer in any jurisdiction of Canada ⁶

Provide name of reporting issuer

Wholly owned subsidiary of a foreign public issuer ⁶

Provide name of foreign public issuer

Issuer distributing only eligible foreign securities and the distribution is to permitted clients only ⁷.

If the issuer is at least one of the above, do not complete Item 9(a) - (c). Proceed to Item 10.

⁶ An issuer is a wholly owned subsidiary of a reporting issuer or a foreign public issuer if all of the issuer's outstanding voting securities, other than securities that are required by law to be owned by its directors, are beneficially owned by the reporting issuer or the foreign public issuer, respectively.

⁷ Check this box if it applies to the current distribution even if the issuer made previous distributions of other types of securities to non-permitted clients. Refer to the definitions of "eligible foreign security" and "permitted client" in Part B(1) of the Instructions.

□ If the issuer is none of the above, check this box and complete Item 9(a) – (c).

a) Directors, executive officers and promoters of the issuer

Provide the following information for each director, executive officer and promoter of the issuer. For locations within Canada, state the province or territory, otherwise state the country. For "Relationship to issuer", "D" – Director, "O" – Executive Officer, "P" – Promoter.

Organization or company name	Family name	First given	Secondary given names	Business location of non-individual or residential jurisdiction of individual	Relationship to issuer (select all that apply)		
		name		Province or country	D	0	Р

b) Promoter information

If the promoter listed above is not an individual, provide the following information for each director and executive officer of the promoter. For locations within Canada, state the province or territory, otherwise state the country. For "Relationship to promoter", "D" – Director, "O" – Executive Officer.

Organization or	Family	First given	, , ,	Residential jurisdiction of individual		promoter (select if applicable)
company name	name	name	names	Province or country	D	0
c) Residential a	ddress of	each indivi	dual			

Complete Schedule 2 of this form providing the full residential address for each individual listed in Item 9(a) and (b) and attach to the completed report. Schedule 2 also requires information to be provided about control persons.

ITEM 10 - CERTIFICATION

Provide the following certification and business contact information of an officer, director or agent of the issuer or underwriter. If the issuer or underwriter is not a company, an individual who performs functions similar to that of a director or officer may certify the report. For example, if the issuer is a trust, the report may be certified by the issuer's trustee. If the issuer is an investment fund, a director or officer of the investment fund manager (or, if the investment fund manager is not a company, an individual who performs similar functions) may certify the report if the director or officer has been authorized to do so by the investment fund.

The certification may be delegated, but only to an agent that has been authorized by an officer or director of the issuer or underwriter to prepare and certify the report on behalf of the issuer or underwriter. If the report is being certified by an agent on behalf of the issuer or underwriter, provide the applicable information for the agent in the boxes below.

If the individual completing and filing the report is different from the individual certifying the report, provide the name and contact details for the individual completing and filing the report in Item 11.

The signature on the report must be in typed form rather than handwritten form. The report may include an electronic signature provided the name of the signatory is also in typed form.

Securities legislation requires an issuer or underwriter that makes a distribution of securities under certain prospectus exemptions

securities regulatory aut	of exempt distribution. nation below, l certify, on beh hority or regulator, as applica igence, the information provid	ble, that I have r	eviewed this re	eport and to my knowledge,	having		
Name of lssuer/ investment fund	Peloton Minerals Corporation						
manager/agent							
Full legal name	PLEXMAN	Er	ic	John			
	Family name	First give	en name	Secondary given names			
Title	Secretary						
Telephone number	+1 (519) 964-2836	Email address	eplexhome@	outlook.com			
Signature	"Eric J. Plexman"	Date	2024 YYYY	06 13 MM DD			

ITEM 11 - CONTACT PERSON

Provide the following business contact information for the individual that the securities regulatory authority or regulator may contact with any questions regarding the contents of this report, if different than the individual certifying the report in Item 10.

☑ Same as individual certifying the report

Full legal name			
	Family name	First given name	Secondary given names
Title			
Name of company			
Telephone number		Email address	

NOTICE – COLLECTION AND USE OF PERSONAL INFORMATION

The personal information required under this form is collected on behalf of and used by the securities regulatory authority or regulator under the authority granted in securities legislation for the purposes of the administration and enforcement of the securities legislation. If you have any questions about the collection and use of this information, contact the securities regulatory authority or regulator in the local jurisdiction(s) where the report is filed, at the address(es) listed at the end of this form.

Schedules 1 and 2 may contain personal information of individuals and details of the distribution(s). The information in Schedules 1 and 2 will not be placed on the public file of any securities regulatory authority or regulator. However, freedom of information legislation may require the securities regulatory authority or regulator to make this information available if requested.

By signing this report, the issuer/underwriter confirms that each individual listed in Schedule 1 or 2 of the report who is resident in a jurisdiction of Canada:

- a) has been notified by the issuer/underwriter of the delivery to the securities regulatory authority or regulator of the information pertaining to the individual as set out in Schedule 1 or 2, that this information is being collected by the securities regulatory authority or regulator under the authority granted in securities legislation, that this information is being collected for the purposes of the administration and enforcement of the securities legislation of the local jurisdiction, and of the title, business address and business telephone number of the public official in the local jurisdiction, as set out in this form, who can answer questions about the security regulatory authority's or regulator's indirect collection of the information, and
- b) has authorized the indirect collection of the information by the securities regulatory authority or regulator.