

\ 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

February 7, 2018, February 13, February 16, February 21, February 23, March 16, April 17, and April 26, 2018.

Item 3 News Release

All the news releases were disseminated through Stockwatch and News File, except for the February 16, 2018 news release was disseminated through Stockwatch and Market New.

Item 4 Summary of Material Change

On February 7, 2018, the Company announced that it had received a Notice of Intent to Drill from the State of Nevada Commission on Mineral Resources to drill its 100 percent owned Clayton Valley lithium prospect. On February 13, 2018, the Company announced that it had engaged Harris Exploration Drilling and Associates Inc. to drill the Clayton Valley Lithium Prospect. On February 16, 2018, the Company granted five million stock options at an exercise price of \$0.11 for a one year term. On February 21, 2018, the Company announced that the first drill program on its Lithium Project in the lithium basin in Clayton Valley, Nevada had commenced. On February 23, 2018, the Company that the first drill hole has been completed, reverse circulation hole, SMR-1, on the Clayton Valley Lithium Project. On March 16, 2018, the Company announced that the first phase of exploration drilling has been completed on the Clayton Valley Lithium Prospect. On April 17, 2018, the Company announced that it the first phase of exploration drilling on its Clayton Valley Lithium Prospect had intersected lithium as high as 1,670 ppm Li. On April 26, 2018, the Company it had increased its land holding on the “Why West” prospect in British Columbia.

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

May 7, 2018

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

February 7, 2018

Trading Symbol:

