

**AMENDED
Form 45-103F4**

Report of Exempt Distribution

Issuer information

1. State the full name, address and telephone number of the issuer of the security distributed. Include former name if name has changed since last report. If this report is filed by a vendor, other than the issuer, also state the full name and address of the vendor.

Midway Gold Corp.

Name of issuer

Suite 300 – 570 Granville Street, Vancouver, BC V6C 3P1

Address

(604) 689-1428

Telephone Number

2. State whether the issuer is or is not a reporting issuer and, if reporting, each of the jurisdictions in which it is reporting.

The issuer is a reporting issuer in the provinces of British Columbia and Alberta.

Details of distribution

3. State the distribution date. If the report is being filed for securities distributed on more than one distribution date, state all distribution dates.

Distribution Date(s): November 25, 2003.

4. For each security distributed:

(a) describe the type of security: 700,000 common shares and 700,000 warrants. Each warrant entitles the holder to purchase one additional common share at a price of \$1.50 up to and including May 25, 2004.

(b) state the total number of securities distributed. If the security is convertible or exchangeable, describe the type of underlying security, the terms of exercise or conversion and any expiry date: See 4(a).

Convertible/Exchangeable: _____

Type of underlying security: _____

Terms of exercise/conversion: _____

Expiry Date: _____

5. Provide details of the distribution by completing the attached schedule. (See attached Schedule "A")

6. Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside. Provide a total dollar value of all securities distributed in all jurisdictions. Do not include in this table, securities issued as payment for commissions or finder's fees disclosed under item 7, below.

Each jurisdiction where purchasers reside	Price per security (Canadian \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
United States	\$1.20 per Unit	\$348,000
British Columbia	\$1.20 per Unit	\$360,000
Alberta	\$1.20 per Unit	\$30,000
Switzerland	\$1.20 per Unit	\$60,000
Gibraltar	\$1.20 per Unit	\$42,000
Total dollar value of distribution in all jurisdictions (Canadian \$)		\$840,000

Commissions and finder's fees

7. Provide the following information for each person who is being compensated in connection with the distribution(s). When disclosing compensation paid or to be paid, include discounts, commissions or other fees or payments of a similar nature directly related to the distribution. Do not include payments for services incidental to the trade, such as clerical, printing, legal or accounting services.

Full name and address of person being compensated	Compensation paid (in Canadian \$ and, if applicable number and type of securities)	Exemption relied on and date of distribution (if applicable)	Price per share (Canadian \$)
N/A			

Certificate

On behalf of the issuer (or vendor), I certify that the statements made in this report and in each schedule to this report are true.

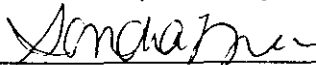
Date: January 23, 3004

MIDWAY GOLD CORP.

Name of issuer or vendor (please print)

Sandra Lee, Corporate Secretary

Print name and position of person signing



Signature