

**51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

Spearmint Resources Inc. (the "Company")  
PO Box 10112, Pacific Centre  
#1470 – 701 West Georgia Street  
Vancouver, BC V7Y 1C6

**Item 2 Date of Material Change**

October 1, 2013 and October 8, 2013

**Item 3 News Release**

The news releases were disseminated through Stockwatch and Market News.

**Item 4 Summary of Material Change**

On October 1, 2013, the Company announced that Tanveer Ali had resigned from the Company's board of directors reducing the number of directors from four to three. On October 8, 2013, the Company announced that Cindy Cai had been appointed as CFO and Conrad Clemiss had been appointed as Corporate Secretary, as well as the grant of stock options.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

See attached news releases.

*5.2 Disclosure for Restructuring Transactions*

N/A

**Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

N/A

**Item 7 Omitted Information**

None

**Item 8 Executive Officer**

Conrad Clemiss, Chief Executive Officer  
Tel: (604) 646-6903

**Item 9 Date of Report**

October 10, 2013

**SPEARMINT RESOURCES INC.**  
Suite 1470 – 701 West Georgia Street  
Vancouver, BC V7Y 1C6

**October 01, 2013**

Trading Symbol:

SRJ—TSX Venture Exchange

### **Spearmint Director Resigns**

**Oct. 01, 2013** – Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) Tanveer Ali has resigned from Spearmint Resources Inc.'s board of directors, effective Oct. 01, 2013, reducing the number of directors from four to three. The board would like to thank Mr. Ali for his contributions to the Company and wishes him well with his future endeavours.

If you would like to be added to Spearmint’s news distribution list, please send your email address to [spearmintresources@gmail.com](mailto:spearmintresources@gmail.com)

Contact Information

Tel: 1604646-6903

[spearmintresources@gmail.com](mailto:spearmintresources@gmail.com)

[www.spearmintresourcesinc.com](http://www.spearmintresourcesinc.com)

“Conrad Clemiss ”

Director

Spearmint Resources Inc.

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**SPEARMINT RESOURCES INC.**  
Suite 1470 – 701 West Georgia Street  
Vancouver, BC V7Y 1C6

**October 8, 2013**

Trading Symbol:

SRJ—TSX Venture Exchange

### **Spearmint Appoints new CFO and Secretary**

**Oct. 8, 2013** -- (“**SRJ**” or the “**Company**”) (SRJ—TSX.V) Cindy Cai has been appointed as Chief Financial Officer and Conrad Clemis has been appointed as Corporate Secretary in addition to his existing role as President. Negar Adam has resigned as Chief Financial Officer and Secretary but will remain on the board of directors.

The Company has also granted 440,000 stock options at an exercise price of \$0.05 to directors, officers and consultants for a term of five years pursuant to its Rolling Stock Option Plan.

If you would like to be added to Spearmint’s news distribution list, please send your email address to [spearmintresources@gmail.com](mailto:spearmintresources@gmail.com)

Contact Information

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“Conrad Clemis ”

President & Corporate Secretary  
Spearmint Resources Inc.

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