

FIREWEED ZINC LTD.

(An Exploration Stage Company)

(Unaudited - Expressed in Canadian Dollars)

Interim Financial Statements

March 31, 2020 and 2019

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Notice of non-review of condensed interim financial statements

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 three-month period ended March 31, 2020 have not been reviewed by the Company's auditors.

FIREWEED ZINC LTD.

Statements of Financial Position as at
(Expressed in Canadian Dollars)

	Note	March 31, 2020	December 31, 2019
Assets			
Current assets:			
Cash		\$ 365,367	\$ 783,789
Receivables		24,906	30,147
Prepaid expenses		91,730	151,170
		482,003	965,106
Equipment	5	20,902	22,042
Reclamation bond		39,596	39,596
Exploration and evaluation assets	4	24,690,686	24,437,449
		\$ 25,233,187	\$ 25,464,193
Liabilities and Shareholders' Equity			
Current liabilities:			
Accounts payable and accrued liabilities	6, 10	\$ 343,691	\$ 288,800
		343,691	288,800
Deferred tax liability		874,000	874,000
Rehabilitation provisions	8	262,191	261,023
		1,479,882	1,423,823
Shareholders' equity:			
Capital stock	9	26,879,253	26,879,253
Options reserve	9	1,580,480	1,532,985
Warrants reserve	9	133,910	133,910
Deficit		(4,840,338)	(4,505,778)
		23,753,305	24,040,370
		\$ 25,233,187	\$ 25,464,193

Nature and continuance of operations (Note 1)

Commitment (Note 14)

Subsequent event (Note 15)

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
(Expressed in Canadian Dollars)

	Note	Three Months Ended	
		March 31, 2020	March 31, 2019
Expenses			
Consulting and management	10	\$ 105,878	\$ 172,291
Depreciation	5	1,140	1,463
Director and committee fees	10	36,750	36,750
Investor relations and corporate development	10	65,680	76,783
Insurance expense		3,500	3,413
Office and payroll expenses		10,015	11,055
Professional fees		32,715	18,487
Rent		11,419	15,555
Share-based compensation	9,10	47,495	131,470
Transfer agent and filing fees		13,843	10,976
Travel		7,912	11,119
		(336,347)	(489,362)
Amortization of flow-through liability		-	52,409
Interest income		3,073	19,444
Accretion on rehabilitation provision	8	(1,168)	-
Foreign exchange		(118)	240
Loss before income taxes		\$ (334,560)	\$ (417,269)
Deferred income tax		-	(73,259)
Loss and comprehensive loss for the period		\$ (334,560)	\$ (490,528)
Loss per share – basic and diluted		\$ (0.01)	\$ (0.01)
Weighted average number of common shares outstanding – basic and diluted		37,797,129	33,418,436

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

FIREWEED ZINC LTD.

Statements of Cash Flows

(Expressed in Canadian Dollars)

	Note(s)	Three Months Ended	
		March 31, 2020	March 31, 2019
OPERATING ACTIVITIES			
Loss for the period		\$ (334,560)	\$ (490,528)
Adjustment for items not affecting cash:			
Amortization of flow-through liability		-	(52,409)
Deferred income tax		-	73,259
Depreciation	5	1,140	1,463
Accretion on rehabilitation provision	8	1,168	-
Share-based compensation	9	47,495	131,470
Change in non-cash working capital items:			
Receivables		5,241	12,031
Prepaid expenses		59,440	(38,810)
Accounts payable and accrued liabilities	6	86,657	22,896
		(133,419)	(340,628)
INVESTING ACTIVITIES			
Exploration and evaluation assets	4	(285,003)	(422,729)
		(285,003)	(422,729)
FINANCING ACTIVITIES			
Capital stock		-	5,013,992
Share issue costs		-	(223,806)
Proceeds from warrants exercised		-	500
		-	4,790,686
Increase (decrease) in cash		(418,422)	4,027,329
Cash, beginning of the period		\$ 783,789	\$ 1,575,784
Cash, end of the period		\$ 365,367	\$ 5,603,113
Supplemental disclosures with respect to cash flows:			
Non-cash activities:			
Exploration and evaluation expenditures included in accounts payable		\$ 92,844	\$ 140,169
Fair value of finders' warrants		-	10,094
Fair value of exercised finders' warrants		-	262

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

FIREWEED ZINC LTD.

