

## FORM 7

### MONTHLY PROGRESS REPORT

Name of CSE Issuer: **COPPER REEF MINING CORPORATION** (the "Issuer").

Trading Symbol: **CZC**

Number of Outstanding Listed Securities: **136,731,300**

Date: **May 5, 2017**

#### **Report on Business**

##### **1. General Overview:**

Copper Reef is a Canadian junior mineral exploration company with a specific focus on mineral properties in Northwest Manitoba and Northeast Saskatchewan, Canada. All of the Company's properties are currently at the exploration stage. The Company has no long-term debt and has assembled a portfolio of base metal and precious metal prospects, including strategic locations in the both Manitoba and Saskatchewan.

##### **2. Management Activities:**

On April 5, 2017, the Company closed the first tranche of \$250,000 of a non-brokered private placement financing up to a Maximum Offering Amount of \$400,000. This first tranche is comprised of 900,000 Flow Through Units at a price of \$0.05 per Flow-Through Unit representing proceeds of \$45,000 and 8,200,000 Class "A" Units at a price of \$0.025 per Unit, representing proceeds of \$205,000 for an aggregate total raised of \$250,000. The non-flow through warrants expire on April 4, 2018, at a price of \$0.05, the flow through warrants expire on April 4, 2019, at a price of \$0.05.

The Issuer will endeavor to raise an additional \$150,000 by issuing a further 3,000,000 Flow Through Units. The Company has issued 9,100,000 shares with a hold period to August 6, 2017.

##### **3. New exploration started or completed, properties acquired.**

As of March 31, Copper Reef has completed a drill program on the New Discovery vein near the Gold Rock Property as well as beginning the process of assembling and organizing the data sets for a new NI 43-101 report on the combined North Star and Gold Rock properties near Snow Lake.

On April 19, 2017, the Company announced that it has completed its winter drill program on its North Star-Gold Rock property in Snow Lake area of Manitoba. The Company drilled seven holes in its New Discovery vein and attempted an eighth hole but spring conditions caused the company to abandon the hole for now. The program including mob in, ran from March 16 to

March 31. This was the first phase of a larger drill program in the Gold Rock Vein area. Drilling of the New Discovery area is better facilitated in winter due to access. The planned Phase II will concentrate on the Gold Rock Vein system to the west which has year round access.

The New Discovery vein is on a separate parallel structure approximately 300m east of the North Star-Gold Rock structure and is virtually unexplored along a strike length of 4 km. The Discovery vein itself has been traced for 80m in outcrop before striking under muskeg to the north and south. A mapping and prospecting program in the area of the new vein returned gold values up to 93.44 grams per tonne gold from grab samples collected this past fall (press release dated October 4, 2016). At the south end of the vein, an old pit 3 by 4 meters was found, circa 1920's, where a 2m wide mineralized vein is fully exposed. There is no record of this vein or pit.

This winter's 7 holes were completed in the New Discovery vein with intercepts of quartz veining ranging from 2.03 m (6.66 ft.) to 3.68 m (12.07 ft.), (70-85% true width) in the four southern-most holes. All southern holes contained locally galena which is associated with higher gold grades from surface sampling. Visible gold was only noted in two of the southern holes. The northern three holes encountered only stringer mineralization suggesting a narrowing of the structure in this area. Only one of the northern holes contained a single fleck of visible gold over a narrow stringer zone of 4 cm.

An attempt was made to drill a eighth hole beneath the most southern and widest exposure of the vein at surface (2 meters), but had to be abandoned for now, due to spring thaw and deteriorating road conditions. This summer, dryer conditions may permit drilling this hole and others in the New Discovery area. The drill holes are currently being logged with intersections to be diamond sawed length wise in half with one half sent to TSL Laboratories in Saskatoon. More details on the drilling will be released once the logging is completed and on return of the assay values from the veined sections of the core, which are expected by May.

The drill program is fully permitted and Copper Reef has been awarded a Manitoba government mineral exploration assistance grant (MEAP) for \$109,347 upon completion of exploration work totaling \$218,694 on the North Star-Gold Rock project. This work commitment will have been met once the assays are in and the drill report completed.

On April 28, 2017, the Company to announce that the terms of its second tranche of Class A units being offered on a private placement basis ("Tranche II") have been amended. Tranche II is expected to raise up to a maximum offering amount of \$205,000 of roughly equal flow through and non-flow through private placements, which is an increase over the previously announced additional raise. Copper Reef had previously closed a first tranche ("Tranche I") of the non-brokered private placement with aggregate proceeds raised in the amount of \$250,000 (see April 5, 2017 news release). The Tranche II will be comprised of Flow Through Units, issuable at a price of \$0.05 per unit, and Class "A" Units, issuable at a price per unit of \$0.025. Each of the Flow Through Units and the Class "A" Units will be comprised of one common share and one common share purchase warrant, exercisable at a price per warrant, in both instances, of \$0.05 per warrant. The warrants are all exercisable for a period of 2 years from the date of issuance. The terms of the Flow-Through Units have not changed from Tranche I, however, the Non-Flow Through Class "A" Units have been amended to include only one warrant, with the expiry date having been extended to 2 years from the date of issuance.

