

**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 28, 2016

**Item 3 News Release**

The news release was disseminated through Stockwatch and Market News.

**Item 4 Summary of Material Change**

On December 28, 2016, the Company announced that that all resolutions presented at the Company’s annual general and special meeting held on Friday, November 18, 2016, were approved by the shareholders of the Company.

**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**

January 6, 2017

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

December 28, 2016

Trading Symbol:

SRJ—TSX Venture Exchange  
SPMTF--USA

**Spearmint Shareholders Approve All Matters At AGM**

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) is pleased to announce that all resolutions presented at the Company’s annual general and special meeting held on Friday, November 18, 2016, including the appointment of directors, the re-appointment of its current auditor, and the approval of the Company’s stock option plan were approved by the shareholders of the Company.

The directors elected to serve for the ensuing year are Gregory Thomson, Spencer Smyl and James Nelson, who was also appointed as President.

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”

President

Spearmint Resources Inc.

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