

\ 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

September 7, September 8, September 12 and September 13, 2017

Item 3 News Release

The news releases were disseminated through Newsfile and Stockwatch.

Item 4 Summary of Material Change

On September 7, 2017, the Company announced that it had acquired 100% interest in the “EL North” Nickel-Copper Prospect in the Eskay Creek Mining Camp in the Golden Triangle of BC. On September 8, 2017, the Company announced it had renewed its 40 lithium claims in Nevada. On September 12, 2017, the Company acquired 100 % interest in the “EL North 2” Nickel-Copper Prospect in the Eskay Creek Mining Camp. On September 13, 2017, the Company acquired 100% interest in the 3,052 acre ‘NEBA’ Copper-Gold Prospect in the Golden Triangle of BC.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached new releases.

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

September 15, 2017

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

September 7, 2017

Trading Symbol:

SRJ -- TSX Venture Exchange
SPMTF -- USA
A2AHL5 -- FSE

Spearmint Acquires the “EL North” Nickel-Copper Prospect in the Eskay Creek Mining Camp Within the Golden Triangle in B.C., Canada.

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) (A2AHL5--FSE) wishes to announce that it has acquired a 100 percent interest in the “EL North” Nickel-Copper Prospect in the world renowned Eskay Creek Mining Camp in the Golden Triangle of British Columbia. This prospect borders Garibaldi Resources Corp (GGI.v). Garibaldi announced on September 1, 2017 that they “intersected two long intervals of nickel-copper sulphide mineralization totaling 176 meters and consisting of pyrrhotite-pentlandite-chalcopyrite in the first drill hole...” This new prospect consists of 1,975 contiguous acres.

James Nelson, President of Spearmint stated, “We have witnessed significant market attention in the Golden Triangle and specifically the Eskay Creek Camp since Garibaldi announced intersecting two long intervals of nickel-copper sulphide mineralization last week. We are very pleased to be able to add to our growing stable of properties in the Golden triangle. This now gives Spearmint five separate prospects in the Golden Triangle.”

Spearmint has also just recently acquired a 100-per-cent interest in four separate gold prospects located in the Golden Triangle gold district in British Columbia. These new prospects directly border GT Gold Corp’s (GTT.v) Tatogga Lake prospect.

Spearmint Resources Inc. is a Canadian junior resource exploration company dedicated to the aggressive pursuit of world class mineral deposits. Spearmint’s current projects include two areas of focus on gold in British Columbia; the ‘Golden Triangle Gold Prospects’ comprising of four separate claim blocks totaling 4,095-acres bordering GT Gold Corp (GTT.v), and the ‘Gold Mountain Prospects’ comprising of three separate claim blocks totaling 1,245-acres bordering Barkerville Gold Mines (BGM.v). Spearmint’s 1,975 acre ‘EL North’ Nickel-Copper prospect in the Eskay Creek Camp borders Garibaldi Resources Corp (GGI.v). Spearmint’s ‘Chibougamau Vanadium Prospects’ comprising of five separate claim blocks totaling 9,735-acres borders the vanadium deposit of BlackRock Metal’s (private) Ilmenite vanadium project, Vanadiumcorp Resource Inc. (VRB.v) and Vanadium One Energy Corp. (VONE.v). Spearmint’s portfolio of lithium projects include the ‘Clayton Valley Lithium Prospects’ in Nevada comprising of two claim blocks totaling 800-acres bordering Pure Energy Minerals (PE.v), and three lithium projects in Quebec including the 4,485-acre ‘Pressiac Lithium Prospect’, the 524-acre

‘Whabouchi Lakes Lithium Prospect’, and the 2,636-acre ‘Whabouchi Lakes West Lithium Prospect’.

Spearmint is also currently in the process of creating location maps for our properties as well as updating the website.

If you would like to be added to Spearmint’s news distribution list, please send your email address to info@spearmintresources.ca. This new prospect was acquired via MTOonline.

Contact Information

Tel: 1604646-6903

www.spearmintresources.ca

“James Nelson”

President

Spearmint Resources Inc.

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

September 8, 2017

Trading Symbol:

SRJ -- TSX Venture Exchange
SPMTF -- USA
A2AHL5 -- FSE

Spearmint Renews all of its Nevada Lithium Claims

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) (A2AHL5--FSE) wishes to announce Spearmint has renewed the company’s 40 lithium claims in Nevada. These two claim blocks both border Pure Energy Minerals Limited’s (PE.v) Clayton Valley lithium deposit. One block lies directly inside of Pure’s Claim block and the other is on the east side of their deposit and was worked on earlier this year. The highest sample value obtained was 1,630 parts per million, with an overall average value of 843 parts per million lithium. Twenty-three of the 91 samples achieved values of over 1,000 parts per million. The samples ranged from a low of 285 parts per million to the high of 1,630 parts per million (announced March 13, 2017).