SRJ -- TSX Venture Exchange

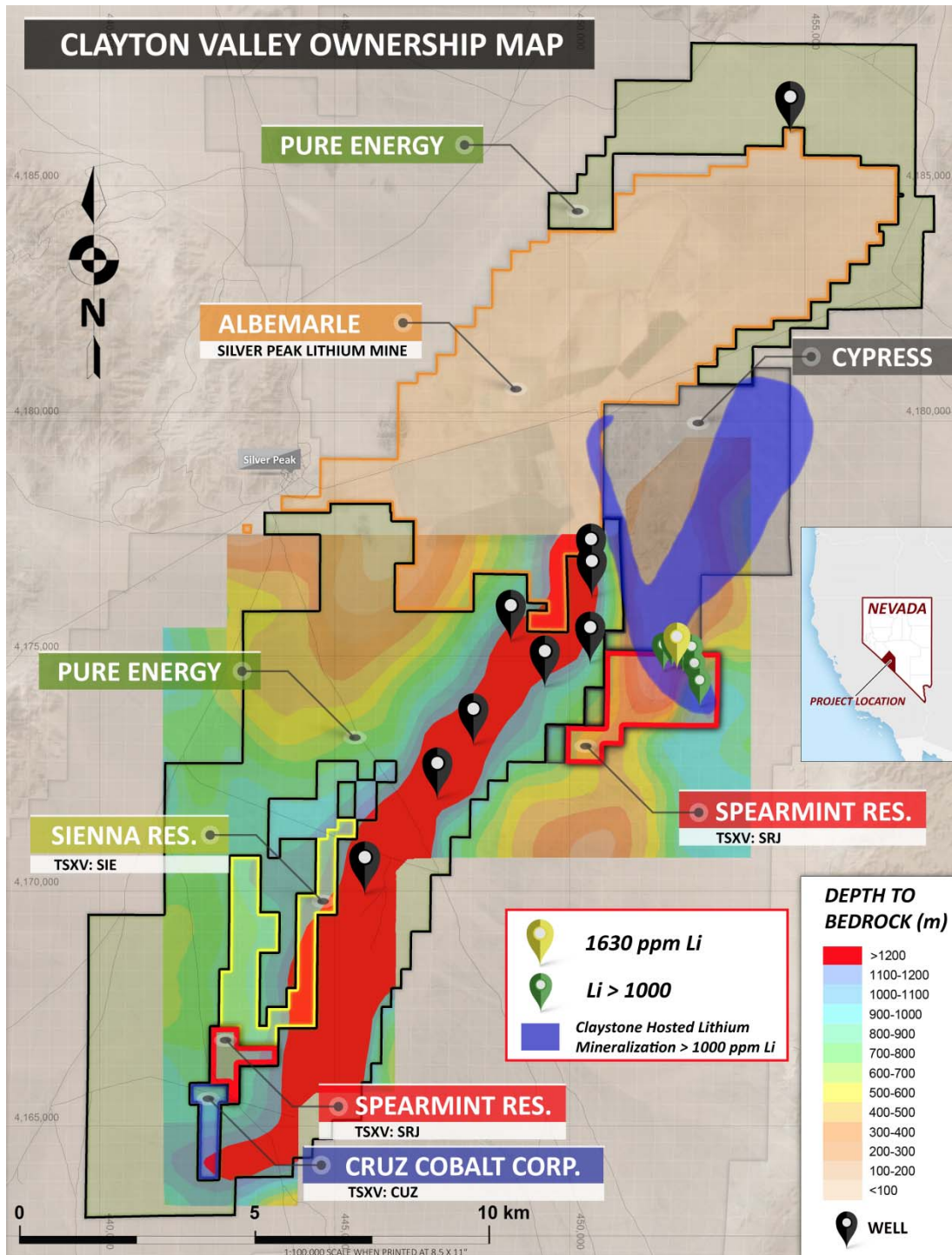
SPMTF -- USA

A2AHL5 -- FSE

Spearmint Receives Drill Permit for Nevada Lithium Drilling

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) (A2AHL5--FSE) is pleased to announce that it has received the NOI (Notice of Intent to Drill) from the State of Nevada Commission On Mineral Resources to drill it's 100 percent owned Clayton Valley lithium prospect.

James Nelson, President States, “Now that we have closed our financing we are able to commence operations on multiple projects. We are pleased that we have received the approval for our drilling in Clayton Valley for Lithium. We anticipate commencing work in the first quarter 2018.”



Spearmint's current projects include a portfolio of lithium prospects. The 'Clayton Valley Lithium Prospects' in Nevada comprise of two claim blocks totalling 800-acres bordering Pure Energy Minerals (PE.v) & Cypress Development Corp. (CYP.v). Spearmint also has 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' in the vicinity of Nemaska Lithium Inc. (NMX.t) & Critical Elements Corp. (CRE.v). Spearmint's 'Chibougamau Vanadium Prospects' comprise of five separate claim blocks totalling 9,735-acres bordering, or in the direct vicinity of, 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 current projects also 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 Prospect' bordering Aben Resources Ltd (ABN.v). Spearmint's 8,482 acre 'EL North' Nickel-Copper Prospect is a contiguous land package that includes the 'EL North, EL North 2 and the BUDDY claims' in the Eskay Creek Camp bordering Garibaldi Resources Corp (GGI.v). Spearmint's 1,500 acre 'WHY WEST' Magnesium project near Rossland, BC directly borders West High Yield Resources (WHY.v).

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

Contact Information

Tel: 1604646-6903

www.spearmintresources.ca

"James Nelson"

President

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**SPEARMINT RESOURCES INC.
Suite 1470 – 701 West Georgia Street
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February 13, 2018

