

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: [Cerro de Pasco Resources Inc.](#) (the “Issuer”).

Trading Symbol: [CDPR](#)

Number of Outstanding Listed Securities: [255,965,706](#)

Date: [April 7, 2020](#)

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.

Management of the Issuer evaluate several strategies of financing to complete the Volcan Transaction.

Let’s recall, on November 27, 2019, the Issuer has executed a definitive share purchase agreement dated November 27, 2019 (the “**Share Purchase Agreement**”) with Volcan Compañía Minera S.A.A. (BVL:VOLCABC1) and its subsidiaries (collectively, “**Volcan**”), whereby the Issuer will acquire all of the issued shares of Oxidos de Pasco S.A.C. (“**Oxidos**”), Empresa Administradora de Cerro S.A.C (“**Cerro SAC**”) and Remediadora Ambiental S.A.C. (together the “**Target Companies**”), three corporations. Under the terms of the Share Purchase Agreement, 100% of the Target Companies’ issued and outstanding common shares will be acquired by the Issuer for a total cash consideration

of USD 30 million, a variable consideration and a net smelter royalty over the concessions owned by the Target Companies.

The arm's length transaction (the "**Transaction**") will provide the Issuer ownership and operation of all mining and processing assets in Cerro de Pasco, Central Peru.

The closing of the Transaction is expected to occur within four months of the date of the signature purchase agreement (the "**Closing Date**").

On March 17th, 2020, Cerro de Pasco and Volcan Compañía Minera S.A.A. have agreed to extend the closure date of CDPR's acquisition of the Cerro de Pasco Mine (the "**Transaction**"), described below, until June 27th, 2020. The Company's management continues to advance towards a successful closing.

Private placement for short-term working capital

On March 9, 2020, the Corporation announced the closing of a non brokered private placement for total aggregate gross proceeds of \$937,400 (the "Offering") through the issuance of 2,343,500 units of the Corporation ("Units") at a price of \$0.40 per Unit. Each Unit is comprised of one common share of the Corporation (a "Share") and one-half of one Share purchase warrant (each whole, a "Warrant"). Each Warrant will entitle its holder to purchase one additional Share at a price of \$0.65 per Share for a period of 24 months from the date of its issuance, provided however that the Corporation shall be entitled to accelerate the expiry of the Warrants to the date that is 30 days following the date a notice is provided to the holder in the event that the volume weighted average price of the Shares on the Canadian Securities Exchange exceeds \$1.00 for any twenty (20) consecutive trading days at any time prior to the expiry of the Warrants.

Four directors of the Company purchased a total of 287,500 Units. Their participation in the Offering constitutes a "related party transaction" as defined under National Instrument 61-101 – Protection of Minority Security Holders in Special Transactions ("NI 61-101"). However, such participation is exempt from the valuation and minority shareholder approval requirements of NI 61-101 based on the fact that neither the fair market value of the Offering, nor the consideration paid by such persons, exceeds 25% of the Company's market capitalization. The Company did not file a material change report at least 21 days prior to the closing of the Offering as participation of the insiders had not been established at that time. All securities issued pursuant to the Offering are subjected to a hold period under applicable securities laws, which will expire four months plus one day from their issuance.

In connection with the Offering, the Company paid finder's fees to arm's length third parties in the amount of \$13,284 and issued 37,345 finder warrants, each entitling its holder to purchase one Share at a price of \$0.65 per Share for a period of 24 months from the date of its issuance.

Covid-19

Following measures taken by both the Quebec and Peruvian governments, aimed at preventing the further spread of the coronavirus, the Company continues its operations of advancing the planning of the project while management and employees in Peru and Canada work from home. The company continues to take appropriate COVID-19 safety precautions for its employees. Critical corporate functions are being performed on a remote on-line basis until restrictions are lifted. The state of emergency announced by the Peruvian government on March 15th, introducing stringent measures, has now been extended until April 12th.

2. Provide a general overview and discussion of the activities of management.

During the month of March 2020, management of the Issuer focused its efforts on completing the Transaction Volcan Compañía Minera S.A.A, the Private placement for short-term working capital and the issuer is working to raise adequate financing for the Volcan transaction and development of the Cerro de Pasco mining complex.

CSA Global Consultants Canada Ltd advance their independent mineral resource assessment of the Cerro de Pasco Project in Peru.

Hemmera, An Ausenco Company are progressing on their Environmental Audit for Baseline Operations at Cerro de Pasco, Peru, which include IFC Performance Standards Gap Assessment.

3. 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.

N/A

4. 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.

N/A

5. 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.

In May, 2019, the Corporation entered into consultancy agreements with Mezzo Consulting Services S.A. and Olsson Business Acceleration (the "Consultants") for the provision of consultancy services relating to strategic business development activities for a twelve-month period (to be renewed automatically for additional twelve-month periods unless terminated by either party) (the "Consultancy Agreements"). These Consultancy Agreements are not Related Person of the Issuer.

Under the terms of the Consultancy Agreements, for each quarter, the Corporation will issue 15,000 common shares of its capital (the "Common Shares") to each of the Consultants in consideration for the consultancy services provided. The issuance is for the third quarter.

6. 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.

N/A

7. 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.

N/A

8. Describe the acquisition of new customers or loss of customers.
N/A
9. 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.
N/A
10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.
On March 6, 2020, the Issuer appointed Mr. Neil Ringdahl as President of and a director of the Company.
11. Report on any labour disputes and resolutions of those disputes if applicable.
N/A
12. 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.
N/A
13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.
N/A
14. Provide details of any securities issued and options or warrants granted.
Pursuant to the **Private Placement** (see section 1)

Security	Number Issued	Details of Issuance	Use of Proceeds ⁽¹⁾
Common shares	2,343,500	Issuance of 2,343,500 units at a price of \$0.40 per unit for gross proceeds of \$937,400 Each unit consists of one (1) common share and one share purchase warrants.	The Corporation will use the net proceeds of the Offering for its working capital
Warrants	2,343,500	Each warrant will entitle its holder to purchase one additional common share at a price of \$0.65 per share 24 months from the date of its issuance.	For the working capital.

Broker Warrants	37,345	Each Broker-warrant will entitle its holder to purchase one additional common share at a price of \$0.65 per share 24 months from the date of its issuance.	For the working capital
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Pursuant to **Consultation Agreements** (See section 5)

Security	Number Issued	Details of Issuance	Use of Proceeds ⁽¹⁾
Common shares	30,000	Deemed issue price of \$0.305	N/A

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

N/A

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

N/A

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

Please see the risk factors described in item 17.5 "*Risk Related to the Business of the Issuer*" of the listing statement of the Issuer dated July 26, 2018 and available on the Issuer's profile on the CSE and SEDAR.

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 April 7, 2020.

Guy Goulet

Name of Director or Senior Officer



Signature

President and Chief Executive Officer

Official Capacity

Issuer Details Name of Issuer	For Month End	Date of Report YY/MM/D
Cerro de Pasco Resources Inc.	March 2020	2020/04/07
Issuer Address		
22 Lafleur Avenue North, Suite 203		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
Saint-Sauveur (Québec)		(579) 476-7000
Contact Name	Contact Position	Contact Telephone No.
Guy Goulet	President and Chief Executive Officer	(514) 294-7000
Contact Email Address	Web Site Address	
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