

# FIREWEED ZINC LTD.

(An Exploration Stage Company)

(Unaudited - Expressed in Canadian Dollars)

Condensed Interim Financial Statements

September 30, 2019

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### **Notice of non-review of condensed interim financial statements**

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In accordance with National Instrument 51-102 *Continuous Disclosure Obligations* of the Canadian Securities Administrators, notice is given that the attached condensed interim financial statements for the nine-month period ended September 30, 2019 have not been reviewed by the Company's auditors.

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# FIREWEED ZINC LTD.

## Statements of Financial Position

(Unaudited - Expressed in Canadian Dollars)

|                                             | Note | September 30,<br>2019 | December 31,<br>2018 |
|---------------------------------------------|------|-----------------------|----------------------|
| <b>Assets</b>                               |      |                       |                      |
| Current assets:                             |      |                       |                      |
| Cash                                        |      | \$ 1,600,683          | \$ 1,575,784         |
| Receivables                                 |      | 149,437               | 50,254               |
| Prepaid expenses                            |      | 193,011               | 161,631              |
|                                             |      | 1,943,131             | 1,787,669            |
| Equipment                                   | 5    | 23,504                | 27,893               |
| Reclamation bond                            |      | 39,596                | 39,596               |
| Exploration and evaluation assets           | 4    | 24,028,941            | 19,663,555           |
|                                             |      | \$ 26,035,172         | \$ 21,518,713        |
| <b>Liabilities and Shareholders' Equity</b> |      |                       |                      |
| Current liabilities:                        |      |                       |                      |
| Accounts payable and accrued liabilities    | 6,10 | \$ 600,683            | \$ 327,380           |
|                                             |      | 600,683               | 327,380              |
| Deferred tax liability                      |      | 1,294,752             | 455,000              |
| Rehabilitation provisions                   |      | 256,433               | 256,433              |
|                                             |      | 2,151,868             | 1,038,813            |
| Shareholders' equity:                       |      |                       |                      |
| Capital stock                               | 9    | 26,879,253            | 22,242,738           |
| Options reserve                             | 9    | 1,467,697             | 1,152,711            |
| Warrants reserve                            | 9    | 133,910               | 222,832              |
| Deficit                                     |      | (4,597,556)           | (3,138,381)          |
|                                             |      | 23,883,304            | 20,479,900           |
|                                             |      | \$ 26,035,172         | \$ 21,518,713        |

Nature and continuance of operations (Note 1)

Commitment (Note 14)

On behalf of the Board:

"Brandon Macdonald" Director

"George Gorzynski" Director

The accompanying notes are an integral part of these interim financial statements.

# FIREWEED ZINC LTD.

Statements of Loss and Comprehensive Loss  
(Unaudited - Expressed in Canadian Dollars)

|                                                                                 | Note | Three months ended<br>September 30, |                     | Nine months ended<br>September 30, |                       |
|---------------------------------------------------------------------------------|------|-------------------------------------|---------------------|------------------------------------|-----------------------|
|                                                                                 |      | 2019                                | 2018                | 2019                               | 2018                  |
| <b>Expenses</b>                                                                 |      |                                     |                     |                                    |                       |
| Consulting and management                                                       | 10   | \$ 97,828                           | \$ 77,792           | \$ 370,849                         | \$ 172,951            |
| Depreciation                                                                    | 5    | 1,544                               | 1,898               | 4,389                              | 5,694                 |
| Director and committee fees                                                     | 10   | 36,750                              | 36,750              | 110,250                            | 121,750               |
| Finance expense                                                                 |      | -                                   | -                   | -                                  | 636                   |
| Investor relations                                                              |      | 102,383                             | 125,324             | 266,952                            | 697,376               |
| Insurance expense                                                               |      | 3,500                               | 3,412               | 9,188                              | 10,588                |
| Office expenses                                                                 |      | 22,097                              | 31,379              | 34,336                             | 48,034                |
| Payroll expense                                                                 |      | 896                                 | (4,826)             | 11,003                             | -                     |
| Professional fees                                                               |      | 5,600                               | 21,970              | 46,083                             | 66,675                |
| Property investigation                                                          |      | -                                   | -                   | -                                  | 5,100                 |
| Rent                                                                            |      | 10,781                              | 13,555              | 45,587                             | 36,960                |
| Share-based compensation                                                        | 9    | 92,705                              | 236,642             | 314,986                            | 738,638               |
| Transfer agent & filing fees                                                    |      | 8,038                               | 3,215               | 32,502                             | 31,009                |
| Travel                                                                          |      | 16,628                              | 13,365              | 38,695                             | 40,943                |
|                                                                                 |      | (398,750)                           | (560,476)           | (1,284,820)                        | (1,976,354)           |
| Amortization of flow-through liability                                          | 7    | 415,219                             | 383,780             | 600,756                            | 812,232               |
| Interest income                                                                 |      | 17,008                              | 31,863              | 64,541                             | 96,706                |
| Foreign exchange                                                                |      | (376)                               | 193                 | 100                                | (1,111)               |
| <b>Loss before income taxes</b>                                                 |      | <b>\$ 33,101</b>                    | <b>\$ (144,640)</b> | <b>\$ (619,423)</b>                | <b>\$ (1,068,528)</b> |
| Deferred income tax                                                             |      | (580,403)                           | -                   | (839,752)                          | -                     |
| <b>Comprehensive loss for the period</b>                                        |      | <b>\$ (547,302)</b>                 | <b>\$ (144,640)</b> | <b>\$ (1,459,175)</b>              | <b>\$ (1,068,528)</b> |
| <b>Loss per share – basic and diluted</b>                                       |      | <b>\$ (0.01)</b>                    | <b>\$ (0.00)</b>    | <b>\$ (0.04)</b>                   | <b>\$ (0.04)</b>      |
| <b>Weighted average number of common shares outstanding – basic and diluted</b> |      | <b>36,807,075</b>                   | <b>30,196,776</b>   | <b>35,576,457</b>                  | <b>27,873,027</b>     |

The accompanying notes are an integral part of these interim financial statements.

