

**51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

Spearmint Resources Inc. (the "Company")  
1470 – 701 West Georgia Street  
Vancouver, BC V7Y 1C6

**Item 2 Date of Material Change**

December 16, 2016

**Item 3 News Release**

The news release was disseminated through Newsfile.

**Item 4 Summary of Material Change**

On December 16, 2016, the Company announced that it had filed a "Notice of Intent" with the U.S. Bureau of Land Management in Nevada for a planned drill program on its Clayton Valley Lithium property.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

See attached new 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**

Contact: James Nelson, CEO and Secretary  
Telephone: 604.646.6903

**Item 9 Date of Report**

December 22, 2016

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

December 16, 2016

Trading Symbol:

SRJ—TSX Venture Exchange  
SPMTF--USA

**Spearmint Applies for Drill Permits form its Clayton Valley Nevada Lithium Prospect**

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) wishes to announce that the company has filed a "notice of intent" to the U.S. Bureau of Land Management in Nevada for a planned drill program on its Clayton Valley Lithium property. As previously announced (Dec. 06, 2016), the geological work crew on its Clayton Valley Lithium property has identified two distinct lithium targets on its claim block. This property consists of 880 contiguous acres in Nevada that are bordering directly to the east of the Pure Energy Minerals current drill program and directly south of Cypress Development Corp (who recently signed a deal with Pure for that property and have been enjoying success on their most recent work programs). The drill program is planned to begin in early 2017, following receipt of all BLM approvals.

On the recently completed work program, a total of 91 samples were sent to the lab for lithium grade testing. Geologic mapping and sampling has confirmed the presence of lithium bearing green clays of volcanic origin and gravity maps of the Clayton Valley indicate that the brine associated within Pure Energies R8 Reflector Zone, the main Ash Aquifer, is located approximately 600 to 700 feet below the surface. Both targets can be easily tested by reverse circulation and conventional rotary drilling.

James Nelson, President of Spearmint states, "We anticipate the results from the sampling program within the next week and this is the next step for us to investigate the property for potential lithium brines. We feel extremely positive about the sampling program and the two lithium targets our team recently identified. Historic and present drill programs in adjacent and nearby properties is certainly encouraging and the success of our neighbors (Pure Energy and Cypress Development) provide Spearmint with an optimal location in the Clayton Valley."

Spearmint Resources Inc. management also continues to actively evaluate additional corporate growth drivers. The new areas that will be investigated will potentially include, but will not be limited to, additional mining areas such as base metals, minor metals, agriculture, edibles, beverages and medical situations. At this time, no new project has been completed, and there is no guarantee that one will be acceptable and approved by the board.

Frank Bain, PGeo and qualified technical person has reviewed this news release.

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

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

“James Nelson”

Director

Spearmint Resources Inc.

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