

**FORM 62-103F1
REQUIRED DISCLOSURE UNDER THE EARLY WARNING REQUIREMENTS**

1. Security and Reporting Issuer

1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

Securities: Common shares

Issuer: Cerro de Pasco Resources Inc. (formerly Genius Properties Ltd.)
22 Lafleur Avenue North, Suite 203
Saint-Sauveur, Québec, J0R 1R0
Canada
(the “Issuer”)

1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

Not applicable. The securities were acquired pursuant the acquisition of Cerro de Pasco Resources S.A. (the “Target”) by the Issuer. We refer you to the press release of the Issuer dated October 9, 2018.

2. Identity of the Acquiror

2.1 State the name and address of the acquiror.

Alpha Capital Anstalt
c/o LH Financial Services Corp.
510 Madison Ave, 14th Floor
New York, NY 10022
USA
(the “Acquiror”)

2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.

On October 5, 2018, the Issuer acquired the Target, with an effective date of August 31, 2018 (the “Effective Date”), in consideration for which the Issuer issued from treasury an aggregate of 176,360,134 common shares (the “Issuer Shares”) to the former securityholders of the Target pursuant to a merger agreement between the Issuer and the Target dated November 9, 2017, as amended (the “Transaction”). As a result of the Transaction, the Issuer acquired all of the rights, titles and interests of the Target in the El Metalurgista mining concession located in Peru.

2.3 State the names of any joint actors.

Not applicable.

3. Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file the report and the change in the acquiror's securityholding percentage in the class of securities.

Immediately prior to the Transaction, the Acquiror held 866,666 Issuer Shares and 433,333 common shares purchase warrants of the Issuer (the "Issuer Warrants") entitling the holder of each whole Issuer Warrant to purchase one Issuer Share at an exercise price of \$0.25 until April 27, 2019, the whole representing approximately 1.5% of the issued and outstanding Issuer Shares on a non-diluted basis.

As a result of the Transaction, the Acquiror was issued from treasury 56,684,256 Issuer Shares, such that it now holds approximately 23.3% of the issued and outstanding Issuer Shares on a fully-diluted basis.

3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file the report.

The Issuer Shares issued by the Issuer to the Acquiror as a result of the Transaction triggered the requirement to file this report. See Item 3.1.

3.3 If the transaction involved a securities lending arrangement, state that fact.

Not applicable.

3.4 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.

See Item 3.1.

3.5 State the designation and number or principal amount of securities and the Acquiror's securityholding percentage in the class of securities referred to in Item 3.4 over which

(a) the acquiror, either alone or together with any joint actors, has ownership and control,

All securities identified in item 3.1 above are beneficially owned and controlled by the Acquiror.

(b) the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than acquiror or any joint actor; and

Not applicable.

- (c) the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.

Not applicable.

- 3.6 If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.

Not applicable.

- 3.7 If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable.

- 3.8 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.

Not applicable.

4. Consideration Paid

- 4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total

Not applicable. See item 4.3.

- 4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.

See Item 3.1.

- 4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.

The Issuer Shares were issued from treasury by the Issuer to the Acquiror as a result of the Transaction and as consideration in exchange for the securities the Acquiror held in the capital of the Target.

5. Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;
- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;
- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;
- (e) a material change in the present capitalization or dividend policy of the reporting issuer;
- (f) a material change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;
- (g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;
- (j) a solicitation of proxies from securityholders;
- (k) an action similar to any of those enumerated above.

The Issuer Shares were acquired by the Acquiror for investment purposes. The Acquiror has no present intention to dispose of or acquire further securities of the Issuer, although it may increase or decrease its ownership interest in the Issuer depending on, among other factors, market conditions and other factors relevant to the Acquiror's investment decisions.

6. Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the

securities, finder's fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

Not applicable.

7. Change in material fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer's securities.

Not applicable.

8. Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

Not applicable.

9. Certification

I certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

October 11, 2018

(s) Konrad Ackermann

Signature

Konrad Ackermann, director

Name/Title