# FIREWEED ZINC LTD.

## Statements of Cash Flows

(Unaudited - Expressed in Canadian Dollars)

|                                                                      | Note      | Nine Months Ended September 30, |                     |
|----------------------------------------------------------------------|-----------|---------------------------------|---------------------|
|                                                                      |           | 2019                            | 2018                |
| <b>OPERATING ACTIVITIES</b>                                          |           |                                 |                     |
| Loss for the period                                                  | \$        | (1,459,175)                     | \$ (1,068,528)      |
| Adjustment for items not affecting cash:                             |           |                                 |                     |
| Amortization of flow-through liability                               | 7         | (600,756)                       | (812,232)           |
| Deferred income tax                                                  | 7         | 839,752                         | -                   |
| Depreciation                                                         | 5         | 4,389                           | 5,694               |
| Finance expense                                                      |           | -                               | 636                 |
| Share-based compensation                                             | 9         | 314,986                         | 738,638             |
| Change in non-cash working capital items:                            |           |                                 |                     |
| Receivables                                                          |           | (99,183)                        | (199,216)           |
| Prepaid expenses                                                     |           | (31,380)                        | (163,841)           |
| Accounts payable and accrued liabilities                             | 6         | (30,746)                        | 1,192,172           |
|                                                                      |           | <b>(1,062,113)</b>              | <b>(306,677)</b>    |
| <b>INVESTING ACTIVITIES</b>                                          |           |                                 |                     |
| Reclamation bond                                                     |           | -                               | (39,596)            |
| Exploration and evaluation assets                                    | 4         | (3,892,174)                     | (8,631,099)         |
|                                                                      |           | <b>(3,892,174)</b>              | <b>(8,670,695)</b>  |
| <b>FINANCING ACTIVITIES</b>                                          |           |                                 |                     |
| Capital stock                                                        | 9         | 5,013,992                       | 12,327,750          |
| Share issue costs                                                    | 9         | (223,806)                       | (863,643)           |
| Lease liability                                                      |           | -                               | (27,396)            |
| Proceeds from warrants exercised                                     | 9         | 189,000                         | 20,750              |
|                                                                      |           | <b>4,979,186</b>                | <b>11,457,461</b>   |
| Increase in cash                                                     |           | 24,899                          | 2,480,089           |
| <b>Cash, beginning of the year</b>                                   | <b>\$</b> | <b>1,575,784</b>                | <b>\$ 1,179,634</b> |
| <b>Cash, end of the year</b>                                         | <b>\$</b> | <b>1,600,683</b>                | <b>\$ 3,659,723</b> |
| Supplemental disclosures with respect to cash flows:                 |           |                                 |                     |
| <b>Non-Cash Investing and Financing Activities:</b>                  |           |                                 |                     |
| Exploration and evaluation expenditures included in accounts payable | \$        | 442,236                         | \$ -                |
| Fair value of finders' warrants                                      | 9         | 10,094                          | 174,625             |
| Fair value of shares issued for property                             |           | 169,163                         | 5,536,859           |
| Fair value of exercised finders' warrants                            | 9         | 99,016                          | 6,549               |
| Flow-through premium liability                                       |           | 649,609                         | 1,020,000           |
| Share-issue costs allocated to flow-through premium                  | \$        | 48,853                          | \$ 207,768          |

The accompanying notes are an integral part of these interim financial statements.

# FIREWEED ZINC LTD.

Statements of Changes in Shareholders' Equity  
(Unaudited - Expressed in Canadian Dollars)

|                                                 | Note | Capital Stock     |                      | Warrants<br>reserve | Options<br>reserve  | Deficit               | Total                |
|-------------------------------------------------|------|-------------------|----------------------|---------------------|---------------------|-----------------------|----------------------|
|                                                 |      | Shares            | Amount               |                     |                     |                       |                      |
| <b>Balance at December 31, 2017</b>             |      | <b>17,756,370</b> | <b>\$ 4,592,913</b>  | <b>\$ 105,565</b>   | <b>\$ 292,994</b>   | <b>\$ (1,161,647)</b> | <b>\$ 3,829,825</b>  |
| Shares issued for resource property             | 4,9  | 3,690,406         | 5,536,859            | -                   | -                   | -                     | 5,536,859            |
| Shares issued in private placement              | 9    | 5,700,000         | 7,524,000            | -                   | -                   | -                     | 7,524,000            |
| Flow-through shares issued in private placement | 7,9  | 3,000,000         | 3,960,000            | -                   | -                   | -                     | 3,960,000            |
| Share issue costs                               | 9    | -                 | (830,500)            | 174,625             | -                   | -                     | (655,875)            |
| Share-based compensation                        | 9    | -                 | -                    | -                   | 738,638             | -                     | 738,638              |
| Options exercised                               |      | 25,000            | 20,750               | -                   | -                   | -                     | 20,750               |
| Warrants exercised                              | 9    | 25,000            | 19,049               | (6,549)             | -                   | -                     | 12,500               |
| Loss for the period                             |      | -                 | -                    | -                   | -                   | (1,068,528)           | (1,068,528)          |
| <b>Balance at September 30, 2018</b>            |      | <b>30,196,776</b> | <b>\$ 20,823,071</b> | <b>\$ 273,641</b>   | <b>\$ 1,031,632</b> | <b>\$ (2,230,175)</b> | <b>\$ 19,898,169</b> |
| <b>Balance at December 31, 2018</b>             |      | <b>31,696,776</b> | <b>\$ 22,242,738</b> | <b>\$ 222,832</b>   | <b>\$ 1,152,711</b> | <b>\$ (3,138,381)</b> | <b>\$ 20,479,900</b> |
| Shares issued for resource property             | 4,9  | 266,875           | 169,163              | -                   | -                   | -                     | 169,163              |
| Shares issued in private placement              | 9    | 2,379,750         | 1,903,800            | -                   | -                   | -                     | 1,903,800            |
| Flow-through shares issued in private placement | 7,9  | 3,075,728         | 2,509,436            | -                   | -                   | -                     | 2,509,436            |
| Share issue costs                               | 9    | -                 | (233,900)            | 10,094              | -                   | -                     | (223,806)            |
| Share-based compensation                        | 9    | -                 | -                    | -                   | 314,986             | -                     | 314,986              |
| Warrants exercised                              | 9    | 378,000           | 288,016              | (99,016)            | -                   | -                     | 189,000              |
| Loss for the period                             |      | -                 | -                    | -                   | -                   | (1,459,175)           | (1,459,175)          |
| <b>Balance at September 30, 2019</b>            |      | <b>37,797,129</b> | <b>\$ 26,879,253</b> | <b>\$ 133,910</b>   | <b>\$ 1,467,697</b> | <b>\$ (4,597,556)</b> | <b>\$ 23,883,304</b> |

The accompanying notes are an integral part of these interim financial statements.

# FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
(Unaudited - Expressed in Canadian Dollars)

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## 1. Nature and Continuance of Operations

Fireweed Zinc Ltd. (the "Company") was incorporated under the Business Corporations Act of the Yukon in Canada on October 20, 2015. The Company is a mineral exploration and development company and is engaged in the acquisition, exploration and development of mineral assets. Currently the Company has one project, the Macmillan Pass Project, which includes the Tom and Jason claims and zinc-lead-silver deposits, the Nidd claims and optioned large blocks of adjacent claims (MC, MP, Jerry, BR and NS, MAC) in Yukon, Canada (collectively, the "Project"). The Company is listed on the TSX Venture Exchange and trades under the symbol FWZ.

The Company's head office and principal address is Suite 1020 – 800 West Pender Street, Vancouver, British Columbia, Canada V6C 2V6. The registered and records office is 3081 3<sup>rd</sup> Avenue, Whitehorse, Yukon, Canada Y1A 4Z7.

The Company's ability to continue operations is not assured and is dependent upon the ability of the Company to obtain necessary financing to meet its liabilities and commitments as they become due and the ability to generate future profitable production or operations or obtain sufficient proceeds from the disposition thereof. The outcome of these matters cannot be predicted at this time. The interim financial statements do not include adjustments to amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue operations. As at September 30, 2019, management estimates that the Company has sufficient working capital to maintain its operations and activities for the next six months and will need to raise additional capital in the next fiscal year in order to further fund its operations.

The financial statements for the nine months ended September 30, 2019 have been prepared by management, reviewed by the Audit Committee and authorized for issue by the Board of Directors on November 26, 2019.

## 2. Basis of Presentation and Statement of Compliance.

These interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") for interim information, specifically International Accounting Standards ("IAS") 34 - Interim Financial Reporting. In addition, these interim financial statements have been prepared using interpretations issued by the International Financial Reporting Interpretation Committee ("IFRIC") in effect at September 30, 2019 and the same accounting policies and methods of their application as the most recent annual financial statements of the Company, except the newly adopted standards and interpretations described below (Note 3). These interim financial statements do not include all disclosures normally provided in the annual financial statements and should be read in conjunction with the Company's audited financial statements for the year ended December 31, 2018. In management's opinion, all adjustments necessary for fair presentation have been included in these condensed interim financial statements. Interim results are not necessarily indicative of the results expected for the year ending December 31, 2019.

The financial statements have been prepared on a historical cost basis, except for financial instruments classified as fair value through profit and loss, which are stated at their fair value. All dollar amounts presented are in Canadian dollars unless otherwise specified. In addition, the financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

## 3. Significant Accounting Policies

### Critical accounting judgments, estimates and assumptions

The preparation of these financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amount of expenses during the reporting period. Actual outcomes could differ from these estimates. These financial statements include estimates that, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the financial statements and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods.

# FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
(Unaudited - Expressed in Canadian Dollars)

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## 3. Significant Accounting Policies (cont'd...)

### **Critical accounting judgments, estimates and assumptions (cont'd...)**

These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Information about significant areas of estimation uncertainty in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are noted below with further details of the assumptions contained in the relevant note.

### ***Critical accounting judgment***

The preparation of these financial statements requires management to make judgments regarding the going concern of the Company as discussed in Note 1.

### ***Key sources of estimation uncertainty***

#### Exploration and evaluation assets

Exploration and evaluation costs are initially capitalized as intangible exploration assets with the intent to establish commercially viable reserves. The Company is required to make estimates and judgments about the future events and circumstances regarding whether the carrying amount of intangible exploration assets exceeds its recoverable amount.

Recoverability is dependent on various factors, including the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development and upon future profitable production or proceeds from the disposition of the exploration and evaluation assets themselves. Additionally, there are numerous geological, economic, environmental and regulatory factors and uncertainties that could impact management's assessment as to the overall viability of its properties or the ability to generate future cash flows necessary to cover or exceed the carrying value of the Company's exploration and evaluation assets.

#### Deferred tax assets and liabilities

The measurement of a deferred tax provision is subject to uncertainty associated with the timing of future events and changes in legislation, tax rates and interpretations by tax authorities. The estimation of taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the Company's ability to utilize the underlying future tax deductions against future taxable income prior to expiry of those deductions. Management assesses whether it is probable that some or all of the deferred income tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income, which in turn is dependent upon the successful discovery, extraction, development and commercialization of mineral reserves. To the extent that management's assessment of the Company's ability to utilize future tax deductions changes, the Company would be required to recognize more or fewer deferred tax assets, and future tax provisions or recoveries could be affected.

#### Share-based compensation

Share-based compensation expense is measured by reference to the fair value of the stock options at the date at which they are granted. Estimating fair value for granted stock options requires determining the most appropriate valuation model which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the option, volatility, dividend yield, and rate of forfeitures and making assumptions about them. The value of the share-based compensation expense for the period ended September 30, 2019 are disclosed in Note 9.



# FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
(Unaudited - Expressed in Canadian Dollars)

## 3. Significant Accounting Policies (cont'd...)

### New and revised standards and interpretations

The accounting policies in preparation of these condensed interim financial statements are consistent with those applied and disclosed in the Company's audited financial statements for the year ended December 31, 2018, except for the adoption, on January 1, 2019, of **IFRS 16, Leases** and **IFRIC 23, Uncertainty over Income Tax Treatments** which has an initial application as at this date.