James Nelson states, “Pure Energy is one of a few junior lithium companies that Tesla Inc. (TSLA) has signed a lithium Supply Agreement (Sept 16, 2015) with. Management feels that the two lithium projects have very strategic value as we feel the results already achieved justify further drilling. Management has also been very active to acquire multiple gold, nickel and copper prospects in the Golden Triangle of British Columbia. Management anticipates commencing operations in 2017 on multiple projects and we are very optimistic about the future growth of the company.”

Yesterday Spearmint announced that it has acquired a 100 percent interest in the “EL North” Nickel-Copper Prospect in the world renowned Eskay Creek Mining Camp in the Golden Triangle of British Columbia. This prospect borders Garibaldi Resources Corp (GGI.v). Garibaldi announced on September 1, 2017 that they “intersected two long intervals of nickel-copper sulphide mineralization totaling 176 meters and consisting of pyrrhotite-pentlandite-chalcopyrite in the first drill hole...” This new prospect consists of 1,975 contiguous acres.

Spearmint has also just recently acquired a 100-per-cent interest in four separate gold prospects located in the Golden Triangle gold district in British Columbia. These new prospects directly border GT Gold Corp’s (GTT.v) Tatogga Lake prospect.

Spearmint Resources Inc. is a Canadian junior resource exploration company dedicated to the aggressive pursuit of world class mineral deposits. Spearmint’s current projects include two areas of focus on gold in British Columbia; the ‘Golden Triangle Gold Prospects’ comprising of four separate claim blocks totaling 4,095-acres bordering GT Gold Corp (GTT.v), and the ‘Gold Mountain Prospects’ comprising of three separate claim blocks totaling 1,245-acres bordering Barkerville Gold Mines (BGM.v). Spearmint’s 1,975 acre ‘EL North’ Nickel-Copper prospect in

the Eskay Creek Camp borders Garibaldi Resources Corp (GGI.v). Spearmint's 'Chibougamau Vanadium Prospects' comprising of five separate claim blocks totaling 9,735-acres borders the vanadium deposit of BlackRock Metal's (private) Ilmenite vanadium project, Vanadiumcorp Resource Inc. (VRB.v) and Vanadium One Energy Corp. (VONE.v). Spearmint's portfolio of lithium projects include the 'Clayton Valley Lithium Prospects' in Nevada comprising of two claim blocks totaling 800-acres bordering Pure Energy Minerals (PE.v), and three lithium projects in Quebec including the 4,485-acre 'Pressiac Lithium Prospect', the 524-acre 'Whabouchi Lakes Lithium Prospect', and the 2,636-acre 'Whabouchi Lakes West Lithium Prospect'.

Spearmint is currently in the process of creating location maps for our properties as well as updating the website.

If you would like to be added to Spearmint's news distribution list, please send your email address to info@spearmintresources.ca.

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

Contact Information

Tel: 1604646-6903

www.spearmintresources.ca

"James Nelson"

President

Spearmint Resources Inc.

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

September 12, 2017

Trading Symbol:

SRJ -- TSX Venture Exchange

SPMTF -- USA

A2AHL5 -- FSE

Spearmint More Than Doubles its Land Position on the “EL North” Nickel-Copper Prospect in Golden Triangle in B.C., Canada.

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) (A2AHL5--FSE) wishes to announce that it has acquired a 100 percent interest in the “EL North 2” Nickel-Copper Prospect in the world renowned Eskay Creek Mining Camp in the Golden Triangle of British Columbia. This prospect borders Garibaldi Resources Corp (GGI.v). Garibaldi announced on September 1, 2017 that they “intersected two long intervals of nickel-copper sulphide mineralization totaling 176 meters and consisting of pyrrhotite-pentlandite-chalcopyrite in the first drill hole...” This new prospect consists of 2,107 acres bringing our total contiguous acres bordering GGI to 4,082 acres.

James Nelson, President of Spearmint stated, “We are seeing a significant increase in investment interest to the Golden Triangle and specifically the Eskay Creek Camp since Garibaldi announced intersecting two long intervals of nickel-copper sulphide mineralization on September 1, 2017. We feel that this is a world-class mining district in one of the most mining friendly jurisdictions and feel the development in the region is just getting started. We have been actively engaged in expanding our footprint in this region and plan to be operational shortly. This now gives Spearmint six separate prospects within the Golden Triangle.”

Spearmint has also just recently acquired a 100-per-cent interest in four separate gold prospects located in the Golden Triangle gold district in British Columbia. These new prospects directly border GT Gold Corp’s (GTT.v) Tatogga Lake prospect.