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SRJ -- TSX Venture Exchange

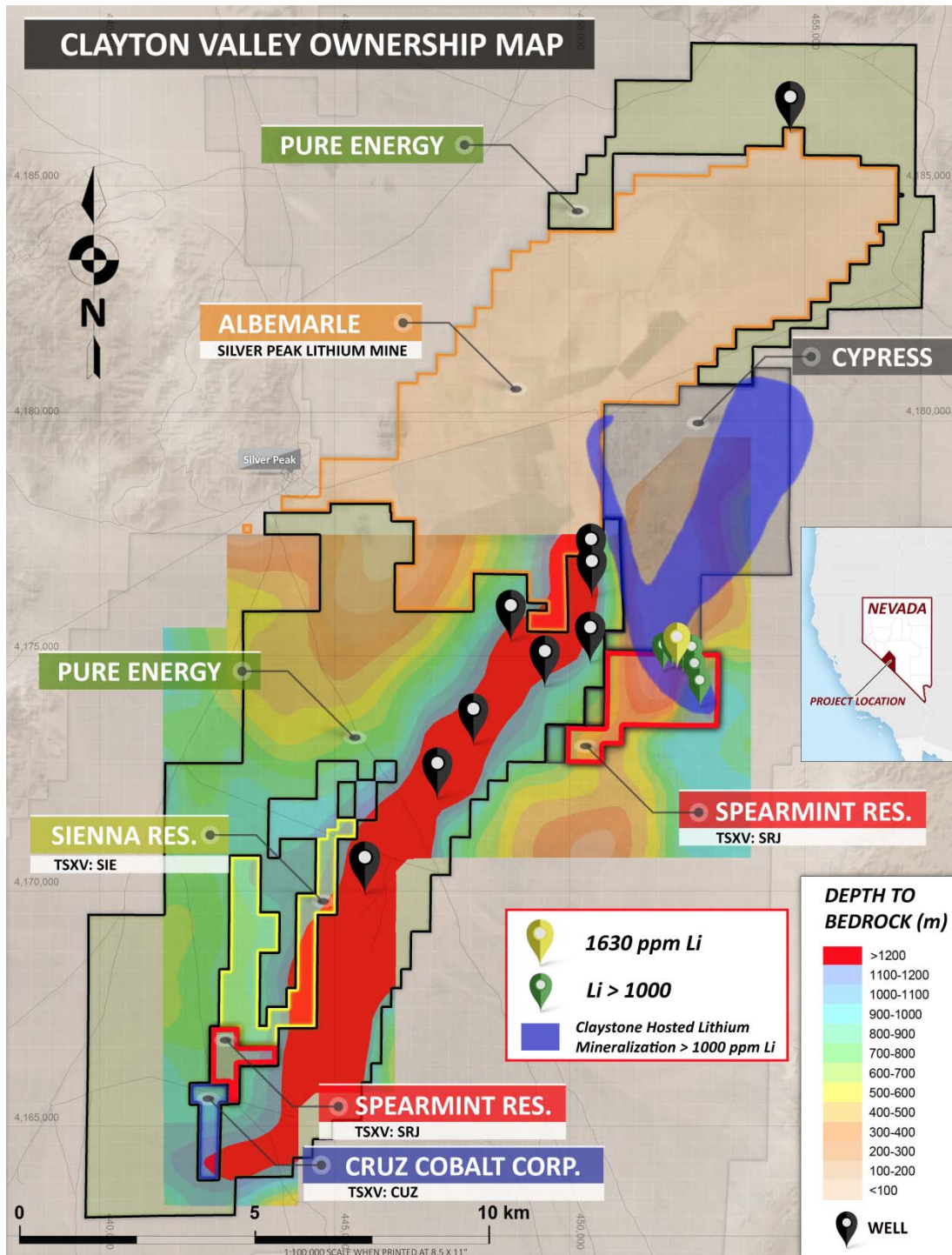
SPMTF -- USA

A2AHL5 -- FSE

SpearMint Contracts Experienced Drillers for Nevada Lithium Drilling

SpearMint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) (A2AHL5--FSE) is pleased to announce that it has engaged Harris Exploration Drilling and Associates Inc “Harris” to drill the Clayton Valley Lithium Prospect. Harris Drilling has extensive experience drilling in the Clayton Valley lithium clays and brines.

James Nelson, President States, “We are very pleased to have one of the top drillers in Clayton Valley on our team. Harris has drilled a significant amount of lithium wells in the past 5 years including wells for Lithium X (LIX-TSX.v), Pure Energy Minerals Ltd (PE—TSX.v) and Westwater Resources Inc. (WWR-NASD). We anticipate the commencement of the drilling shortly and look forward to this phase of corporate growth. Now that we have closed our financing we are able to commence operations on multiple projects.”



Spearmint's current projects include a portfolio of lithium prospects. The 'Clayton Valley Lithium Prospects' in Nevada comprise of two claim blocks totalling 800-acres bordering Pure Energy Minerals (PE.v) & Cypress Development Corp. (CYP.v). Spearmint also has 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' in the vicinity of Nemaska Lithium Inc. (NMX.t) & Critical Elements Corp. (CRE.v). Spearmint's 'Chibougamau Vanadium Prospects' comprise of five separate claim blocks totalling 9,735-acres bordering, or in the direct vicinity of, the vanadium deposit of BlackRock

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**SPEARMINT RESOURCES INC.
Suite 1470 – 701 West Georgia Street
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February 16, 2018

Trading Symbol:
SRJ -- TSX Venture Exchange
SPMTF -- USA
A2AHL5 -- FSE

Spearmint Update

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) (A2AHL5--FSE) has granted 5 million stock options at an exercise price of 11 cents. These options may be granted to directors, officers and consultants for a one-year term pursuant to its rolling stock option plan.

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**SPEARMINT RESOURCES INC.
Suite 1470 – 701 West Georgia Street
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February 21, 2018

Trading Symbol:

