

SPEARMINT RESOURCES INC.

TO: British Columbia Securities Commission
Alberta Securities Commission

AND TO: Buckley Dudds Parker LLP

AND TO: Davidson & Company LLP

**RE: Notice of Change of Auditor pursuant to Section 4.11 of National Instrument 51-102 –
*Continuous Disclosure Obligations of the Canadian Securities Administrators (“NI 51-102”)***

Pursuant to Section 4.11(7) of NI 51-102, Spearmint Resources Inc. (the “**Company**”) hereby gives notice of the change of its auditor from Davidson & Company LLP to Buckley Dudds Parker LLP. In accordance with NI 51-102, the Company hereby states that:

1. Davidson & Company LLP was asked by the Company to resign as auditor of the Company effective April 6, 2016;
2. the resignation of Davidson & Company LLP and the appointment of Buckley Dudds Parker LLP as the Company’s auditor have been considered and approved by the Company’s Audit Committee and Board of Directors;
3. there were no reservations in Davidson & Company LLP’s reports for the two most recently completed fiscal years of the Company, nor for any subsequent period; and
4. there have been no “reportable events” within the meaning assigned under subsection 4.11(1) of NI 51-102.

DATED the 24th day of May, 2016.

**BY ORDER OF THE BOARD OF DIRECTORS
OF SPEARMINT RESOURCES INC.**

“Conrad Clemiss”
Conrad Clemiss
Chief Executive Officer