Spearmint Resources Inc. is a Canadian junior resource exploration company dedicated to the aggressive pursuit of world class mineral deposits. Spearmint’s current projects include two areas of focus on gold in British Columbia; the ‘Golden Triangle Gold Prospects’ comprising of four separate claim blocks totaling 4,095-acres bordering GT Gold Corp (GTT.v), and the ‘Gold Mountain Prospects’ comprising of three separate claim blocks totaling 1,245-acres bordering Barkerville Gold Mines (BGM.v). Spearmint’s 1,975 and 2,107 acre ‘EL North and EL North 2’ Nickel-Copper prospects in the Eskay Creek Camp border Garibaldi Resources Corp (GGI.v). Spearmint’s ‘Chibougamau Vanadium Prospects’ comprising of five separate claim blocks totaling 9,735-acres borders the vanadium deposit of BlackRock Metal’s (private) Ilmenite vanadium project, Vanadiumcorp Resource Inc. (VRB.v) and Vanadium One Energy Corp. (VONE.v). Spearmint’s portfolio of lithium projects include the ‘Clayton Valley Lithium Prospects’ in Nevada comprising of two claim blocks totaling 800-acres bordering Pure Energy Minerals (PE.v), and three lithium projects in Quebec including the 4,485-acre ‘Pressiac Lithium

Prospect’, the 524-acre ‘Whabouchi Lakes Lithium Prospect’, and the 2,636-acre ‘Whabouchi Lakes West Lithium Prospect’.

Spearmint is currently in the process of creating location maps for our properties as well as updating the website.

If you would like to be added to Spearmint’s news distribution list, please send your email address to info@spearmintresources.ca. This new prospect was acquired via MTONline.

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“James Nelson”

President

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**SPEARMINT RESOURCES INC.
Suite 1470 – 701 West Georgia Street
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September 13, 2017

Trading Symbol:

SRJ -- TSX Venture Exchange
SPMTF -- USA
A2AHL5 -- FSE

Spearmint Acquires the ‘NEBA’ Copper-Gold Prospect in Golden Triangle of BC

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) (A2AHL5--FSE) wishes to announce that it has acquired a 100 percent interest in the 3,052 acre ‘NEBA’ Copper-Gold Prospect in the Golden Triangle of British Columbia. This prospect borders Aben Resources Ltd (ABN.v). Aben recently announced on September 5th, 2017 “At Boundary, massive to semi-massive sulphide horizons were encountered in association with strong quartz carbonate veining and breccias. Sulphides within these packages are relatively enriched in chalcopyrite, a copper mineral that has shown a strong correlation with gold mineralization both on the Forrest Kerr Property and in several localities within the Golden Triangle...” This new prospect directly borders Aben’s Boundary zone.

James Nelson, President of Spearmint states, “We are very pleased to acquire this substantial claim block directly bordering Aben Resources. This new block is directly bordering Aben’s Boundary Zone located in the Golden Triangle of British Columbia. We have been aggressively expanding our acreage in the Golden Triangle as we feel that this area will be a global focus for Nickel-Gold-Copper institutional and retail investors. Spearmint now has 7 separate prospects within the Golden Triangle.”

Spearmint has recently acquired a 100-per-cent interest in four separate gold prospects located in the Golden Triangle gold district in British Columbia. These new prospects directly border GT Gold Corp’s (GTT.v) Tatogga Lake prospect. Spearmint also recently acquired 4,082 contiguous acres ‘EL North and EL North 2’ Nickel-Copper prospects bordering Garibaldi Resources Corp (GGI.v).

Spearmint Resources Inc. is a Canadian junior resource exploration company dedicated to the aggressive pursuit of world class mineral deposits. Spearmint’s current projects include three areas of focus on gold in British Columbia; the ‘Golden Triangle Gold Prospects’ comprising of four separate claim blocks totaling 4,095-acres bordering GT Gold Corp (GTT.v), the ‘Gold Mountain Prospects’ comprising of three separate claim blocks totaling 1,245-acres bordering Barkerville Gold Mines (BGM.v), and the 3,052 acre ‘NEBA Copper-Gold Prospect’ bordering Aben Resources Ltd (ABN.v). Spearmint’s 1,975 and 2,107 acre ‘EL North and EL North 2’ Nickel-Copper prospects in the Eskay Creek Camp border Garibaldi Resources Corp (GGI.v). Spearmint’s ‘Chibougamau Vanadium Prospects’ comprising of five separate claim blocks totaling 9,735-acres borders the vanadium deposit of BlackRock Metal’s (private) Ilmenite vanadium project, Vanadiumcorp Resource Inc. (VRB.v) and Vanadium One Energy Corp. (VONE.v). Spearmint’s portfolio of lithium projects include the ‘Clayton Valley Lithium

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