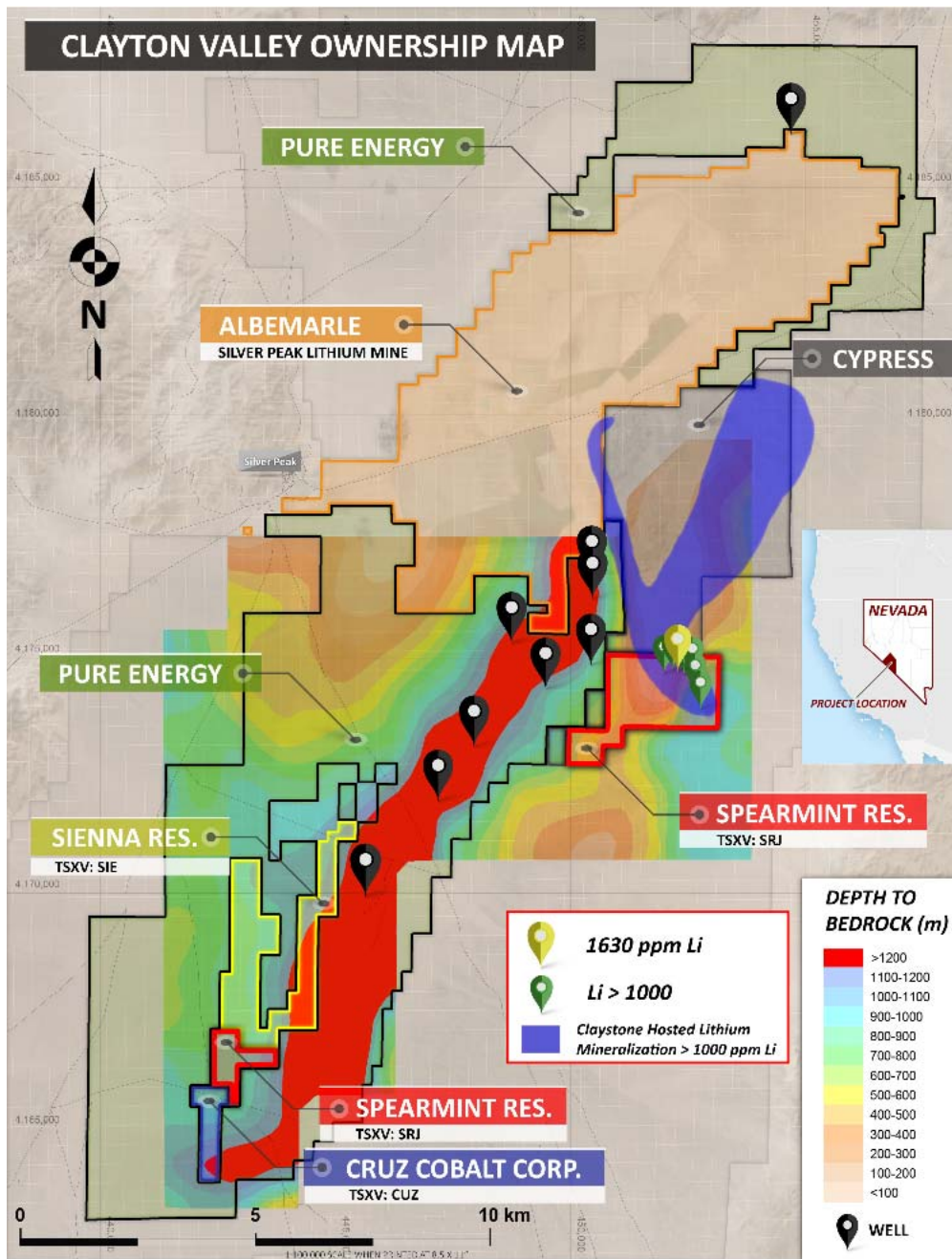
SRJ -- TSX Venture Exchange

SPMTF -- USA

A2AHL5 -- FSE

Spearmint Commences Lithium Drilling in Clayton Valley on both Brine and Clay Targets

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) (A2AHL5--FSE) is very pleased to announce that the first drill program on Spearmint's Lithium Project in the world-renowned lithium basin in Clayton Valley, Nevada has now commenced. The plan calls for 3 wells testing the green clay formation and 1 deep well testing the deep brine target located less than 1/2 mile east of a Pure Energy Minerals exploration hole that was completed as a production well.



James Nelson, President of Spearmint states, “We are very pleased to commence this multi-hole and multi-target lithium drill program. The Clayton Valley is home to the only brine deposit in production in North America and we are optimistic about being directly bordering this producing basin. The lithium market is seeing strong internal drivers such as the electric car battery growth and battery sector. This prospect is in the same state as the Tesla Gigafactory and we are drilling into the same basin that Tesla has an agreement for lithium with. We have just completed a financing so we are fully cashed up to undertake this initial drill program for lithium and we also expect to be active in Quebec for Vanadium and in the Golden Triangle of BC for potentially gold, nickel and magnesium. 2018 will be one of the most active years in recent history for Spearmint and we are very enthusiastic about what will transpire.”