The newly adopted IFRS 16, Leases standard establishes principles for recognition, measurement, presentation and disclosure of leases with an impact on lessee accounting, effective for annual periods beginning on or after January 1, 2019. The Company has assessed its office lease agreement and concluded that the agreement does not constitute the ability to direct the use (right to use) of the underlying office premises in the context of IFRS 16. As such, the adoption of the above standard has not had an impact on the results and financial position of the Company.

The newly adopted IFRIC 23, Uncertainty over Income Tax Treatments clarifies the accounting for uncertainties in income taxes. The interpretation provides guidance and clarifies the application of the recognition and measurement criteria in IAS 12, Income Taxes when there is uncertainty over income tax treatments. The adoption of IFRIC 23 has not had an impact on the financial statements of the Company.

## 4. Exploration and Evaluation Assets

| <b>Macmillan Pass Project<br/>(Yukon, Canada)</b> | <b>Note</b> | <b>September 30,<br/>2019</b> | <b>December 31,<br/>2018</b> |
|---------------------------------------------------|-------------|-------------------------------|------------------------------|
| Acquisition and maintenance costs:                |             |                               |                              |
| Opening balance                                   | \$          | 8,226,892                     | \$ 324,691                   |
| Additions during the period:                      |             |                               |                              |
| Cash payments                                     |             | 248,115                       | 1,015,342                    |
| Shares issued                                     | 9           | 169,163                       | 6,886,859                    |
|                                                   |             | 417,278                       | 7,902,201                    |
| <b>Total acquisition costs</b>                    |             | <b>8,644,170</b>              | <b>8,226,892</b>             |
| Exploration costs:                                |             |                               |                              |
| Opening balance                                   |             | 11,436,663                    | 2,469,981                    |
| Additions during the period:                      |             |                               |                              |
| Assaying                                          |             | 203,152                       | 267,295                      |
| Camp and field                                    |             | 938,579                       | 2,078,520                    |
| Drilling                                          |             | 845,070                       | 2,152,799                    |
| Engineering                                       |             | 101,160                       | 846,932                      |
| Geological Consulting                             |             | 1,569,768                     | 2,568,240                    |
| Legal Fees                                        |             | 4,318                         | 24,085                       |
| Other                                             |             | 14,200                        | 51,141                       |
| Permitting                                        |             | 39,720                        | 17,951                       |
| Rehabilitation provisions                         |             | -                             | 256,433                      |
| Reporting                                         |             | 55,906                        | 94,731                       |
| Travel & Support                                  |             | 176,235                       | 608,555                      |
|                                                   |             | 3,948,108                     | 8,966,682                    |
| <b>Total exploration costs</b>                    |             | <b>15,384,771</b>             | <b>11,436,663</b>            |
| <b>Ending balance</b>                             | <b>\$</b>   | <b>24,028,941</b>             | <b>\$ 19,663,555</b>         |

# FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
(Unaudited - Expressed in Canadian Dollars)

## 4. Exploration and Evaluation Assets (cont'd...)

### Macmillan Pass Project, Yukon, Canada

#### *Option Agreement with Hudbay*

On December 14, 2016, the Company entered into a two-year option agreement with Hudbay Minerals Inc. ("Hudbay") whereby the Company could acquire a 100% interest in the Tom Jason zinc-lead-silver property.

During the year ended December 31, 2018, the Company incurred the required exploration expenditures of \$1,250,000 under the option agreement and, accordingly, exercised its option by paying a total of \$1,000,000 cash and issuing 3,565,406 shares to acquire a 100% interest in the Tom Jason property.

Upon exercise of the option, the Company assumed a pre-existing 3% net smelter royalty ("NSR") on the Jason claims to third parties but has the right to purchase at any time – 1.5% of the NSR for \$1,250,000 and the remaining 1.5% NSR for \$4,000,000.

#### *Option Agreement with Newmont/Maverix*

On July 24, 2017, the Company entered into an option agreement with Newmont Canada Holdings, ULC ("Newmont"), whereby the Company can acquire a 100% interest in the MAC claims located on the northwest extension of the Company's Tom Jason claims by paying \$450,000 in staged cash payments over four years (see summary of payments in the schedule below), maintaining the MAC claims in good standing (normally minimum cost of \$82,000 per year but currently zero due to a relief from assessment work order), and granting Newmont a 0.25% NSR on base metals, 1% NSR on silver and 3% NSR on gold. Newmont will also have an exclusive but limited 30 days right of first offer on any future proposed sale, transfer or disposition by the Company of its interest in the MAC claims. The MAC claims are considered part of the MacMillan Pass project cash generating unit. On June 29, 2018 Newmont sold the MAC claims option agreement to Maverix Metals Inc. ("Maverix") as part of a larger transaction and as such the new registered owner and optionor of the MAC claims is now Maverix.

In July 2019, the Company entered into an amending agreement with Maverix modifying the second anniversary payment clause from \$95,000 cash payment to \$50,000 in cash and 95,000 common shares of Fireweed. The schedule below summarizes updated option payment terms between the Company and Maverix:

| Due Date                              | Amount           | Common Shares          |
|---------------------------------------|------------------|------------------------|
| July 24, 2017 (signing of the option) | \$50,000 (paid)  | -                      |
| July 24, 2018 (first anniversary)     | \$80,000 (paid)  | -                      |
| July 24, 2019 (second anniversary)    | \$50,000         | 95,000 (issued)        |
| July 24, 2020 (third anniversary)     | \$110,000        | -                      |
| July 24, 2021 (fourth anniversary)    | \$115,000        | -                      |
| <b>TOTAL</b>                          | <b>\$405,000</b> | <b>95,000 (issued)</b> |

The Company may prepay any of the option payments and/or prepay the entire purchase price at any time.

