

**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**

November 1 & 5, 2018

**Item 3 News Release**

The news release was disseminated through News File and Stockwatch.

**Item 4 Summary of Material Change**

On November 1, 2018, the Company announced that it acquired the ‘Hammernose’ Gold Prospect consisting of 5,140 acres directly bordering the strategic alliance between Westhaven Ventures Inc. (WHN.V) and Sable Resource Ltd. (SAE.V) in the Spences Bridge gold belt (SBGB) located in Southern British Columbia, Canada. The claims were staked via MTOline. On November 5, 2018, the Company announced it had commenced operations on the Chibougamau Vanadium Property in Quebec.

**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**

November 5, 2018



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

**SpearMint Acquires the Hammernose Gold Prospect in British Columbia Bordering the Strategic Alliance Between Westhaven Ventures Inc. & Sable Resources Ltd.**

**Vancouver, British Columbia—(Newsfile Corp. – November 1, 2018) - SpearMint Resources Inc. (CSE: SPMT) (OTC Pink: SPMTF) (FSE: A2AHL5) (the “Company”)** is pleased to announce that it has acquired the ‘Hammernose’ Gold Prospect consisting of 5,140 acres directly bordering the strategic alliance between Westhaven Ventures Inc. (WHN.V) and Sable Resource Ltd. (SAE.V) in the Spences Bridge gold belt (SBGB) located in Southern British Columbia, Canada.

On October 2, 2018, Westhaven released high-grade drill results at its Shovelnose project intersecting 1.65 metres of 175 grams per tonne gold and 249 g/t silver, and recognition of visible gold in five drill holes. On Oct. 31, 2018, Westhaven reported high-grade drill results of 46.20 metres (m) of 8.95 g/t gold (Au) and 65.47 g/t silver (Ag), including 5.00m of 14.70 g/t Au and 215.00 g/t Ag at Shovelnose.

According to Sable Resources Ltd. (News release Oct. 16, 2018), the SBGB is a 200-kilometre-long-by-30-kilometre-wide emerging low-sulphidation epithermal gold belt that is believed to be highly prospective and underexplored. Interpreted to be a failed cretaceous rift basin, Sable believes the belt is prospective for Fruta del Norte style high-grade epithermal mineralization. It is close to major transportation routes and infrastructure allowing for cost-effective exploration. The SBGB is a 110-kilometre northwest-trending belt of intermediate to felsic volcanic rocks dominated by the Cretaceous Spences Bridge group.

James Nelson, President of Spearmint, stated “We are inspired by the recent success of Westhaven resources Inc.’s high-grade drill results in the Spences Bridge gold belt and are pleased to add the Hammernose prospect to Spearmint’s portfolio of projects. With the recent acquisition of a district size prospect bordering Serengeti Resources Inc. (SIR.V), in addition to ongoing activity on our gold properties bordering GT Gold in the golden triangle of BC, and the fact we are about to begin work programs on our Vanadium property in Quebec, we expect to be very active throughout the remainder of 2018 and heading into 2019. Spearmint has also recently engaged a new IR specialist to increase investor awareness as we enter this exciting time period.”

### **About Spearmint Resources**

Spearmint’s current projects include the ‘Chibougamau Vanadium Prospects’ comprising 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. (VONE.v) and Spearmint’s ‘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)

Spearmint's current projects also include a portfolio of prospects in the Golden Triangle of British Columbia; the ‘Golden Triangle Gold Prospects’ comprising of six separate claims blocks totalling 9,157 acres bordering GT Gold Corp (GTT.v), the 920 acre ‘NEBA West’ & 6,803 acre ‘NEBA’ Gold-Copper Prospects bordering Aben Resources Ltd (ABN.v), the ‘Henry’ Gold-Copper Prospect consisting of two contiguous claim blocks totalling 1,989 acres in the direct vicinity of Golden Ridge Resources Ltd. (GLDN.v), and the 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 other projects in British Columbia include the ‘Gold Mountain Prospects’ comprising of three separate claim blocks totalling 1,245 acres bordering Barkerville Gold Mines (BGM.v), Spearmint’s 16,662 acre ‘WHY WEST’ Magnesium project consisting of six claims near Rossland, BC, and the ‘Safari’ Copper-Gold Prospect consisting of 9,007 contiguous acres located in the northern Quesnel Trough in north-central BC directly bordering Serengeti Resources Inc. (SIR.v). This prospect was acquired via MTOonline.

Greg Thomson, PGeo and qualified technical person has reviewed this news release and approved the content.

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.

*The CSE has not reviewed and does not accept responsibility for the adequacy or accuracy of the content of this release.*