Spearmint’s current projects include a portfolio of lithium prospects. The 'Clayton Valley Lithium Prospects' in Nevada comprise of two claim blocks totalling 800-acres bordering Pure Energy Minerals (PE.v) & Cypress Development Corp. (CYP.v). Spearmint also has three

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**SPEARMINT RESOURCES INC.
Suite 1470 – 701 West Georgia Street
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February 23, 2018

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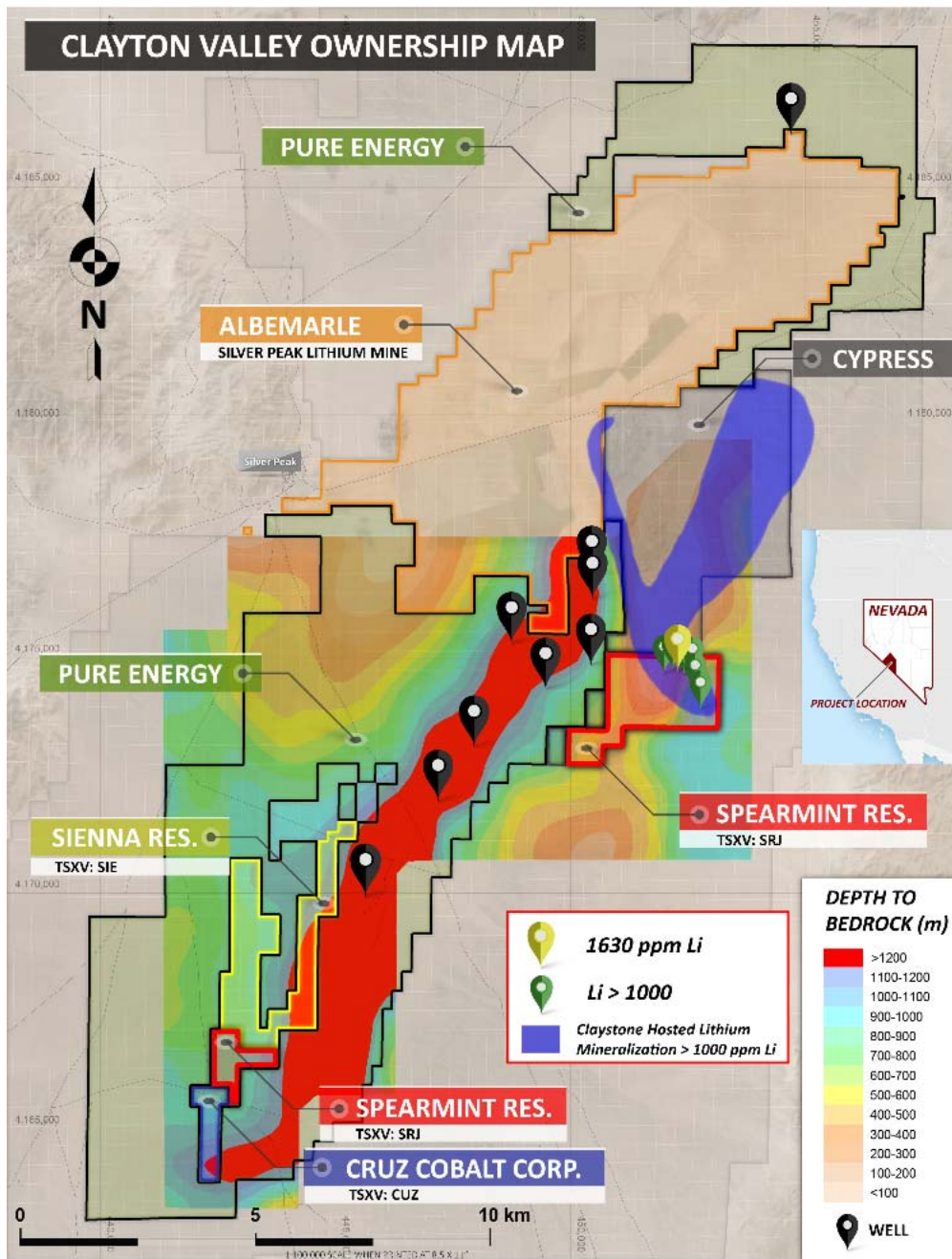
SPMTF -- USA

A2AHL5 -- FSE

Spearmint Intersects Targeted Clay Formation on its Clayton Valley Lithium Prospect

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) (A2AHL5--FSE) wishes to announce that the first drill hole has been completed, reverse circulation hole, SMR-1. The hole was TD'ed at 340 feet and penetrated a thick section, approximately 250 feet, of the targeted clay. Samples from SMR-1 were rushed to Reno for immediate assaying. Drilling now continues on hole 2. Spearmint's Lithium Project drilling calls for 3 wells testing the green clay formation and 1 deep well testing the deep brine target located less than 1/2 mile east of a Pure Energy Minerals exploration hole that was completed as a production well.

James Nelson, President of Spearmint states, “We are pleased that the first hole has intersected the targeted lithium bearing clays. We look forward to what the assay results will return and look forward to next 3 holes.”



