

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

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

Item 2 Date of Material Change

February 11, 2015

Item 3 News Release

The news release was disseminated through Stockwatch and Market News.

Item 4 Summary of Material Change

The Issuer announced that that it has amended the terms of the Otter Prospect agreement, pursuant to TSX Venture Exchange approval.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached news release.

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

James Nelson, Director (604) 646-6903

Item 9 Date of Report

February 12, 2015

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

February 11, 2015

Trading Symbol:

SRJ—TSX Venture Exchange

Spearmint Amends Otter Terms

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) wishes to announce that it has amended the terms of the Otter Prospect agreement, pursuant to TSX Venture Exchange approval. The new terms are as follows:

	<u>Exploration Costs</u>	<u>Shares</u>
Within 5 business days of TSX.V approval		100,000
On or before February 3, 2016	\$84,000	750,000
On or before February 3, 2017	\$300,000	1,000,000
On or before February 3, 2018	\$500,000	-
On or before February 3, 2019	\$1,000,000	-

Contact Information

Tel: 1(604) 646-6903

www.spearmintresourcesinc.com

“James Nelson”

Director

Spearmint Resources Inc.

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