

**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**

March 16, 2016, March 29, 2016 and April 5, 2016

**Item 3 News Release**

The news releases were disseminated through Stockwatch and Market News.

**Item 4 Summary of Material Change**

On March 16, 2016, the Issuer announced that it had entered into an agreement to acquire the "Whabouchi Lakes Property" located in the James Bay area of the Province of Quebec. On March 29, 2016, the Issuer announced that it has closed its acquisition of Airshare. On April 5, 2016, the Issuer announced that it had further amended the terms of the Otter Prospect agreement, pursuant to regulatory approval.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

N/A

*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**

April 12, 2016

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

**March 16, 2016**

Trading Symbol:

SRJ—TSX Venture Exchange

### **Spearmint Acquires Whabouchi Lakes lithium claims**

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) wishes to announce that it has entered into an agreement to acquire the "Whabouchi Lakes Property" located in the James Bay area of the Province of Quebec. This property consists of 4 claims that total approximately 2.13 square kilometres. The claims overlay the possible source of lake sediment geochemical anomalies. The anomalous elements are bismuth, rare earth elements, lithium, niobium and tungsten, which are good pathfinders and indicators for Nemaska Lithium’s (NMX.V) Whabouchi deposit.

James Nelson, Director of Spearmint states, "This new acquisition will provide Spearmint a prospect that may have significant potential for short and long term growth. The appetite for lithium in North America continues to grow and we feel we are well positioned to capitalize on the demand. We plan to aggressively explore and develop this new prospect shortly, which will include prospecting and till surveys to further assess the possible source of anomalies in the lake sediments."

The claims were acquired through staking.

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

Contact Information  
Tel: 1604646-6903  
[www.spearmintresources.ca](http://www.spearmintresources.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.*

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

**March 29, 2016**

Trading Symbol:

SRJ—TSX Venture Exchange

### **Spearmint Closes on Asset Purchase Agreement with Airshare**

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) announces further to its news releases dated October 1, 2015 and December 8, 2015, that it has now closed its acquisition of Airshare, pursuant to TSX Venture Exchange approval. Airshare 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.

As per the terms of the Asset Purchase Agreement, the Company has now issued 4,000,002 shares to the vendors of Airshare. These shares have a hold period expiring on June 29, 2016.

Contact Information

Tel: 1604646-6903

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

“James Nelson ”

Director

Spearmint Resources Inc.

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

**April 5, 2016**

Trading Symbol:

SRJ—TSX Venture Exchange

**Spearmint Amends Otter Terms**

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) wishes to announce that on February 3, 2016 it amended the terms of the Otter Prospect agreement, pursuant to TSX Venture Exchange ("Exchange") approval. The only change to the agreement is instead of incurring \$84,000 in exploration work and the issuing 750,000 common shares, both which were due by February 3, 2016, the Company will issue 1,000,000 common shares to the Vendor, upon five business days of Exchange approval.

	<u>Exploration Costs</u>	<u>Shares</u>
Within 5 business days of TSX.V approval		1,000,000
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: 1604646-6903

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

“James Nelson ”

Director

Spearmint Resources Inc.

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