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

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

March 16, 2018

Trading Symbol:

SRJ -- TSX Venture Exchange

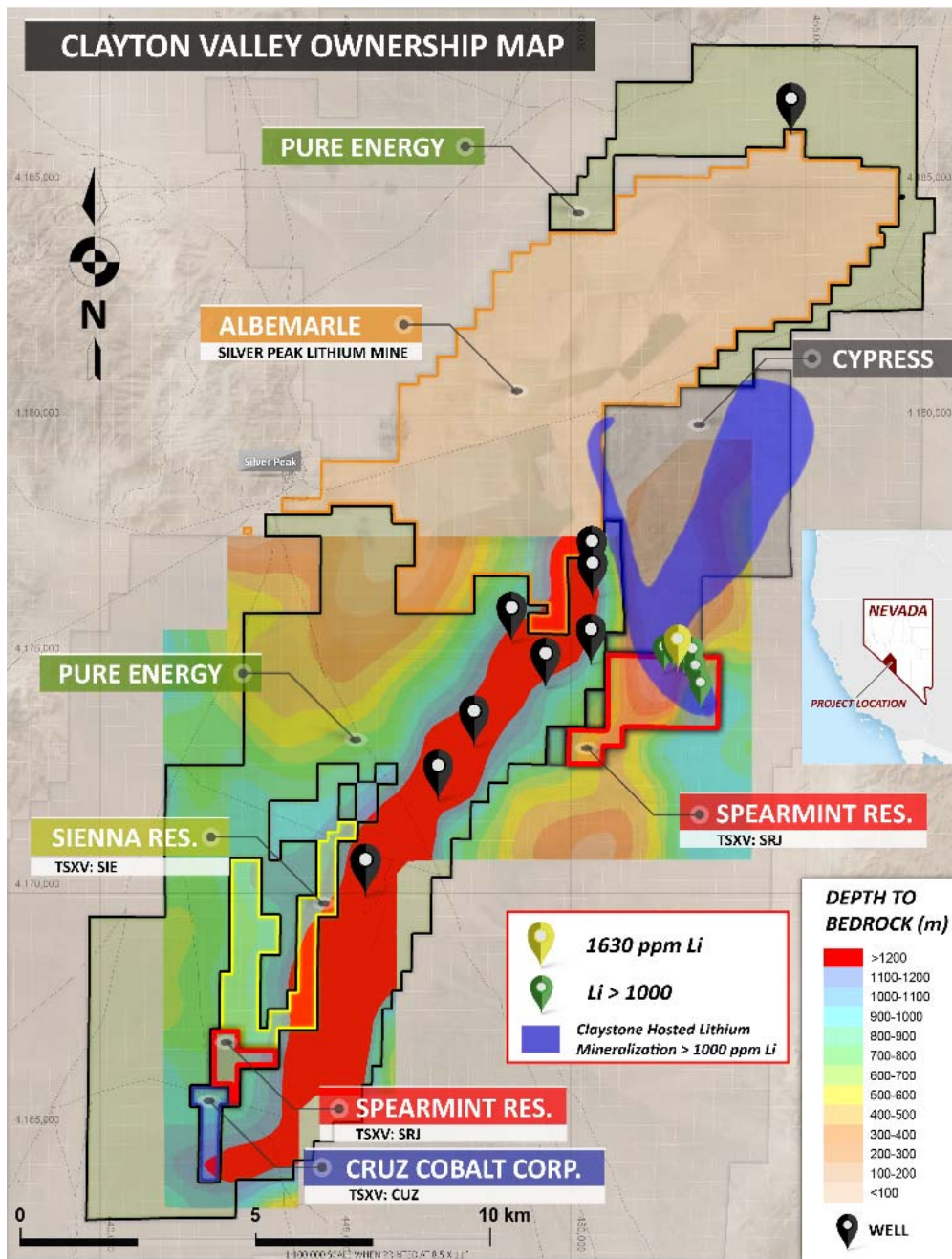
SPMTF -- USA

A2AHL5 -- FSE

**Spearmint Completes Drilling and Intersects Targeted Lithium Clay Formation on its
Clayton Valley Lithium Prospect**

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) (A2AHL5--FSE) wishes to announce that the first phase of exploration drilling has been completed on the Clayton Valley Lithium Prospect. Two 300 foot reverse circulation drill holes and one 300 foot core hole were successfully completed. These holes were designed to test an outcropping green clay that was previously sampled (March 13, 2017). All drill holes penetrated the lithium bearing green clay section that was targeted. The drill samples have been shipped to ALS labs in Reno and we are currently awaiting assay results. We anticipate results back shortly.

James Nelson, President of Spearmint states, “We are very pleased to have completed this first phase of the drill program. We encountered the targeted green clay in each hole and we eagerly anticipate the results from the lab. This area has been overlooked for Lithium bearing clay/mud hosted formations and we are looking forward to proving up the concept that management has laid out to fully evaluate this lithium asset. This property lies directly east of Albemarle’s Lithium mine. Please refer to the map.”