#### *Option Agreement with Constantine Metal Resources Ltd./Epica Gold Inc. and Carlin Gold Corporation*

In April 2018, the Company entered into a mineral property option agreement with Constantine Metal Resources Ltd. ("Constantine") and Carlin Gold Corporation ("Carlin") to purchase the MC, MP and Jerry Claims. The terms of the agreement whereby the Company will have the right to earn a 100% interest in the MC, MP, and Jerry claims (the "Constantine-Carlin claims") are summarized below

| Due Date                                                | Cash             | Common shares   |
|---------------------------------------------------------|------------------|-----------------|
| Exchange approval of the option agreement (May 9, 2018) | \$75,000 (paid)  | 50,000 (issued) |
| On or before May 9, 2019                                | \$125,000 (paid) | 50,000 (issued) |
| On or before May 9, 2020                                | \$150,000        | 100,000         |
| On or before May 9, 2021                                | \$150,000        | 100,000         |
| <b>TOTAL</b>                                            | <b>\$500,000</b> | <b>300,000</b>  |

## FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
(Unaudited - Expressed in Canadian Dollars)

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### 4. Exploration and Evaluation Assets (cont'd...)

#### Macmillan Pass Project, Yukon, Canada (cont'd...)

The Company may prepay any of the option payments and/or prepay the entire purchase price at any time.

On July 31, 2019, Constantine transferred its rights, title and interest in and to the Constantine claims and assigned its right and interest in and to the aforementioned agreement, to its wholly-owned subsidiary, Epica Gold Inc. ("Epica") and later transferred 100% interest in Epica to its spinoff company, HighGold Mining Inc. (TSX.V: High).

Although not part of the consideration payable to exercise the option, the Company will pay an additional \$750,000 in cash or equivalent in shares, upon receiving a resource calculation of at least 2.0 million tonnes of indicated (or better) resource on any part of the Epica-Carlin claims. Epica and Carlin will retain the right to receive a NSR on any future mine production from the Epica-Carlin claims as follows: 0.5% NSR on base metals and silver and 2% NSR on all other metals including gold. The Company maintains a right of first refusal on the sale of any NSR royalty from these claims by Constantine and/or Carlin.

#### *Option Agreement with Golden Ridge Resources Ltd.*

In April 2018, the Company entered into a mineral property option agreement with Golden Ridge Resources Ltd. ("Golden Ridge") extending the Company's Macmillan Pass Project land position.

This option allows the Company to acquire a 100% interest in a number of quartz claim tenures from Golden Ridge ("BR and NS claims"). As per the initial agreement, the Company can exercise the option and acquire a 100% interest in these claims by making payments totaling \$500,000 and issuing 450,000 shares over three years to Golden Ridge.

During the period ended September 30, 2019 the Company signed an amending agreement, the terms of which are reflected in the schedule below. The cash payment of \$37,500 was made and 121,875 shares issued in May 2019 representing a second installment towards 100% interest in BR and NS claims.

| <b>Due Date</b>                                         | <b>Cash</b>      | <b>Common shares</b> |
|---------------------------------------------------------|------------------|----------------------|
| Exchange approval of the option agreement (May 9, 2018) | \$75,000 (paid)  | 75,000 (issued)      |
| On or before May 9, 2019                                | \$37,500 (paid)  | 121,875 (issued)     |
| On or before May 9, 2020                                | \$150,000        | 100,000              |
| On or before May 9, 2021                                | \$200,000        | 200,000              |
| <b>TOTAL</b>                                            | <b>\$462,500</b> | <b>496,875</b>       |

The Company may prepay any of the option payments and/or prepay the entire purchase price at any time.

Although not part of the consideration payable to exercise the option, the Company will pay an additional \$750,000 in cash or equivalent in shares, to Golden Ridge, upon receiving a resource calculation of at least 2.0 million tonnes of indicated (or better) resource on any part of the BR and NS claims.

Golden Ridge will retain the right to receive NSR royalties on any future mine production from the BR and NS claims as follows: 0.5% NSR on base metals and silver and 2% NSR on all other metals, including gold. There is also a third party 3% NSR on any future cobalt production from the BR and NS claims. The Company will have the right to purchase one-half of these NSR royalties (excluding the cobalt royalty) for \$2,000,000 at any time prior to the commencement of commercial production. The Company maintains a right of first refusal on the sale of any NSR royalty from the BR and NS claims by Golden Ridge.

#### *Acquisition of Nidd Property*

On November 2, 2018, the Company entered into a purchase and sale agreement with Teck Metals Ltd. and Teck Mining Worldwide Holdings Ltd. ("Teck"). to acquire the right, title and interest in and to the Nidd property on the western extension of the Macmillan Pass Zinc Project in Yukon.

# FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
(Unaudited - Expressed in Canadian Dollars)

## 4. Exploration and Evaluation Assets (cont'd...)

### Macmillan Pass Project, Yukon, Canada (cont'd...)

On November 27, 2018, as per the terms of the purchase and sale agreement, the Company issued 1,500,000 common shares of the Company with a fair value of \$1,350,000 and granted Teck a 1% NSR on the production from the Nidd Property. The fair value of the shares issued was determined based on the market price at the date of the issuance.

## 5. Equipment

|                                         | Exploration<br>Equipment | Computer<br>Hardware | Total            |
|-----------------------------------------|--------------------------|----------------------|------------------|
| <b>Cost</b>                             |                          |                      |                  |
| As at December 31, 2017 and 2018        | \$ 38,026                | \$ 3,603             | \$ 41,629        |
| Additions                               | -                        | -                    | -                |
| <b>Balance as at September 30, 2019</b> | <b>38,026</b>            | <b>3,603</b>         | <b>41,629</b>    |
| <b>Accumulated Depreciation</b>         |                          |                      |                  |
| As at December 31, 2017                 | (4,523)                  | (1,621)              | (6,144)          |
| Depreciation expense                    | (6,700)                  | (892)                | (7,592)          |
| As at December 31, 2018                 | (11,223)                 | (2,513)              | (13,736)         |
| Depreciation expense                    | (4,021)                  | (368)                | (4,389)          |
| <b>Balance as at September 30, 2019</b> | <b>(15,244)</b>          | <b>(2,881)</b>       | <b>(18,125)</b>  |
| <b>Net book value</b>                   |                          |                      |                  |
| As at December 31, 2018                 | \$ 26,803                | \$ 1,090             | \$ 27,893        |
| <b>As at September 30, 2019</b>         | <b>\$ 22,782</b>         | <b>\$ 722</b>        | <b>\$ 23,504</b> |

