

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

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

Item 2 Date of Material Change

October 19, 2018

Item 3 News Release

The news release was disseminated through News File and Stockwatch.

Item 4 Summary of Material Change

On October 19, 2018, the Company announced that it acquired the “Safari Prospect”, a district size claims package consisting of 9,007 contiguous acres located in the northern Quesnel Trough in north-central British Columbia. The claims were staked via MTOline.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See 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, Corporate Secretary
Tel: 604-646-6903

Item 9 Date of Report

October 19, 2018



SPEARMINT RESOURCES INC.
1470 - 701 West Georgia St.
Vancouver BC V7Y 1C6

SpearMint Acquires District Size Copper-Gold Project Bordering Serengeti Resources Inc. in British Columbia

Vancouver, British Columbia—(Newsfile Corp. - October 19, 2018) - SpearMint Resources Inc. (CSE: SPMT) (OTC Pink: SPMTF) (FSE: A2AHL5) (the “Company”) is pleased to announce that it has acquired the “Safari Prospect”, a district size claims package consisting of 9,007 contiguous acres located in the northern Quesnel Trough in north-central British Columbia. The Quesnel Trough hosts numerous porphyry copper-gold deposits and are accessible by road from the city of Fort St. James, British Columbia. These new claims directly border Serengeti Resources Inc.’s (SIR.v) Kwanika project. On Oct. 18, 2018 Serengeti Resources Inc. announced impressive drill result intercepts over 514 metres of 0.64% CU, 0.80G/T AU (2.15 G/T AU EQ), including 168 metres of 0.81% CU, 1.71 G/T AU (3.42 G/T AU EQ). These outstanding results are from the first two holes of Serengeti’s 2018 drill program at Kwanika.

Recently, Mr. David Stadnyk joined the Company as a consultant. Mr. Stadnyk has more than 30 years of experience as a leader in the public company space and has successfully initiated equity capital financing efforts in excess of \$500-million. As an entrepreneur, he has founded both private and public companies including Patch Oil Sands, Pharmaxis, Eurpraxia Pharmaceuticals, Supreme Cannabis Company (FIRE--TSX.v), 1933 Industries Inc (Friday Night Inc. TGIF--CSE), M Pharmaceutical Inc., Arsenal Energy and is a senior adviser to the Weekend Unlimited Inc (YOLO-CSE) among others.

James Nelson, President of SpearMint, stated “We are very pleased to be able to acquire this district size prospect bordering Serengeti Resources Inc. who yesterday announced a major new copper-gold discovery. Management is formulating work programs for this new prospect right away as well as being active on our gold properties bordering GT Gold in the golden triangle of BC, and planning to become

active on our Quebec Vanadium properties shortly. Recently, the Company has also engaged a new IR specialist to increase investor awareness as we enter this exciting time period.”

About Spearmint Resources

Spearmint's current projects include a portfolio of gold prospects in British Columbia; the ‘Golden Triangle Gold Prospects’ comprising of six separate claims blocks totalling 9,157 acres bordering GT Gold Corp (GTT.v), the ‘Gold Mountain Prospects’ comprising of three separate claim blocks totalling 1,245 acres bordering Barkerville Gold Mines (BGM.v), and the 920 acre ‘NEBA West’ & 6,803 acre ‘NEBA’ Copper-Gold Prospects bordering Aben Resources Ltd (ABN.v). Spearmint’s 21,587 acre ‘EL North’ Nickel-Copper Prospect is a contiguous land package of six claims in the Eskay Creek Camp bordering Garibaldi Resources Corp (GGI.v). Spearmint’s 16,662 acre ‘WHY WEST’ Magnesium project consists of six claims near Rossland, BC.

Spearmint’s other projects include the ‘Clayton Valley Lithium Prospects’ in Nevada comprising of two claim blocks totalling 800 acres bordering Pure Energy Minerals (PE.v) & Cypress Development Corp. (CYP.v) and Spearmint’s ‘Chibougamau Vanadium Prospects’ comprising of four separate claim blocks totaling 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. (VONE.v). This new prospect was acquired via MTOline.

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

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](http://www.sedar.com).