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

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April 17, 2018

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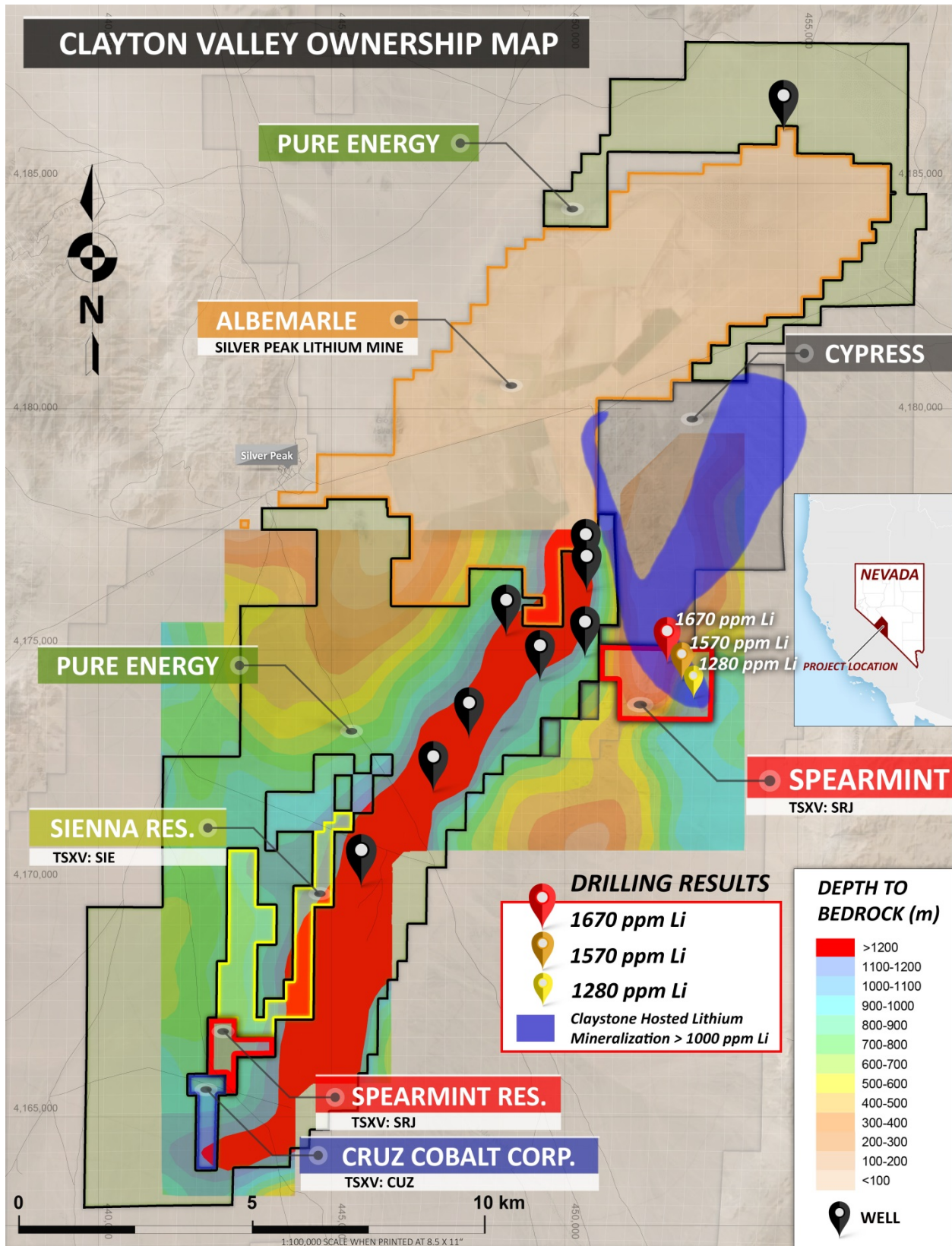
SRJ -- TSX Venture Exchange

SPMTF -- USA

A2AHL5 -- FSE

Spearmint Drills 1670 PPM Lithium on its Clayton Valley Lithium Prospect

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James Nelson, President of Spearmint states, “We are very pleased to have achieved strong lithium numbers on our first drill program. We are now planning a follow up work program to build on this project and to try and step out to build on the potential resource. This project is located in the Clayton Valley, home of the largest Lithium production in the USA and bordering Pure Energy Minerals Ltd (PE—Tsx.v) who have a lithium supply agreement with Tesla

(TSLA—Nasdaq). Lithium demand is extremely strong right now on the backs of the global explosion in the Electric Vehicle industry. We are very optimistic about what this project could mean to the future of Spearmint and eagerly look forward to what will transpire.”