## 6. Accounts Payable and Accrued Liabilities

Accounts payable and accrued liabilities mainly consist of payables to management and to vendors for work completed on the Company's project as well as accrual of professional and director fees. The breakdowns of accounts payable and accrued liabilities are as follows:

|                                                       | Note | September 30,<br>2019 | December 31,<br>2018 |
|-------------------------------------------------------|------|-----------------------|----------------------|
| Payable to related parties                            | 10   | \$ 92,206             | \$ 91,317            |
| Payable to vendors                                    |      | 508,477               | 236,063              |
| <b>Total Accounts Payable and Accrued Liabilities</b> |      | <b>\$ 600,683</b>     | <b>\$ 327,380</b>    |

## 7. Flow-Through Liability

Flow-through share premium liabilities include the liability portion of the flow-through shares issued. The following is a continuity schedule of the liability portion of the flow-through shares issuances:

|                                                               |             |
|---------------------------------------------------------------|-------------|
| <b>Balance at December 31, 2017</b>                           | <b>\$ -</b> |
| Liability incurred on flow-through shares issued              | 1,020,000   |
| Flow-through issuance costs                                   | (207,768)   |
| Settlement of flow-through liability on incurred expenditures | (812,232)   |
| <b>Balance at December 31, 2018</b>                           | <b>\$ -</b> |
| Liability incurred on flow-through shares issued              | 649,609     |
| Flow-through issuance costs                                   | (48,853)    |
| Settlement of flow-through liability on incurred expenditures | (600,756)   |
| <b>Balance at September 30, 2019</b>                          | <b>\$ -</b> |

## FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
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### 7. Flow-Through Liability (cont'd...)

On February 15, 2019, the Company issued 1,820,728 flow-through common shares at a price of \$0.95 per share for gross proceeds of \$1,729,692 and 1,255,000 flow-through shares at a price of \$1.10 through a charity arrangement for the proceeds of \$1,380,500. Premiums of \$0.15 and \$0.30 per share were recorded for each of these flow-through share issuances, totaling \$649,609 in flow-through liability. Share issuance costs allocated to the flow-through premium liability were \$48,853.

During the nine months ended September 30, 2019, the Company incurred eligible flow-through expenditures in excess of the \$3,110,192 of the total flow-through funds raised. Therefore, 100% of the flow-through premium liability (\$649,609) and 100% of the flow-through related share issuance costs (\$48,853) were recognized on the statement of loss and comprehensive loss, resulting in the \$Nil flow-through liability balance at September 30, 2019.

The deferred income tax of \$839,752 was recognized for the nine months ended September 30, 2019, based on the eligible flow-through expenditures incurred in the period and the statutory tax rate of 27%.

### 8. Rehabilitation Provisions

The Company has estimated that the present value of future rehabilitation costs required to remediate the Tom Jason property based on its current state. The Company did not have any rehabilitation provisions prior to the acquisition of the Tom Jason property.

Although the ultimate amount of the rehabilitation liability is uncertain, the best estimate of these obligations is based on information currently available. Current significant closure and rehabilitation activities include dismantling and removing camp facilities, roads reclamation and mobile equipment removal costs.

The total amount of estimated undiscounted cash flow required to settle the Company's estimated obligation as at December 31, 2018 is \$234,596. The calculation of present value of estimated future cash flows assumed a discount rate of 1.79% and an inflation rate of 2.70%. Rehabilitation costs are estimated to be settled at various dates during 2028.

As at September 30, 2019, the rehabilitation liability balance remained the same as there has been no changes in the estimates or rates.

|                                                   | September 30, 2019 |
|---------------------------------------------------|--------------------|
| Balance, December 31, 2017                        | \$ -               |
| Change in estimates                               | 256,433            |
| Balance, December 31, 2018 and September 30, 2019 | \$ 256,433         |

### 9. Capital Stock

The authorized capital stock of the Company consists of an unlimited number of common shares without nominal or par value. As at September 30, 2019, the Company had 37,797,129 (December 31, 2018 – 31,696,776) common shares issued and outstanding.

#### Transactions for the nine months ended September 30, 2019

The Company closed a non-brokered private placement for gross proceeds of \$5,013,992 on February 15, 2019. The Company issued a total of 2,379,750 common shares at a price of \$0.80 per share, 1,820,728 flow-through common shares at a price of \$0.95 and 1,255,000 charity flow-through common shares at a price of \$1.10 through a donation arrangement. An associated flow-through liability of \$649,609 was recognized on the statement of financial position (Note 7).

## FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
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### 9. Capital Stock (cont'd...)

The Company incurred a total of \$233,900 issue costs, \$48,853 of which was allocated to flow-through share issue costs. The issue costs included 6% finders' cash commission (\$36,237) and a fair value of 34,680 agents' warrants in the amount of \$10,094 as well as other legal, advisory and filing fees. All the agent's warrants are exercisable at \$0.95 for a period of two years from the grant date.

During the nine months ended September 30, 2019, the Company issued 378,000 shares on the exercise of agent's warrants for the total proceeds of \$189,000 and allocated a fair value of \$99,016 from reserves to capital stock.

On May 3, 2019, the Company issued 25,000 shares to Constantine and Carlin each for the total of 50,000 shares as part of the second option payment for the MC, MP and Jerry Claims. The shares were valued at the closing market price of \$0.67 at the date of issue (Note 4) for the total fair value of \$33,500.

On May 27, 2019, Fireweed issued 121,875 shares to Golden Ridge for NS and BR claims, as per the option agreement amendment effective April 15, 2019 (Note 4). The fair value of the shares issued was \$85,313, based on the closing market price at the share issue date.

On August 12, 2019, the Company issued 95,000 shares to Maverix for MAC claims, as per the option agreement amendment effective July 23, 2019 (Note 4). The fair value of the shares issued was \$50,350, based on the closing market price at the share issue date.

#### **Transactions for the nine months ended September 30, 2018**

On January 24, 2018, the Company issued 25,000 shares on the exercise of agent's warrants for total proceeds of \$12,500 and allocated \$6,549 from warrants reserve to capital stock.

