

# FORM 7

## MONTHLY PROGRESS REPORT

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

Trading Symbol: [CDPR](#)

Number of Outstanding Listed Securities: [266,310,294](#)

Date: [September 8, 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.](#)

#### [60-day Extension of the Cerro de Pasco Acquisition Agreement](#)

[The Issuer has agreed to extend the acquisition agreement of the Cerro de Pasco Mine, described below, with Volcan Compañía Minera S.A.A. \(BVL: VOLCABC1\) and its subsidiaries \(collectively, "Volcan"\) until October 30, 2020. The Company's management continues to advance towards a successful closing and has extended the agreement date to enable the amendment of certain key terms to the benefit of both parties in the Transaction. The closing of the Transaction is expected to occur on or before October 30, 2020 subject to standard closing conditions and procedures being met.](#)

## About the Transaction

On November 28, 2019, the Company announced the execution of a definitive share purchase agreement dated November 27, 2019 (the “Agreement”) with Volcan, whereby CDPR will acquire all of the issued shares of Oxidos de Pasco S.A.C., Empresa Administradora de Cerro S.A.C and Remediadora Ambiental S.A.C.. The arm’s length transaction (the “Transaction”) will provide CDPR ownership and operation of all mining and processing assets in Cerro de Pasco, Central Peru, including a precious metal leach plant and a base and precious metals concentrator, together having a permitted capacity of almost twenty thousand tonnes per day.

For further details about the Transaction please referred to the press release issued on November 28, 2019.

## **Private Placements**

On August 21, 2020 the Company completed a private placement by issuing 1,128,130 units at a price of \$0.30 per unit for proceeds of \$338,439. Each unit consists of one common share and one warrant for a total of 1,128,130 common shares and 1,128,130 warrants. Each warrant will entitle the holder to acquire one additional common share of the Company at an exercise price of \$0.50 until August 21, 2022. The Company may, at its option, accelerate the expiry date under certain conditions.

On August 28, 2020, the Company completed a private placement by issuing 3,333,334 units at a price of \$0.30 per unit for proceeds of \$1,000,000 Each unit consists of one common share and one warrant for a total of 3,333,334 common shares and 3,333,334 warrants. Each warrant will entitle the holder to acquire one additional common share of the Company at an exercise price of \$0.50 until August 28, 2022. The Company may, at its option, accelerate the expiry date under certain conditions.

On August 28, 2020, the Company issued 250,000 warrants as a finder's fee. Each warrant entitles the holder to subscribe to one common share at an exercise price of \$0.365 per share until August 28, 2022. The Company will use the net proceeds of the Offering for working capital purposes.

The Company will use the net proceeds of the Offering for working capital purposes and towards advancing exploration drilling at its historical Quiulacocha polymetallic tailings storage facility which is an immediately adjacent property to the Cerro de Pasco Mine.

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

During the month of August 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.

### NI 43-101

The Issuer has engaged international mining industry consulting firm, CSA Global Consultants Canada Ltd. (“CSA Global”), to complete a geological and Mineral Resource estimate review and audit at Cerro de Pasco and to complete a Technical Report on the resources included as part of the Transaction.

The NI-43-101 is expected to be complete by the end of the third quarter, Q3-2020. The Company plans to make the report public as soon as possible.

## Environmental Audit

The Issuer engaged Ausenco / Hemerra, to conduct an Environmental Audit for baseline operations as it relates to the Transaction.

On August 7, 2020, the Company received the final version of the Environmental Audit for baseline operations. The report was sanctioned as part of the due diligence process as it relates to the Transaction and is subject to confidentiality.

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.

N/A

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.

N/A

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 **Consultation Agreements May 15, 2020**  
On August 19, 2020, the Company issued to service providers 30,000 common shares for business development consultancy.

Security	Number Issued	Details of Issuance	Use of Proceeds <sup>(1)</sup>
Common shares	30,000	Deemed issue price of \$0.35	N/A

Pursuant to **Employment Agreement June 24, 2020**

The Company issued 100,000 common shares as a signing bonus on August 19, 2020.

Security	Number Issued	Details of Issuance	Use of Proceeds <sup>(1)</sup>
Common shares	100,000	Deemed issue price of \$0.35	N/A

Pursuant to the **Private Placements** (see section 1)

Security	Number Issued	Details of Issuance	Use of Proceeds <sup>(1)</sup>
Common Shares Units	4,461,464	Issuance of 4,461,464 units at a price of \$0.30 per unit for gross proceeds of \$1,338,439 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	4,461,464	Each warrant will entitle its holder to purchase one additional common share at a price of \$0.50 per share 24 months from the date of its issuance.	.
Finder Warrants	250,000	Each Finder warrant will entitle its holder to purchase one common share at a price of \$0.365 per share 24 months from the date of its issuance.	

### Pursuant to **Grant of options**

On August 2020, the Issuer has granted incentive stock options to its directors, officers, consultants and employee to purchase up to 4,700,000 common shares of its capital stock, at \$0.40 per share, exercisable for a period of 3 or 5 years. The options were granted pursuant to the Corporation's stock option plan, under which a maximum of ten percent (10%) of the issued and outstanding common shares are reserved for issuance.

Security	Number Issued	Details of Issuance	Expiry Date
Stock options	4,300,000	Exercised price \$0.40	August 28, 2025
Stock options	200,000	Exercised price \$0.40	August 28, 2023
Stock options	200,000	Exercised price \$0.40	August 19, 2023

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 September 8, 2020.

Guy Goulet

Name of Director or Senior Officer



Signature

Chief Executive Officer

Official Capacity

<b>Issuer Details</b>		For Month End	Date of Report YY/MM/D
Name of Issuer			
<a href="#">Cerro de Pasco Resources Inc.</a>		<a href="#">August 2020</a>	<a href="#">2020/09/08</a>
Issuer Address			
<a href="#">22 Lafleur Avenue North, Suite 203</a>			
City/Province/Postal Code		Issuer Fax No.	Issuer Telephone No.
<a href="#">Saint-Sauveur (Québec)</a>			<a href="#">(579) 476-7000</a>
Contact Name		Contact Position	Contact Telephone No.
<a href="#">Guy Goulet</a>		<a href="#">President and Chief Executive Officer</a>	<a href="#">(514) 294-7000</a>
Contact Email Address		Web Site Address	
<a href="mailto:ggoulet@pascoresources.com">ggoulet@pascoresources.com</a>		<a href="http://www.pascoresources.com">www.pascoresources.com</a>	