

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

December 8, 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 had signed a definitive asset purchase agreement with Airshare, subject to certain conditions including approval of the TSX Venture Exchange.

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

December 17, 2015

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

December 8th, 2015

Trading Symbol:

SRJ—TSX Venture Exchange

Spearmint Signs the definitive Asset Purchase Agreement with Airshare

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) wishes to announce that SRJ has signed a definitive asset purchase agreement with Airshare, which is in the business of connecting airline operators on a global scale with travellers primarily interested in unique destinations within the charter and private jet market. The closing of the proposed transaction is subject to certain conditions, including approval of the TSX Venture Exchange.

James Nelson, Director of Spearmint states, “While we are still focused on the mineral properties, we are very excited to have this opportunity in the company as well. The concept is substantially scalable and the management of Airshare is more than capable of carrying Airshare to full rollout stage.”

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. Terms call for issuing all assets related to Airshare from the vendors in exchange for four million and two shares (4,000,002) of SRJ shares. At this time, management intends to continue its exploration of its Otter property located in Princeton, B.C., and as such, does not consider the proposed acquisition to be a change of business as defined by TSX Venture policies.

The Airshare concept intends to leverage crowdsourcing in order to allow operators to increase profitability and the traveller to collaborate with other travellers of similar interests in order to reduce airline travel costs. This is intended to allow travellers 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.

Contact Information
Tel: 1604646-6903
www.spearmintresourcesinc.ca

“James Nelson ”
Director
Spearmint Resources Inc.

Neither the TSX Venture Exchange Inc. nor its Regulation Service Provider (as that term is defined in the policies of the TSX Venture Exchange Inc.) accepts responsibility for the adequacy or accuracy of this press release.

-/*