On February 2, 2018, the Company issued 3,565,406 common shares to Hudbay pursuant to the terms of the Hudbay Property Option Agreement at a fair value of \$5,348,109 based on the common share quoted market price, which was capitalized to mineral property acquisition (Note 4).

On February 26, 2018, the Company completed a private placement of flow-through and non-flow-through shares for gross proceeds of \$12,504,000. The Company issued 3,000,000 flow-through shares at a price of \$1.66 for the gross proceeds of \$4,980,000, including a flow-through premium of \$1,020,000 and 5,700,000 non-flow-through shares at a price of \$1.32 for the gross proceeds of \$7,524,000.

In connection with the private placement, the Company incurred \$985,644 issue costs, \$207,768 of which were allocated to flow-through share issue costs. The issue costs included \$721,368 commission cash payments to brokers and a fair value of 250,064 compensation options granted to brokers in the amount of \$123,816. The compensation options are exercisable at \$1.32 for a period of 2 years following the grant date.

On May 10, 2018, the Company received the Exchange's approval of the option agreements with Constantine and Carlin and Golden Ridge. As per the agreements, in addition to cash payments made to Constantine, Carlin and Golden Ridge, the Company also issued a total of 125,000 shares (25,000 shares each to Constantine and Carlin and 75,000 shares to Golden Ridge (see Note 4 for details of the option agreements)). The recorded value of the 125,000 shares was \$188,750.

On June 12, 2018, the Company issued 25,000 shares on the exercise of stock options for the total proceeds of \$20,750.

# FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
(Unaudited - Expressed in Canadian Dollars)

## 9. Capital Stock (cont'd...)

### Escrow shares

Pursuant to TSX Venture Exchange policies, 3,427,622 (December 31, 2018 – 5,141,433) common shares are held in escrow as at September 30, 2019. The common shares issued in connection with IPO and held in escrow were released as to 10% on the listing date and the balance in equal 15% tranches are released every six months from the listing date.

On February 2, 2018, the Company issued 3,565,406 shares to Hudbay upon exercise of the option to acquire 100% interest in the Tom Jason property (Note 4), which were placed in escrow with 25% of shares released on Feb 6, 2018 and another 15% released on May 29, 2018. The balance is released in equal 15% tranches every six months.

### Stock options

The Company adopted a stock option plan (“the Plan”) whereby it can grant options to directors, officers, employees, and technical consultants of the Company. The maximum numbers of shares that may be reserved for issuance under the Plan is limited to 10% of the issued common shares of the Company at any time and are exercisable within a maximum of ten (10) years. The vesting period for all options is at the discretion of the directors. The exercise price will be set by the directors at the time of grant and cannot be less than the discounted market price of the Company’s common shares.

The following is a summary of the Company’s stock option activity:

|                                         | Number of<br>Options | Weighted Average<br>Exercise Price |
|-----------------------------------------|----------------------|------------------------------------|
| Balance as at December 31, 2017         | <b>1,610,000</b>     | <b>\$0.54</b>                      |
| Granted                                 | 860,000              | \$0.50                             |
| Exercised                               | (25,000)             | \$0.83                             |
| Balance as at December 31, 2018         | 2,445,000            | \$0.86                             |
| Granted                                 | 250,000              | \$0.65                             |
| <b>Balance as at September 30, 2019</b> | <b>2,695,000</b>     | <b>\$0.84</b>                      |

Share-based payments relating to options vested during the period ended September 30, 2019 using the Black-Scholes option pricing model were \$314,986 (2018 - \$738,638), which was recorded as reserves on the statements of financial position and as stock-based compensation expense on the statement of loss and comprehensive loss.

On July 11, 2019, the Company granted a total of 250,000 stock options to its employees and consultants, exercisable at \$0.65 per share for a five-year term. They options vest 20% every 6 months following the grant date.

As at September 30, 2019, the Company had outstanding stock options exercisable as follows:

| Expiry date<br>(mm/dd/yyyy) | Number of<br>Options<br>Outstanding | Number of<br>Options<br>Exercisable | Weighted Average<br>Remaining life in Years | Weighted Average<br>Exercise Price |
|-----------------------------|-------------------------------------|-------------------------------------|---------------------------------------------|------------------------------------|
| 04/26/2022                  | 1,380,000                           | 1,104,000                           | 2.57                                        | \$0.50                             |
| 10/27/2022                  | 30,000                              | 18,000                              | 3.08                                        | \$0.70                             |
| 12/06/2022                  | 175,000                             | 175,000                             | 3.19                                        | \$0.83                             |
| 03/14/2023                  | 860,000                             | 516,000                             | 3.45                                        | \$1.45                             |
| 07/11/2024                  | 250,000                             | -                                   | 4.78                                        | \$0.65                             |
|                             | <b>2,695,000</b>                    | <b>1,813,000</b>                    | <b>3.10</b>                                 | <b>\$0.84</b>                      |

# FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
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## 9. Capital Stock (cont'd...)

### Agents' warrants and compensation options

During the period ended September 30, 2019, the Company issued 34,680 agent's warrants with a fair value of \$10,094, exercisable at \$0.95 for a two-year period, following the grant date. 378,000 shares were issued upon the exercise of agent's warrants for gross proceeds of \$189,000

The agents' warrants and options activities are summarized below:

|                                         | Number of<br>Warrants | Weighted Average<br>Exercise Price |
|-----------------------------------------|-----------------------|------------------------------------|
| <b>Balance as at December 31, 2017</b>  | <b>403,000</b>        | <b>\$0.50</b>                      |
| Issued                                  | 250,064               | \$1.32                             |
| Exercised                               | (25,000)              | \$0.50                             |
| <b>Balance as at December 31, 2018</b>  | <b>628,064</b>        | <b>\$0.83</b>                      |
| Issued                                  | 34,680                | \$0.95                             |
| Exercised                               | (378,000)             | \$0.50                             |
| <b>Balance as at September 30, 2019</b> | <b>284,744</b>        | <b>\$1.27</b>                      |

The fair value of the agents' warrants of \$10,094 was determined using the Black Scholes option valuation model with the assumptions indicated below.

|                           | September 30, 2019 | December 31, 2018 |
|---------------------------|--------------------|-------------------|
| Risk-free interest rate   | 1.78%              | 1.79%             |
| Expected life of options  | 2 years            | 2 years           |
| Annualized volatility     | 75.00%             | 66.88%            |
| Dividend rate             | 0.00%              | 0.00%             |
| Forfeiture rate           | 0.00%              | 0.00%             |
| Share price on grant date | \$0.80             | \$1.32            |

The entire amount of the compensation options was recorded directly to warrants reserve on the statement of financial position.