The Offering is subject to certain conditions including, but not limited to, the receipt of all necessary regulatory approvals. All securities to be issued under the Offering will be subject to a four-month statutory hold period in Canada.

The Class "A" Units shall consist of, and separate immediately upon closing into, one common share of the Issuer (a "Common Share") and one common share purchase warrant (a "Warrant"), each entitling the holder to purchase one Common Share at a purchase price of \$0.05 cents per Warrant for a period of twenty four (24) months following the date of issuance. The Flow-Through Units shall consist of, and separate immediately upon closing into, one Common Share, to be issued as a "flow-through share" (the "Flow-Through Shares") within the meaning of the *Income Tax Act* (Canada), and one Warrant. Each Warrant attached to the Flow-Through Units shall entitle the holder to purchase one Common Share for a purchase price of \$0.05 per Common Share for a period of twenty four (24) months following the date of issuance.

A finder's fee will be paid, consisting of \$10,400 and the issue of 312,000 broker warrants to an arm's length group for securing proceeds of \$130,000 through subscriptions for 2,600,000 Class "A" Units and 1,300,000 of Flow through Units. Each of these broker warrants entitles the holder to purchase one Common Share at an exercise price of \$0.05 for twelve (12) months following the date of issuance of the Class "A" Units pursuant to this second tranche of the private placement.

The Issuer intends to utilize the proceeds from the private placement primarily to fund exploration on the North Star - Gold Rock property in the Snow Lake Area of Manitoba. Exploration will consist mainly of drilling the rich Gold Rock vein as well as the new discovery area which last summer returned gold values up to 93.44 g/t gold from grab samples collected this past fall. (October 4, 2016 news release) A lesser portion of the proceeds will be utilized for completing a new resource for both the North Star and Gold Rock vein systems and for corporate purposes.

The drill program is fully permitted and Copper Reef has received its work permit for the North Star-Gold Rock drilling as well as a Manitoba Government Mineral Exploration Assistance grant for \$109,347 upon completion of exploration work totaling \$218, 694 on the North Star-Gold Rock project.

Copper Reef is current talking to other parties about optioning certain base metal and gold properties and also considering serious offers of mergers.

4. **Exploration changes and terminations:** N/A
5. **New Contracts and/or Joint Ventures entered into:** N/A
6. **Contract Expirations/terminations:** N/A
7. **Acquisitions or dispositions:** N/A
8. **This section does not apply to Copper Reef Mining Corporation:** N/A
9. **This section does not apply to Copper Reef Mining Corporation:** N/A

10. **New hires, and layoffs:** No new hires or Layoffs
11. **Labour disputes in progress and resolution of same:** None
12. **Litigation:** No legal proceedings have been filed against the Issuer
13. **Indebtedness incurred or repaid** N/A
14. **Provide details of any securities issued and options or warrants granted. N/A**

Security	Number Issued	Details of Issuance	Use of Proceeds <sup>(1)</sup>
Common shares	8,200,000	Private placement at \$0.025	\$205,000, Working capital and exploration on North Star property
Common shares (flow through)	900,000	Private placement at \$0.05	\$45,000, Exploration on North Star property
Warrants	16,400,000	\$0.05 – expiry date April 4, 2018	
Finders' Fee Warrants	400,000	\$0.05 – expiry date April 4, 2019	
<sup>(1)</sup> State aggregate proceeds and intended allocation of proceeds			

15. **Loans to Related Persons:** Nil
16. **Committee Changes, Directorship changes:** N/A
- 17 **Market Matters:**

Market conditions for both diamonds, gold and base metals appear to be improving.

#### **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 CSE 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 CSE Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated: **May 5, 2017**

**Stephen L. Masson**

Name of Director or Senior  
Officer

"signed"

Chief Executive Officer

<b><i>Issuer Details</i></b>	For Month	Date of Report
Name of Issuer	End	YY/MM/D
<b>Copper Reef Mining Corp.</b>	<b>April 30, 2017</b>	<b>2017-05-05</b>
Issuer Address		
<b>Box 306, 12 Mitchell Rd.</b>		
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.
<b>Flin Flon, Manitoba R8A 1N1</b>	<b><u>204-687-4762</u></b>	<b><u>204-687-3500</u></b>
Contact Name	Contact Position	Contact Telephone No.
<b>Stephen L. Masson</b>	<b>CEO</b>	<b>As above</b>