Statements of Changes in Shareholders' Equity

(Expressed in Canadian Dollars)

	Capital Stock		Warrants reserve	Options reserve	Deficit	Total
	Shares	Amount				
Balance at December 31, 2018	31,696,776	\$ 22,242,738	\$ 222,832	\$ 1,152,711	\$ (3,138,381)	\$ 20,479,900
Shares issued in private placement	2,379,750	1,903,800	-	-	-	1,903,800
Flow-through shares issued in private placement	3,075,728	2,509,436	-	-	-	2,509,436
Share issue costs	-	(233,900)	10,094	-	-	(223,806)
Share-based compensation	-	-	-	131,470	-	131,470
Warrants exercised	1,000	762	(262)	-	-	500
Loss for the period	-	-	-	-	(490,528)	(490,528)
Balance at March 31, 2019	37,153,254	\$ 26,422,836	\$ 232,664	\$ 1,284,181	\$ (3,628,909)	\$ 24,310,772
Balance at December 31, 2019	37,797,129	\$ 26,879,253	\$ 133,910	\$ 1,532,985	\$ (4,505,778)	\$ 24,040,370
Share-based compensation	-	-	-	47,495	-	47,495
Loss for the period	-	-	-	-	(334,560)	(334,560)
Balance at March 31, 2020	37,797,129	\$ 26,879,253	\$ 133,910	\$ 1,580,480	\$ (4,840,338)	\$ 23,753,305

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

FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Three Months Ended March 31, 2020
(Expressed in Canadian Dollars)

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 and exploration 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 (MAC, MC, MP, Jerry, BR and NS) 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 3rd 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. These 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 March 31, 2020, management estimates that the Company does not have sufficient working capital to maintain its operations and activities for the next twelve months and will need to raise additional capital in order to further fund its operations. These material uncertainties may cast significant doubt as to the Company’s ability to continue as a going concern.

In March 2020 the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, have adversely affected workforces, economies, and financial markets globally, leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its full effects on the Company’s business or ability to raise funds.

The financial statements for the period ended March 31, 2020 have been prepared by management, reviewed by the Audit Committee and authorized for issue by the Board of Directors on May 26, 2020.

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 March 31, 2020 and the same accounting policies and methods of their application as the most recent annual financial statements of the Company. 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, 2019. 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, 2020.

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.

FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Three Months Ended March 31, 2020
(Expressed in Canadian Dollars)

3. Significant Accounting Policies

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, 2019.

Critical accounting estimates, judgments, 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. 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

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.

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 three months ended March 31, 2020 and 2019 is disclosed in Note 9.

Rehabilitation provision

The calculation of the asset retirement obligation involves significant measurement estimates and assumptions of the amount and timing of reclamation costs and applicable inputs used in the calculation, such as discount rates. The Company bases its estimates on historical experience, government regulations and assumptions that are believed to be reasonable given the scope of the exploration project. Refer to Note 8 for more details.

FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Three Months Ended March 31, 2020
(Expressed in Canadian Dollars)

4. Exploration and Evaluation Assets

Macmillan Pass Project (Yukon, Canada)	Three Months Ended March 31, 2020		Fiscal Year Ended December 31, 2019	
Acquisition and maintenance costs:				
Opening balance	\$	8,685,780	\$	8,226,892
<i>Additions during the period:</i>				
Cash payments		2,830		289,725
Shares issued		-		169,163
		2,830		458,888
Total acquisition costs		8,688,610		8,685,780
Exploration costs:				
Opening balance		15,751,669		11,436,663
<i>Additions during the period:</i>				
Assaying		35,675		220,260
Camp and field		16,619		1,000,780
Drilling		-		845,070
Engineering		16,190		115,316
Geological Consulting		150,964		1,812,011
Legal Fees		-		4,318
Other		3,406		17,607
Permitting		13,860		39,870
Rehabilitation provisions		-		-
Reporting		10,251		65,102
Travel & Support		3,442		194,672
		250,407		4,315,006
Total exploration costs		16,002,076		15,751,669
Ending balance	\$	24,690,686	\$	24,437,449

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.

FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Three Months Ended March 31, 2020
(Expressed in Canadian Dollars)

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

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

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, 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 the Company. 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 (paid)	95,000 (issued)
July 24, 2020 (third anniversary)	\$110,000	-
July 24, 2021 (fourth anniversary)	\$115,000	-
TOTAL	\$405,000	95,000

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 March 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
TOTAL	\$500,000	300,000

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).

FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Three Months Ended March 31, 2020
(Expressed in Canadian Dollars)

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

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

Option Agreement with Constantine Metal Resources Ltd./Epica Gold Inc. and Carlin Gold Corporation (cont'd...)

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.

Subsequent to the period ended March 31, 2020, the Company entered into an amending agreement with Epica and Carlin deferring the third share payment to the period on or before May 14, 2020 and the third payment of \$150,000 until August 9, 2020.

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 year ended December 31, 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.

Due Date	Cash	Common shares
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
TOTAL	\$462,500	496,875

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.

Subsequent to the period ended March 31, 2020, the Company entered into an amending agreement with Golden Ridge postponing the third share payment to the period on or before May 14, 2020 and the third payment of \$150,000 until August 9, 2020.

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 Three Months Ended March 31, 2020
(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 Equipment	Computer Hardware	Total
Cost			
As at December 31, 2018 and 2019	\$ 38,026	\$ 3,603	\$ 41,629
Balance as at March 31, 2020	(38,026)	(3,603)	(41,629)
Accumulated Depreciation			
As at December 31, 2018	(11,223)	(2,513)	(13,736)
Depreciation expense	(5,360)	(491)	(5,851)
As at December 31, 2019	(16,583)	(3,004)	(19,587)
Depreciation expense	(1,073)	(67)	(1,140)
Balance as at March 31, 2020	(17,656)	(3,071)	(20,727)
Net book value			
As at December 31, 2019	\$ 21,443	\$ 599	\$ 22,042
As at March 31, 2020	\$ 20,370	\$ 532	\$ 20,902

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 breakdown of accounts payable and accrued liabilities are as follows:

	March 31, 2019	December 31, 2019
Payable to related parties	\$ 196,745	\$ 124,688
Payable to vendors	146,946	164,112
Total Accounts Payable and Accrued Liabilities	\$ 343,691	\$ 288,800

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:

Balance at December 31, 2018	\$ -
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)
Balance at December 31, 2019 and March 31, 2020	\$ -

As at March 31, 2020, the Company had no outstanding flow-through liability.

FIREWEED ZINC LTD.

Notes to the Condensed Interim Financial Statements for the Three Months Ended March 31, 2020
(Expressed in Canadian Dollars)

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 year ended December 31, 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 December 31, 2019.

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 March 31, 2020 was \$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.

		December 31, 2019
Balance, December 31, 2018	\$	256,433
Accretion		4,590
Balance, December 31, 2019	\$	261,023
Accretion		1,168
Balance, March 31, 2020	\$	262,191

9. Capital Stock and Reserves

The authorized capital stock of the Company consists of an unlimited number of common shares without nominal or par value. As at March 31, 2020, the Company had 37,797,129 (December 31, 2019 – 37,797,129) common shares issued and outstanding.

Transactions for the three months ended March 31, 2020

There has been no capital activity during the three months ended March 31, 2020.

Transactions for the three months ended March 31, 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 Three Months Ended March 31, 2020
(Expressed in Canadian Dollars)

9. Capital Stock and Reserves (cont'd...)

Transactions for the three months ended March 31, 2019 (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.

On March 14, 2019, the Company issued 1,000 shares on the exercise of agent's warrants for the total proceeds of \$500 and allocated \$262 from reserves to share capital.

Escrow shares

Pursuant to TSX Venture Exchange policies, 1,713,811 (December 31, 2019 – 1,713,811) common shares are held in escrow as at March 31, 2020. 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.

There were no new options granted during the period ended March 31, 2020.

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

	Number of Options	Weighted Average Exercise Price
Balance as at December 31, 2018	2,445,000	\$0.86
Granted	250,000	\$0.65
Balance as at December 31, 2019 and March 31, 2020	2,695,000	\$0.84

Share-based payments relating to options vested during the period ended March 31, 2020 using the Black-Scholes option pricing model were \$47,495 (2019 - \$131,470), which was recorded as reserves on the statements of financial position and as share-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.

The associated share-based compensation expense for the options granted was calculated based on the following weighted average assumptions:

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9. Capital Stock and Reserves (cont'd...)

Stock options (cont'd...)