## 10. Related Party Transactions

Related party transactions mainly include management and consulting fees, director and committee fees as well as share-based compensation. The related parties are mainly represented by the key management personnel, which include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers. Related parties also include companies, controlled by officers and/or directors.

The remuneration to directors and key management personnel during the nine months ended September 30, 2019 and 2018 was as follows:

| Nature of the transaction                                                   | Nine months ended<br>September 30, 2019 | Nine months ended<br>September 30, 2018 |
|-----------------------------------------------------------------------------|-----------------------------------------|-----------------------------------------|
| Director and committee fees                                                 | \$ 110,250                              | \$ 121,750                              |
| Investor relations and corporate development                                | -                                       | 44,500                                  |
| Management and consulting fees expensed                                     | 312,968                                 | 122,651                                 |
| Management and consulting fees<br>capitalized to exploration and evaluation | 23,783                                  | 79,244                                  |
| Share-based compensation                                                    | 130,637                                 | 336,573                                 |
|                                                                             | <b>\$ 577,638</b>                       | <b>\$ 704,718</b>                       |



# FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
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## 10. Related Party Transactions (cont'd...)

The following amounts were owed to directors and key management personnel. These payables are unsecured, non-interest bearing and are expected to be repaid under normal trade terms.

|                |                                        |    | September 30,<br>2019 |    | December 31,<br>2018 |
|----------------|----------------------------------------|----|-----------------------|----|----------------------|
| Directors      | Director and committee fees            | \$ | 73,500                | \$ | 73,500               |
| Key management | Management fees and expense recoveries |    | 18,706                |    | 17,817               |
|                |                                        | \$ | 92,206                | \$ | 91,317               |

## 11. Segmented Information

The Company operates in one reportable segment, being the acquisition, exploration and development of mineral projects. All of the Company's operations are within the mineral exploration sector in Canada.

## 12. Capital Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of exploration and evaluation assets. In the management of capital, the Company includes components of shareholders' equity. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The properties in which the Company currently has an interest are in the exploration stage; as such the Company is dependent on external financing to fund activities. In order to carry out planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional funds as needed. The Company may continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has or feels it can raise adequate financial resources to do so. The Company is not subject to any externally imposed capital requirements and there were no changes to management's approach to capital manager during the period ended September 30, 2019.

## 13. Financial Instruments and Risk Management

### *Fair Value*

The Company has classified its financial instruments as follows:

| Financial instrument                     | IFRS 9 Classification                      |
|------------------------------------------|--------------------------------------------|
| Cash                                     | Fair value through profit and loss         |
| Receivables                              | Financial asset measured at amortized cost |
| Reclamation bond                         | Financial asset measured at amortized cost |
| Accounts payable and accrued liabilities | Financial asset measured at amortized cost |

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly;  
and

Level 3 – Inputs that are not based on observable market data.

The fair value of the Company's receivables, reclamation bond and accounts payable and accrued liabilities approximate carrying value, which is the amount recorded on the statements of financial position. The fair value of the Company's other financial instruments, cash, under the fair value hierarchy are based on level 1 quoted prices in active markets for identical assets and liabilities.

## FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
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### 13. Financial Instruments and Risk Management (cont'd...)

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

#### *Credit risk*

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. Receivables of \$149,437 consist of Goods and Services Tax ("GST") recoverable from the Federal Government of Canada. The Company believes its exposure to credit risk is equal to the carrying value of this balance. The Company has exposure to credit risk with respect to its cash as it places most of its cash in one financial institution in Canada. The Company believes its exposure is limited as it banks with a large Canadian institution.

#### *Liquidity risk*

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at September 30, 2019, the Company had a cash balance of \$1,600,683 to settle current liabilities of \$600,683. The Company believes it has sufficient funds to meet its current liabilities as they become due.

The Company is dependent on obtaining regular financings in order to continue as a going concern. Despite previous success in acquiring these financings, there is no guarantee of obtaining future financings.

#### *Interest rate risk*

The interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. As at September 30, 2019, the Company is not exposed to significant interest rate risk.

#### *Price risk*

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on profit or loss and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices of resources, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

#### *Foreign currency risk*

The Company operates predominately in Canada and is not exposed to any significant foreign currency risk

### 14. Commitment

On December 19, 2016, the Company granted but did not issue, 1,000,000 performance shares to each of four founders/directors for a total of 4,000,000 shares, in recognition of services to date and as incentive for continuing services in advancing the project and increasing shareholder value. Each founder/director will receive, upon request, the following performance shares upon achievement of the following milestones:

## FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Nine Months Ended September 30, 2019  
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### 14. Commitment (cont'd...)

| Number of shares to be issued | Milestone                                                                                                                                                                                                                                                                                         |
|-------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 300,000                       | Preparation of a positive preliminary economic assessment of the Tom and Jason zinc-lead-silver deposits (or any part of this property thereof).                                                                                                                                                  |
| 300,000                       | Increasing the mineral resources contained within the Tom and Jason property by at least 50% over the current stated mineral resources as stated in the 2007 Technical Report by D. Rennie (either by additional tonnage or increased total zinc+lead+silver content at similar or higher grade). |
| Balance <sup>(1)</sup>        | Preparation of a positive Pre-Feasibility Study of the Tom and Jason deposits (or any part thereof).                                                                                                                                                                                              |
| Balance <sup>(1)</sup>        | The effective disposition of greater than 50% of the Tom and Jason deposits or of the Company, whether by way of sale, business combination, joint venture or other similar form of transaction, demonstrating a value of at least \$10,000,000.                                                  |

<sup>(1)</sup> Balance of the 1,000,000 performance shares which have not been previously issued will be issued upon the achievement of either one or the other of these two milestones.