

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: Rockcliff Metals Corporation (the "Issuer").

Trading Symbol: RCLF

Number of Outstanding Listed Securities: 307,768,687

Date: May 5, 2021

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.

Rockcliff is a Canadian resource development and exploration company, with leased processing and tailings facility as well as several advanced-stage, high-grade copper and zinc dominant VMS deposits in the Snow Lake area of central Manitoba.

On April 8, 2021, the Issuer reported that it had initiated a drill program at the Rail Property and that it had received a \$300,000 grant from the Manitoba Mineral Development Fund.

On April 15, 2021, the Issuer reported that it had commenced trading on the OTCQB, under the ticker "RKCLF", and that it had engaged US firm, Arrowhead Business and Investment Decisions, LLC. ("Arrowhead"), to provide investor relations services to the Company to develop its international market awareness in compliance with regulatory guidelines.

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

During the month of April 2021, management continued to support and control the Issuer's business activities, advance the assets of the Issuer and develop the Issuer's business.

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.

None to report for the month of April 2021.

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.

None to report for the month of April 2021.

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.

None to report for the month of April 2021.

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.

None to report for the month of April 2021.

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.

None to report for the month of April 2021.

8. Describe the acquisition of new customers or loss of customers.

Not applicable.

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.

Not applicable.

10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.

Not applicable.

11. Report on any labour disputes and resolutions of those disputes if applicable.

Not applicable.

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.

None.

13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.

None.

14. Provide details of any securities issued and options or warrants granted.

None.

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

None to report for the month of April 2021.

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

None to report for the month of April 2021.

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

The trends and risks which are likely to impact the Issuer are detailed in the Issuer's Annual Management Discussion and Analysis dated July 23, 2020 (the "MD&A"), under the heading "Risks Factors".

The COVID19 pandemic has impacted the global capital markets, along with significant decline in copper prices. Based on current information available, no immediate impact to Issuer has been determined. The impact will continue to be assessed, as the pandemic situation evolves.

On December 16, 2020, the Department of Finance released draft legislative proposals to extend by 12 months the deadline for corporations to expend capital raised through certain flow-through share issuances.

The Federal Government had previously announced its intention to extend the deadlines on July 10, 2020.

This legislation, in response to the COVID19 pandemic, is to extend the flow-through funds spend period and the look-back rule by one year, including suspending the Part XII.6 tax for the same period. The Company is subject to Part XII.6 taxes on any unspent flow-through expenditures after February 1, 2021 for flow-through funds raised in 2019. The dates to incur Part XII.6 taxes will be extended by one year. The Company has indemnified the subscribers for any tax related amounts that become payable by the subscriber as a result of the Company not meeting its expenditure commitments. As at September 30, 2020, pursuant to the issuance of 87,760,833 flow-through shares on May 7, 2019, the Company is required to incur qualifying expenditures of approximately \$20,862,600 by December 31, 2020.

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 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 May 5, 2021.

Christopher Stackhouse
Name of Director or Senior
Officer

"Christopher Stackhouse"
Signature

Chief Financial Officer
Official Capacity

Issuer Details Name of Issuer ROCKCLIFF METALS CORPORATION	For Month End April 2021	Date of Report YY/MM/D 2021/05/05
Issuer Address 82 Richmond Street East, Toronto, Ontario M5C 1P1		
City/Province/Postal Code Toronto, Ontario M5C 1P1	Issuer Fax No.	Issuer Telephone No. (249) 805 9020
Contact Name Christopher Stackhouse	Contact Position Corporate Secretary / CFO	Contact Telephone No. (249) 806 0388
Contact Email Address cstackhouse@rockcliffmetals.com	Web Site Address http://www.rockcliffmetals.com	