	March 31, 2020	December 31, 2019
Risk-free interest rate	-	1.56%
Expected life of options	-	5 years
Annualized volatility	-	62.66%
Dividend rate	-	0.00%
Forfeiture rate	-	0.00%
Share price on grant date	-	\$0.57
Weighted average fair value of options granted	-	\$0.29

As at March 31, 2020, the Company had outstanding stock options exercisable as follows:

Expiry date (mm/dd/yyyy)	Number of Options Outstanding	Number of Options Exercisable	Weighted Average Remaining life in Years	Weighted Average Exercise Price
04/26/2022	1,380,000	1,380,000	2.07	\$0.50
10/27/2022	30,000	24,000	2.58	\$0.70
12/06/2022	175,000	175,000	2.68	\$0.83
03/14/2023	860,000	688,000	2.95	\$1.45
07/11/2024	250,000	50,000	4.28	\$0.65
	2,695,000	2,317,000	2.60	\$0.84

Agents' warrants and compensation options

During the three months ended March 31, 2020, 250,064 agents' warrants expired unexercised.

The agents' warrants and options activities are summarized below:

	Number of Warrants	Weighted Average Exercise Price
Balance as at December 31, 2018	628,064	\$0.83
Issued	34,680	\$0.95
Exercised	(378,000)	\$0.50
Balance as at December 31, 2019	284,744	\$1.27
Expired	(250,064)	\$1.32
Balance as at March 31, 2020	34,680	\$0.95

During the year ended December 31, 2019, the Company issued 34,680 agents' warrants with a fair value of \$10,094. In addition, 378,000 common shares of the Company were issued upon the exercise of agent warrants for gross proceeds of \$189,000.

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

	March 31, 2020	December 31, 2019
Risk-free interest rate	-	1.78%
Expected life of options	-	2 years
Annualized volatility	-	66.65%
Dividend rate	-	0.00%
Forfeiture rate	-	0.00%
Share price on grant date	-	\$0.87
Weighted average fair value of the warrants granted	-	\$0.29

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9. Capital Stock and Reserves (cont'd...)

Agents' warrants and compensation options (cont'd...)

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 period ended March 31, 2020 and 2019 was as follows:

Nature of the transaction	Three months ended March 31, 2020		Three months ended March 31, 2019	
Director and committee fees	\$	36,750	\$	36,750
Management and consulting fees expensed		82,178		155,191
Management and consulting fees capitalized to exploration and evaluation		9,940		3,059
Share-based compensation		16,209		66,490
	\$	145,077	\$	261,490

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.

		March 31, 2020		December 31, 2019	
Directors	Director and committee fees	\$	147,000	\$	110,250
Key management	Management fees and expense recoveries		49,745		14,438
		\$	196,745	\$	124,688

11. Segmented Information

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

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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 and exploration 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 March 31, 2020.

13. Financial Instruments and Risk Management

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

Fair Value

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.

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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 \$24,906 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 March 31, 2020, the Company had a cash balance of \$365,367 to settle current liabilities of \$343,691. 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 March 31, 2020, 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:

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14. Commitment (cont'd...)

Number of shares to be issued	Milestone
300,000 ⁽¹⁾	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 ⁽²⁾	Preparation of a positive Pre-Feasibility Study of the Tom and Jason deposits (or any part thereof).
Balance ⁽²⁾	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.

(1) 300,000 shares were issued to a former director subsequent to the period ended March 31, 2020 (Note 15).

(2) 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.

15. Subsequent Event

Subsequent to the period ended March 31, 2020, the following events took place:

- On April 14, 2020, the Company closed a private placement financing for gross proceeds of \$1,142,301. The financing consisted of 3,807,670 common shares of the Company at a price of \$0.30 per share with a full four-year warrant exercisable at \$0.60 per share, but subject to accelerated expiry terms if the Company's shares trade at or above \$1.00 per share for 20 consecutive days. In connection with the private placement, the Company incurred a cash finders' fee of \$30,930 and issued 103,099 finders' warrants, which are exercisable at a price of \$0.40 per share until April 14, 2021.
- On May 6, 2020, the Company signed amending agreements with Golden Ridge as well as Epica and Carlin postponing cash option payments scheduled in May till August 9, 2020 (Note 4). 100,000 shares were issued to Golden Ridge and 50,000 shares were issued to Epica and Carlin each on May 11, 2020 per the original option agreements.
- On May 14, 2020, the Company issued 300,000 performance shares to a former director of the company, as per the performance shares agreement dated December 19, 2016 (Note 14), following the director's resignation in April 2020.