

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

October 1, 2015

Item 3 News Release

There were two news releases that were disseminated on October 1, 2015, both through Stockwatch and Market News. The Issuer originally filed a news release, but shortly thereafter the Issuer filed a second news release which contained additional material information about the transaction which not included in the original release. The Issuer advises readers to disregard the original news release and to rely on the subsequent news release for information with respect to the proposed transaction.

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

The Issuer advises readers to disregard the original news release and to rely on the subsequent news release for information with respect to the proposed transaction, which is attached.

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

October 9, 2015

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

October 1, 2015
Trading Symbol:
SRJ—TSX Venture Exchange

Spearmint Provides Additional Information about Proposed Airshare Acquisition

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V). Further to its news release earlier today, the Company wishes to provide additional information regarding its proposed acquisition of certain assets related to the Airshare concept that are jointly held by three British Columbia residents. The non-binding letter of intent contemplates an asset purchase structure, whereby the Company agrees to acquire all assets related to Airshare from the vendors in exchange for 4 million shares of the Company. The assets to be acquired consist of various intellectual property assets related to the concept, including source code, branding and domain names.

The proposed arm’s length acquisition is intended to proceed as an Expedited Transaction under the policies of the TSX Venture Exchange. The proposed acquisition is the Company’s first acquisition outside the mineral exploration space. At this time, management intends to continue its exploration of its Otter Property located in Princeton, British Columbia and as such, does not consider the proposed acquisition to be a Change of Business as defined by TSX Venture policies.

The parties have commenced negotiations of a definitive agreement and closing of the proposed transaction is subject to certain conditions, including approval of the TSX Venture Exchange.

The Airshare concept intends to leverage crowd sourcing in order to allow operators to increase profitability and the traveler to collaborate with other travelers of similar interests in order to reduce airline travel costs. This is intended to allow travelers to book flights within a better time frame and at lower rates. The main premise of the concept is to fill the gaps in charter and private jet flights with lower cost fares to the benefit of the airline via less empty seats and customers who will benefit from lower cost desired flights with direct private and charter flights.

The principals who intend to sell the Airshare concept to the Company have multiple decades of experience with the charter business and have recently been involved in a significant private sale of an airline.

For further information please send an email to spearmintresources@gmail.com or phone 604-646-6903.

Contact Information
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“James Nelson”

James Nelson
Director
Spearmint Resources Inc.