

FORM 7

MONTHLY PROGRESS REPORT

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

Trading Symbol: [CDPR](#)

Number of Outstanding Listed Securities: [235,146,878](#)

Date: [November 7, 2018](#)

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.

Reverse Takeover

On October 5, 2018, the Issuer acquired Cerro de Pasco Resources S.A. (the “**Target**”), with an effective date of August 31, 2018, in consideration for which the Issuer issued an aggregate of 176,360,232 common shares (the “**Issuer Shares**”) to the former securityholders of the Target, pursuant to a merger agreement entered into by the Issuer and the Target on November 9, 2017, as amended (the “**Merger**”).

As a result of the Merger, the Issuer acquired all of the rights, titles and interests of the Target in the El Metalurgista mining concession in Peru.

The 176,360,232 Issuer Shares were listed in the CSE on October 17, 2018.

Spin Off

Prior to the Merger, the Issuer transferred substantially all of its assets and liabilities, including all of its Canadian mining properties, to Genius Metals Inc. (“**Genius Metals**”) in consideration for 9,797,790 common shares of Genius Metals (the “**Genius Metals Shares**”) pursuant to an asset transfer agreement (the “**Asset Transfer Agreement**”) entered into by the Issuer and Genius Metals on June 6, 2018, as amended (the “**Spin-Off**”).

The Issuer distributed the 9,797,790 Genius Metals Shares to its shareholders as at the record date of August 30, 2018 (the “**Record Date**”), on the basis of one (1) Genius Metals Share for six (6) Issuer Shares.

Name change

On October 5, 2018, the Issuer changed its name from “Genius Properties Ltd.” to “Cerro de Pasco Resources Inc”. As a result of the change of name, the Issuer is trading under the symbol “CDPR”.

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

During the month of October 2018, management of the Issuer focused its efforts on completing the Merger and the Spin-Off.

In addition, management of the Issuer continues to evaluate several strategies to for the development of the El Metalurgista mining concession in Peru.

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.

On October 29, 2018, the Issuer entered into a consulting agreement for business development activities with Capital Althea Ltd., which is an independent contractor dealing at arm’s length with the Issuer. The consulting agreement is for a term of 6 months, and renewable for an additional 6 months, provided that each party may terminate the agreement upon 30-day prior notice. The consultant is entitled to receive compensation equal to 20,000 Issuer Share at the end of each month within 10 days of the receipt of an invoice.

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.

On September 20, 2018, a legal claim was filed against the Issuer by 9248-7792 Québec Inc., a management corporation controlled by Stéphane Leblanc, former President and Chief Executive Officer of the Issuer, before the Superior Court of Québec. The claim related to a certain consulting agreement between the plaintiff and the Issuer dated July 1, 2014. The plaintiff sought \$1,281,646.41 for alleged unpaid consultant fees, termination fees and change of control fees under the consulting agreement.

Pursuant to the Asset Transfer Agreement, Genius Metals assumed all liabilities of the Issuer in connection with the legal claim.

On October 31, 2018, the Issuer, 9248-7792 Québec Inc. and Stéphane Leblanc entered into a settlement agreement, to which Genius Metals intervened, pursuant to which each party agreed to release and give each other full and final release of capital, interest and costs in consideration for the issuance of 300,000 common shares of Genius Metals. The shares were issued on November 5, 2018 in accordance with the settlement agreement.

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.

On October 5, 2018, 176,360,232 Issuer Shares were issued to the former securityholders of the target as consideration for the Merger. See section 1.

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.

On October 24, 2018, the Issuer appointed Dr. David Andrew Shaw to its Board of Directors.

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 17.3 "*Risk Related to the Target's Business*" and item 17.4 "*General Operational Risks*" of the listing statement of the Issuer dated July 26, 2019 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 [November 7, 2018](#).

[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.	October 2018	2018/11/7
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	
ggoulet@geniusproperties.ca	www.geniusproperties.ca	