

Form 45-102F1
Notice of Intention to Distribute Securities under Section 2.8 of
NI 45-102 Resale of Securities

Reporting issuer

1. Name of reporting issuer: **Cerro de Pasco Resources, Inc.**

Selling security holder

2. Your name: **Alpha Capital Anstalt**

3. The offices or positions you hold in the reporting issuer: **N/A**

4. Are you selling securities as a lender, pledgee, mortgagee or other encumbrancer? **No**

5. Number and class of securities of the reporting issuer you beneficially own:
58,584,256 Common Shares and 600,000 Warrants

Distribution

6. Number and class of securities you propose to sell: **2,000,000 Common Shares**

7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name. **Private Sale**

Warning

It is an offence to submit information that, in a material respect and in light of the circumstances in which it is submitted, is misleading or untrue.

Certificate

I certify that

- (1) I have no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed; and
- (2) the information given in this form is true and complete.

Date 3/2/2021

ALPHA CAPITAL ANSTALT

.....
Your name (Selling security holder)

“NICOLA FEUERSTEIN”

.....
Your signature (or if a company, the signature of your authorized signatory)

NICOLA FEUERSTAIN, DIRECTOR

.....
Name of your authorized signatory