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April 26, 2018

Trading Symbol:

SRJ -- TSX Venture Exchange

SPMTF -- USA

A2AHL5 -- FSE

Spearmint Significantly Expands its British Columbia Properties

Spearmint Resources Inc. (“SRJ” or the “Company”) (SRJ—TSX.V) (SPMTF—OTCBB) (A2AHL5--FSE) wishes to announce that it has increased its land holding on the “Why West” prospect in British Columbia. The Why West project is prospective for Magnesium and is located near Rossland, BC. This property now consists of approximately 10,300 acres.

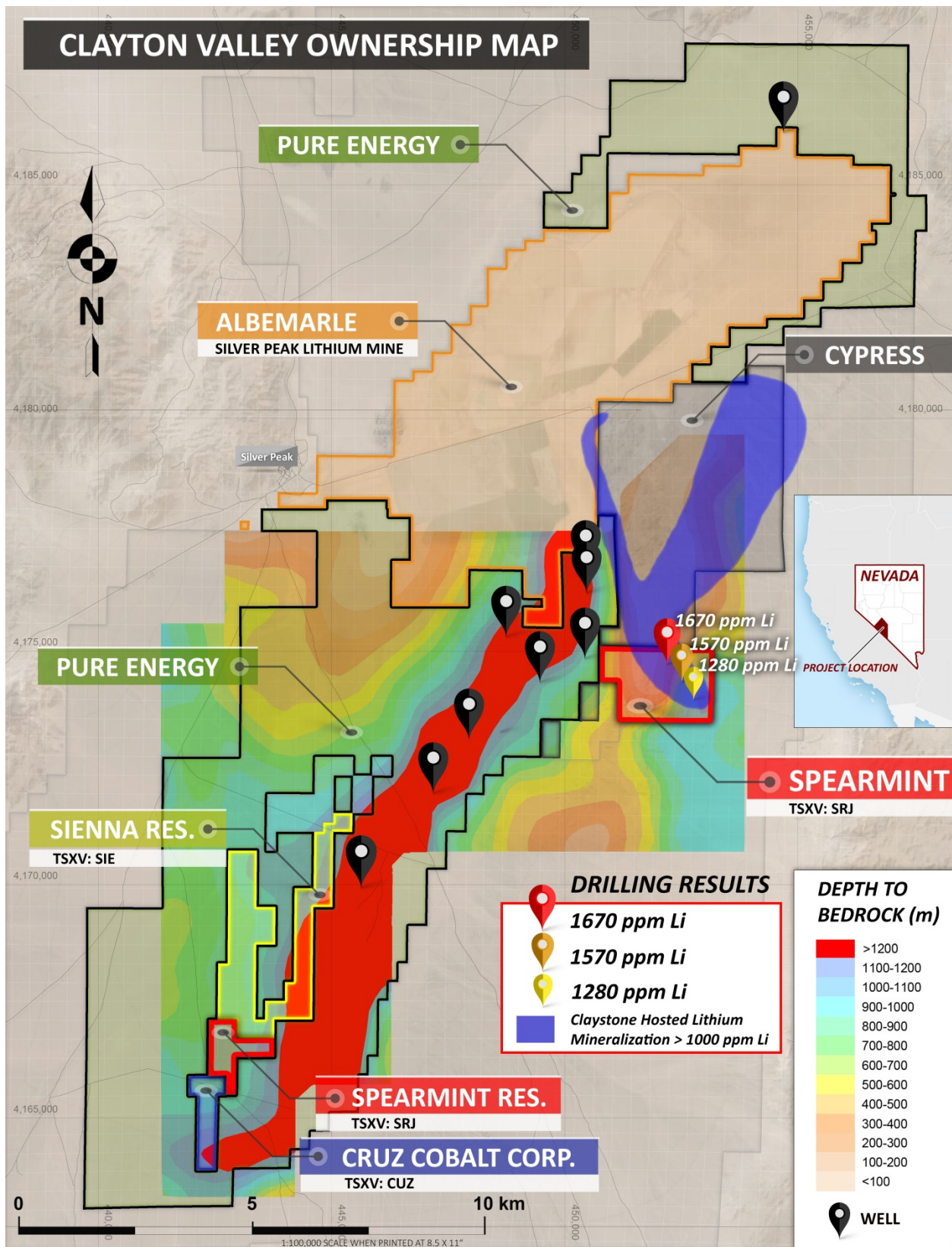
James Nelson, President of Spearmint states, “Adding this new acreage shows the commitment SRJ management has to growing the company. We recently saw strong numbers on our Clayton Valley lithium property drill program and anticipate further work being conducted shortly there. Furthermore, we are entering into a period where we expect to be active on our Golden Triangle properties and expect to see a flurry of activity from all the companies in the area. We have flow through money in the bank and plan to be very active in Canada as well as in Nevada.”

About Spearmint Resources

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

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