CONFLICT OF INTEREST POLICY

Purpose

Fireweed Metals Corp. ("**Fireweed**") is committed to conducting business in a fair, transparent, accountable, and impartial manner. Fireweed has established this Conflict of Interest Policy ("**Policy**") to set out the requirements to identify, disclose, and effectively manage actual, potential or perceived conflicts. Undeclared or mismanaged conflicts of interest can lead to the loss of trust and confidence in the integrity of Fireweed and all persons conducting business for or on Fireweed's behalf ("**Personnel**"). The objective of this Policy is to inform Personnel on how to identify, disclose, manage and monitor conflicts of interest.

This Policy is to be read and adhered to in conjunction with Fireweed's Whistleblower Policy and Disclosure and Insider Trading Policy.

Definitions

Conflict of Interest: any relationship or activity that might create, or appear to create, a conflict between Personnel's personal interests and the interests of Fireweed.

Objectives

- Communicate the activities or interactions that could be perceived to be in conflict of interest with Fireweed's mission, values, objectives, or activities.
- Inform Personnel of the importance of disclosing any potential or actual conflict of interest, and the implications of failing to do so.

Responsibilities

Personnel have a responsibility to understand and adhere to this Policy. In cases where a conflict of interest is deliberately concealed or when a solution cannot be found, disciplinary action may be taken up to and including termination. Personnel have a duty to report suspected violations of the Policy to their supervisor in accordance with Fireweed's *Whistleblower Policy* and *Disclosure and Insider Trading Policy*.

Specifically, Personnel must:

- Not place themselves in a position where they are, or give the appearance of being, under an obligation to any person or organization that might profit from special consideration.
- Not accept anything of value (e.g., fee, kickback, discount, or other benefit) for the referral of business to or from any supplier or service provider.
- Not allow the performance of their duties and responsibilities to be affected by offers or potential offers of outside employment or appointment.

- Not knowingly disclose, take advantage of, or benefit personally from, information that is obtained in the course of their employment or engagement with Fireweed that is generally not available to the public (refer to *Disclosure and Insider Trading Policy*).
- Annually disclose any actual, perceived, or potential conflict of interest using the live "Conflict of Interest Declaration" form found on the Company's SharePoint site, or Schedule "A" to this Policy, and at any other time when they have an actual, perceived, or potential conflict of interest, or a resolution to a conflict of interest.

Management is responsible for (i) implementing this Policy and disseminating all received Personnel questions / reports through to the CEO and Corporate Governance and Nominations Committee of the Board ("**Committee**"), where required, and (ii) providing regular updates to the Committee. The Committee will (i) periodically review this Policy, (ii) monitor compliance with this Policy, and (iii) evaluate Fireweed's progress in achieving the Policy's objectives. The Board is responsible for oversight of this Policy.

Reporting

We believe that everyone has a role to play in full and timely disclosure of any potential or actual Conflict of Interest. Personnel should raise concerns of any actual, potential, or perceived conflicts of interest with their supervisor and/or other Fireweed managers. Directors are to report to the Chair of the Committee with any concerns. Confidential reports may be submitted using Fireweed's confidential reporting platform:

Whistleblower Reporting: https://whistleblowersoftware.com/secure/fireweedmetalswhistleblowing

Issues and Concerns: https://whistleblowersoftware.com/secure/fireweedmetalsfieldconcerns

*Adopted by the Board of Directors on **August 22, 2023**.*

*Approved by the Board of Directors on **November 12, 2026**.*

CONFLICT OF INTEREST DECLARATION

I hereby declare that:

☐ I do not have an actual, potential, or perceived conflict of interest in respect of my duties as Personnel of Fireweed Metals Corp.

OR

☐ I have an actual, potential, or perceived conflict of interest in respect of my duties as Personnel of Fireweed Metals Corp. The particulars of such conflict of interest are stated below:

_____

_____

_____

_____

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_____

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_____

I also acknowledge that I will make another declaration to state any change in any matter contained in this declaration and shall provide further information on the particulars contained in this declaration if required by the Company.

Signature: _____

Name: _____

Date: _____