**SPEARMINT**  
**RESOURCES INC.**

**SPMT-CSE SPMTF-USA A2AHL5-GER**

**SPEARMINT RESOURCES INC.**

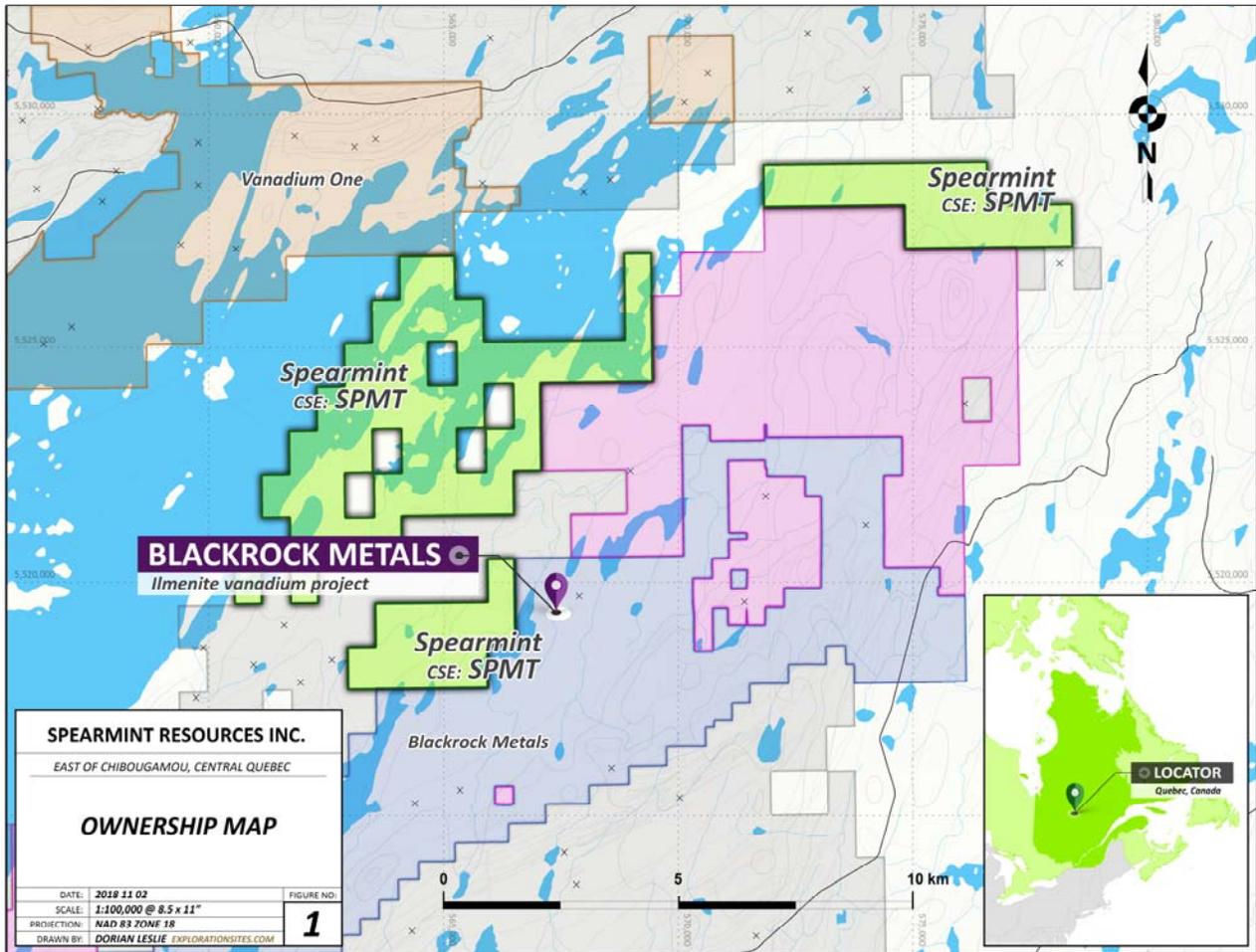
1470 - 701 West Georgia St.

Vancouver BC V7Y 1C6

**Spearmint Commences Operations on its Chibougamau Vanadium Prospects in Quebec**

**Vancouver, British Columbia—(Newsfile Corp. – November 5, 2018) - Spearmint Resources Inc. (CSE: SPMT) (OTC Pink: SPMTF) (FSE: A2AHL5) (the “Company”)** is pleased to announce that it has commenced operations on its Chibougamau Vanadium Prospects located in Quebec. Spearmint’s Vanadium prospects border, or are in the direct vicinity of the vanadium deposit of BlackRock Metal’s (private) Ilmenite vanadium project and Vanadium One Energy Corp.’s (VONE.v) Mont Sorcier vanadium project. Vanadium has garnered significant market attention recently as the use of vanadium in battery storage is gaining momentum and Spearmint is very pleased to maintain a significant footprint in one of Canada’s best-known vanadium districts. Vanadium has been the best performing battery metal

over the past two years going from under \$5 USD per pound to recently reaching an all-time high of over \$33 USD per pound. On August 21, 2018, the Government of Quebec announced a \$248-million investment in the BlackRock Metals Vanadium Project and the development of the Grande-Anse sector with the total project representing investments valued at nearly \$1.3 billion and will create more than 800 jobs during the construction of the mine and mill. (Source: News Release from Office of the Deputy Prime Minister, Minister of the Economy, Science and Innovation and Minister responsible for the Digital Agenda, August 21, 2018, 09:30 EST.)



James Nelson, President of Spearmint, stated “As the Vanadium price-per-pound continues to reach all-time highs, recently breaking over \$33USD per pound, we are very excited to begin phase one work programs on our Chibougamau Vanadium prospects in Quebec bordering Blackrock Metals and Vanadium One Energy Corp. (VONE.v). In addition to ongoing activity on our gold properties bordering GT Gold Corp. (GTT.v) in the golden triangle of BC, Spearmint has also recently acquired the Hammernose Gold Prospect bordering the strategic alliance between Westhaven Ventures Inc. (WHN.v) & Sable Resources Ltd. (SAE.v) and a district size prospect bordering Serengeti Resources Inc. (SIR.v) in BC. With ongoing work programs and the recent addition of an IR specialist to increase investor awareness, we expect to be very active throughout the remainder of 2018 and heading into 2019.”

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