

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Spearmint Resources Inc. (the “Company”)
1470 - 701 West Georgia St.
PO Box 10112
Vancouver, BC V7Y 1C6

Item 2 Date of Material Change

October 9, 2018

Item 3 News Release

The news release was disseminated on October 9, 2018 through Newsfile.

Item 4 Summary of Material Change

On October 9, 2018, the Company announced that it has entered into a share purchase agreement to acquire a district size package consisting of 9 separate claim blocks totalling 28,293 acres. When closed, this new acreage will significantly expand Spearmint's foot print in the Golden Triangle of British Columbia.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See Item 4 above and the attached News 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

James Nelson, President, 604-646-6903

Item 9 Date of Report

October 10, 2018

Spearmint Enters Agreement to Acquire District Size Claims Package which will Significantly Expand its Footprint in the Golden Triangle of British Columbia

Vancouver, British Columbia--(Newsfile Corp. - October 9, 2018) - Spearmint Resources Inc. (CSE: SPMT) (OTC Pink: SPMTF) (FSE: A2AHL5) ("SPMT" or the "Company") wishes to announce that it has entered into a share purchase agreement to acquire a district size package consisting of 9 separate claim blocks totalling 28,293 acres. When closed, this new acreage will significantly expand Spearmint's foot print in the Golden Triangle of British Columbia.

James Nelson, President of Spearmint stated, "We are very pleased to be able to acquire such a substantial package of district size claims which significantly expands our footprint in the Golden Triangle of British Columbia. The Golden Triangle is one of the most legendary and prolific mining districts in the world. We currently have work programs ongoing on Spearmint's strategically located properties in the Golden Triangle, and operations about to get started on our Vanadium Prospects in Quebec. Therefore, Spearmint is coming into a very active period of work and news flow. We are working diligently to increase shareholder value and we are optimistic about the company's developments in the near and long term."

Upon closing, these new claims will increase the size of Spearmint's 'NEBA' property from 3,052 acres to 6,803 acres directly bordering Aben Resources Inc.'s Forest Kerr project in the Golden Triangle of BC. On August 9, 2018, Aben announced significant drill results over an interval of 38.7 grams per tonne gold over 10.0 metres, including 62.4 grams per tonne gold over 6.0 m, starting at 114 metres downhole. Spearmint's property is the closest of any company to the Forest Kerr discovery.

These new claims also expand the size of Spearmint's 'Golden Triangle' prospects from 4 claims consisting of 4,095 acres to now being 6 claims consisting of 9,157 acres. Some of these claims directly border GT Gold Corp.'s Saddle (Tatogga Lake) prospect which was the area of the impressive gold intercepts of 9.55 grams per tonne gold over 40.89 metres reported on September 4, 2018, and drill results of 430 m of 1.3 g/t AuEq at Saddle announced on September 10, 2018.

The size of Spearmint's 'El North' Nickel-Copper prospect has been expanded from 3 claims totalling 8,482 acres to 6 contiguous claims totalling 21,587 acres directly bordering Garibaldi Resources Corp.

About Spearmint Resources

Spearmint's current projects also include three areas of focus on gold in British Columbia; the 'Golden Triangle Gold Prospects' comprising of 6 claims consisting of 9,157 acres bordering GT Gold Corp, the 'Gold Mountain Prospects' comprising of three separate claim blocks totaling 1,245-acres bordering Barkerville Gold Mines, and the 920 acre 'NEBA West' and 6,803 acre 'NEBA' Prospect bordering Aben Resources Ltd. Spearmint's 21,587 acre 'EL North' Nickel-Copper Prospect is a contiguous land package of 6 claims in the Eskay Creek Camp bordering Garibaldi Resources Corp. Spearmint's 16,662 acre 'WHY WEST' Magnesium project consists of 6 claims near Rossland, BC.

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 & Cypress Development Corp.

Spearmint's 'Chibougamau Vanadium Prospects' comprise of four 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 and Vanadium One Energy Corp.

Greg Thomson, PGeo and qualified person has reviewed this news release and approved the content. The terms of this agreement call for the Company to enter into a share purchase agreement with the shareholders of an arm's length private corporation which holds a 100% interest in the 9 mineral claims. On the closing of the agreement, Spearmint will acquire all of the issued and outstanding shares of the private company in consideration for the issuance of eighteen million shares to the private company shareholders according to the terms of the Canadian Securities Exchange.

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

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www.spearmintresources.ca

"James Nelson"
President
Spearmint Resources Inc.

Forward-Looking Statements

This press release contains forward-looking information or forward-looking statements (collectively "forward-looking information") within the meaning of applicable securities laws. Forward-looking information is typically identified by words such as: "believe", "expect", "anticipate", "intend", "estimate", "potentially" and similar expressions, or are those, which, by their nature, refer to future events. The Company cautions investors that any forward-looking information provided by the

Company is not a guarantee of future results or performance, and that actual results may differ materially from those in forward-looking information as a result of various factors. The reader is referred to the Company's public filings for a more complete discussion of such risk factors and their potential effects which may be accessed through the Company's profile on SEDAR at www.sedar.com.