



Zephyr Minerals Ltd.

Suite 1301, 1959 Upper Water St. · Purdy's Wharf Tower 1 · Halifax · Nova Scotia · B3J 3N2 · Canada

Trading Symbol: TSX-V: ZFR OTC:ZPHYF
Shares Outstanding: 62,845,977

News Release No. 02-20
February 21, 2020

ZEPHYR CLOSSES PRIVATE PLACEMENT

February 21, 2020 HALIFAX, NOVA SCOTIA – Zephyr Minerals Ltd. (“**Zephyr**” or the “**Company**”) (TSX-V: ZFR) (OTC: ZPHYF), is pleased to announce that it has closed the recently announced non-brokered private placement raising \$2,100,000 through the issuance of 10,000,000 units at a price of \$0.21 per unit. Each unit consists of one common share and one-half warrant of the Company (“Unit”). Each whole warrant of the Company entitles the holder to acquire one common share of the Company for \$0.35 for a period of eighteen months from the closing date.

The expiry date of the warrants may be accelerated by Zephyr at any time if the volume-weighted average trading price of the common shares is greater than or equal to \$0.70 for any 20 consecutive trading days. If this occurs, the Company may accelerate the expiry date of the warrants by issuing a press release announcing the reduced warrant term whereupon the warrants will expire on the 30th calendar day after the date of such press release.

Net proceeds from the funds raised will be used to advance the Dawson-Green Mountain Project in Colorado, USA, and for general working capital purposes. All securities issued in connection with the private placement, including the shares and warrants comprising the units are subject to a statutory four-month hold period that expires on June 21, 2020. The private placement is subject to acceptance by the TSX Venture Exchange and required regulatory approvals.

In connection with the closing, the Company paid a cash finder's fee of \$56,940 and issued 271,145 finder's warrants to Leede Jones Gable Inc.; a cash finder's fee of \$25,284 and issued 120,400 finder's warrants to PI Financial Corp.; a cash finder's fee of \$10,143 and issued 48,300 finder's warrants to Canaccord Genuity Corp.; a cash finder's fee of \$9,408 and issued 44,800 finder's warrants to Haywood Securities Inc.; a cash finder's fee of \$7,350 and issued 35,000 finder's warrants to Raymond James Ltd.; a cash finder's fee of \$4,410 and issued 21,000 finder's warrants to Acumen Capital Partners Ltd.; and a cash finder's fee of \$2,205 and 10,500 finder's warrants to Echelon Wealth Partners Inc. Each finder's warrant entitles the holder to acquire one common share of the Company at \$0.35 per share at any time on or before August 20, 2021. The expiry date of the finder's warrants are also subject to the same acceleration clause as the Unit warrants.

About Zephyr Minerals Ltd.

Zephyr Minerals Ltd. continues to advance its 100% owned high grade Dawson-Green Mountain Project in Colorado, USA. After expanding its land package to 1,385 hectares (3,430 acres) the Company plans to explore the entire 12.2 km (7.5 mi) mineralized trend using the Broken Hill Type deposit as an exploration model.

For further information please contact:

David H. Felderhof, Executive VP & Director
Zephyr Minerals Ltd.
T: 902 446-4189
F: 866 941-4715

To be included in the Zephyr email database for Company updates please contact info@zephyrminerals.com, or visit our website www.zephyrminerals.com for more information.

CAUTIONARY STATEMENT:

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release. This press release contains forward-looking statements. More particularly, this press release contains statements concerning the use of funds from the private placement.

The forward-looking statements contained in this document are based on certain key expectations and assumptions made by the Company, including, with respect to the use of funds from the private placement, expectations and assumptions concerning timing of receipt of required regulatory approvals and third party consents and the satisfaction of other conditions to the completion of the exploration work on the Dawson-Green Mountain Property.

The forward-looking statements contained in this document are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws.