

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

June 24, July 10 & July 14, 2020

Item 3 News Release

The news release was disseminated through News File and Stockwatch.

Item 4 Summary of Material Change

On June 24, 2020, the Company announced it expanded the Perron-East Gold Prospects to approximately 10,910 acres consisting of 6 mineral claim blocks located in the Abitibi greenstone belt of northwestern Quebec. These new claims were acquired via Gestim. On July 10, 2020, the Company announced that it increased its acreage on the ‘Hammernose’ Gold Project which now consists of 8,685 acres directly bordering Westhaven Ventures Inc.’s (WHN.v) Shovelnose Gold Property, in the Spences Bridge Gold Belt (SBGB) located in Southern British Columbia, Canada. On July 14, 2020, the Company announced that it commenced a work program on the ‘Hammernose’ Gold Project consisting of 8,685 acres directly bordering Westhaven Gold Corp.’s (WHN.v) Shovelnose Property in the Spences Bridge Gold Belt (SBGB) located in Southern British Columbia, Canada.

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

July 15, 2020



SPEARMINT
RESOURCES INC.

SPMT-CSE SPMTF-USA A2AHL5-GER

SPEARMINT RESOURCES INC.

1470 - 701 West Georgia St.

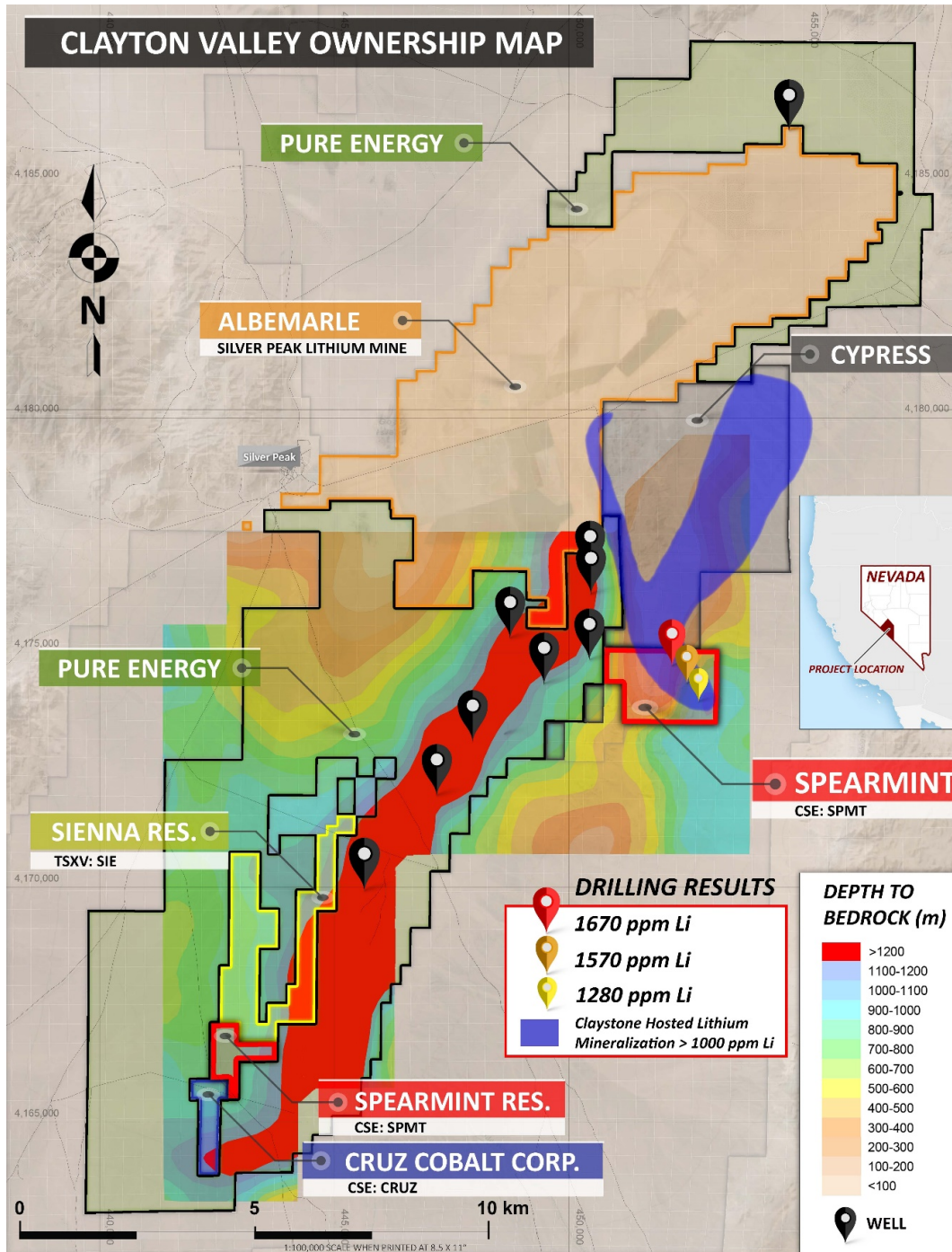
Vancouver BC V7Y 1C6

SpearMint Adds to its Perron-East Gold Project in Quebec

June 24, 2020 - SpearMint Resources Inc. (CSE: SPMT) (OTC Pink: SPMTF) (FSE: A2AHL5) (the “Company”) is pleased to announce that it has expanded the Perron-East Gold Prospects to approximately 10,910 acres consisting of 6 mineral claim blocks located in the Abitibi greenstone belt of northwestern Quebec. These new claims are situated in the direct vicinity of Amex Exploration Inc.’s (AMX.v) Perron property and past-producing Normetal mine. Amex recently announced (June 19, 2020) a 200,000-metre drill program. These newly acquired Perron-East Gold Prospects cover prospective ground for orogenic gold and polymetallic VMS-(volcanogenic massive sulphide)-style mineralization in a region well known for its gold occurrences and historical production. “Management cautions that past results or discoveries on properties in proximity to SpearMint may not necessarily be indicative to the presence of mineralization on the Company’s properties”

Spearmint Resources Inc. also previously announced (June 19, 2020) that the Company is formulating plans for lithium in Nevada. Spearmint has two separate claim blocks in Nevada that are prospective for lithium known as the Elon property (Brine) and the McGee property (Clay) which cover an aggregate area of 1,160 acres. Exploration drilling had been completed (announced April 17, 2018) on its Clayton Valley Lithium Projects (McGee property) and has intersected lithium as high as 1,670 ppm Li. The three holes drilled into the clay formation all intersected lithium. Hole 1 had a range of 1670-396 ppm Li over 270 feet averaging 835 ppm Li, including 35 feet averaging 1,140 ppm Li. Hole 2 had a range of 1570-250 ppm Li averaging 642 ppm Li over 220 feet including 20 feet of 925 ppm Li. Hole 3 had a range of 1280-429 ppm Li averaging 772 ppm Li over 195 feet including 998 ppm Li over 20 feet.

James Nelson, President of Spearmint, stated "The acquisition of this strategic new acreage adds a key piece to our Perron-East project. The spot price of gold has been steadily rising and the general sentiment towards the exploration market has been increasingly positive. We have flow through funds on hand and are excited to begin work on the claims package. We also look forward to getting back to work on our lithium in Clayton Valley. There has been an incredibly positive trend in the lithium space recently, especially in Nevada, and we have previously had drilling success on our McGee clay formation project (refer to map) bordering Cypress Development Corp. (CYP-TSX.v)."



Mr. Greg Thomson, P.Geo., a director of Spearmint and a Qualified Person as defined by National Instrument 43-101 has reviewed and approved the scientific and technical disclosure contained within this news release. These new claims were acquired via Gestim.

About Spearmint Resources

Spearmint's current projects include the 'Clayton Valley Lithium Prospects' in Nevada comprising of two claim blocks totaling 1,160 acres bordering Pure Energy Minerals (PE.v) & Cypress Development Corp. (CYP.v) where Spearmint's drill results have intersected Lithium values as high as 1670 ppm Li; the 'Escape Lake North' PGM Project in Ontario consisting of ~4,000 contiguous acres directly bordering Clean Air Metals Inc. (AIR.v); the Case Lake South Cesium Prospect in Ontario consisting of ~5,000 contiguous acres directly bordering Power Metals Corp.'s (PWM.v) Case Lake Cesium Property; the River Valley East Platinum-Palladium Prospect in Ontario consisting of approximately 4,700 contiguous acres directly bordering New Age Metals (NAM:CSE) flagship River Valley Platinum Group Metals (PGM) project; the Carscallen West Gold Project in Ontario consisting of a ~2500 contiguous acres in the direct vicinity to Melkior Resources Inc. (MKR.v); the Perron-East Gold Prospects consisting of 5 mineral claim blocks covering ~10,910 acres located in the Abitibi greenstone belt of northwestern Quebec in the direct vicinity of Amex Exploration Inc.'s (AMX.v) Perron property and past-producing Normetal mine; and the 'Chibougamau Vanadium Prospect' comprising of 15,493 contiguous acres directly bordering the vanadium deposit of BlackRock Metal's (private) Ilmenite vanadium project.

Spearmint's current projects also include a portfolio of prospects in the Golden Triangle of British Columbia; the 'Golden Triangle Gold Prospects' comprising of five separate claims blocks totaling 8,265 acres bordering GT Gold Corp (GTT.v), the 6,805 acre 'NEBA' Gold-Copper Prospects bordering Aben Resources Ltd (ABN.v), and the 'EL North' Nickel-Copper Prospect is a contiguous land package of 1,053 acres in the Eskay Creek Camp bordering Garibaldi Resources Corp (GGI.v), as well as the recent acquisition of the 4,980 acre 'Prickle' property bordering Brixton Metals Corp. (BBB.V).

Spearmint's other projects in British Columbia include the 'Safari' Copper-Gold Prospect consisting of 9,007 contiguous acres located in the northern Quesnel Trough in North-Central BC, and the 'Hammernose' Gold Prospect consisting of 5,910 acres directly bordering the strategic alliance between Westhaven Resources Inc. (WHN.v) & Sable Resource Ltd. (SAE.v) in the Spences Bridge gold belt located in Southern British Columbia, Canada.

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.

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



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Spearmint Increases Acreage of Hammernose Gold Project in the Spences Bridge Gold Belt of BC

July 10, 2020 - Spearmint Resources Inc. (CSE: SPMT) (OTC Pink: SPMTF) (FSE: A2AHL5) (the “Company”) is pleased to announce that it has increased its acreage on the ‘Hammernose’ Gold Project which now consists of 8,685 acres directly bordering Westhaven Ventures Inc.’s (WHN.v) Shovelnose Gold Property, in the Spences Bridge Gold Belt (SBGB) located in Southern British Columbia, Canada. The Hammernose

Gold Project is situated off a major highway, in close proximity to power, rail, large producing mines, and within commuting distance from the city of Merritt. Yesterday, on July 9, 2020, Westhaven announced drill results that returned 34.00 metres (m) of 1.21 g/t gold (Au) and 3.68 g/t silver (Ag), including: 1.00m of 15.70 g/t Au and 77.50 g/t Ag within 200m of surface at Shovelnose. Management cautions that past results or discoveries on properties in proximity to Spearmint may not necessarily be indicative to the presence of mineralization on the Company's properties.

James Nelson, President of Spearmint, stated "We are very pleased to be able to significantly increase our landholdings directly bordering the discovery made by Westhaven Resources Inc. With the recent appreciation in the price of gold and a reenergized junior mining sector, management is optimistic regarding 2020 and plan to be active throughout the rest of the summer."

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Mr. Greg Thomson, P.Geo., a director of Spearmint and a Qualified Person as defined by National Instrument 43-101 has reviewed and approved the scientific and technical disclosure contained within this news release. This new acreage was acquired via Mtonline.

About Spearmint Resources

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mineral claim blocks covering ~10,910 acres located in the Abitibi greenstone belt of northwestern Quebec in the direct vicinity of Amex Exploration Inc.'s (AMX.v) Perron property and past-producing Normetal mine; and the 'Chibougamau Vanadium Prospect' comprising of 15,493 contiguous acres directly bordering the vanadium deposit of BlackRock Metal's (private) Ilmenite vanadium project.

Spearmint's current projects also include a portfolio of prospects in the Golden Triangle of British Columbia; the 'Golden Triangle Gold Prospects' comprising of five separate claims blocks totaling 8,265 acres bordering GT Gold Corp (GTT.v), the 6,805 acre 'NEBA' Gold-Copper Prospects bordering Aben Resources Ltd (ABN.v), and the 'EL North' Nickel-Copper Prospect is a contiguous land package of 1,053 acres in the Eskay Creek Camp bordering Garibaldi Resources Corp (GGI.v), as well as the recent acquisition of the 4,980 acre 'Prickle' property bordering Brixton Metals Corp. (BBB.V).

Spearmint's other projects in British Columbia include the 'Safari' Copper-Gold Prospect consisting of 9,007 contiguous acres located in the northern Quesnel Trough in North-Central BC, and the 'Hammernose' Gold Prospect consisting of 8,685 acres directly bordering Westhaven Ventures Inc.'s (WHN.v) Shovelnose Gold Property in the Spences Bridge gold belt located in Southern British Columbia, Canada.

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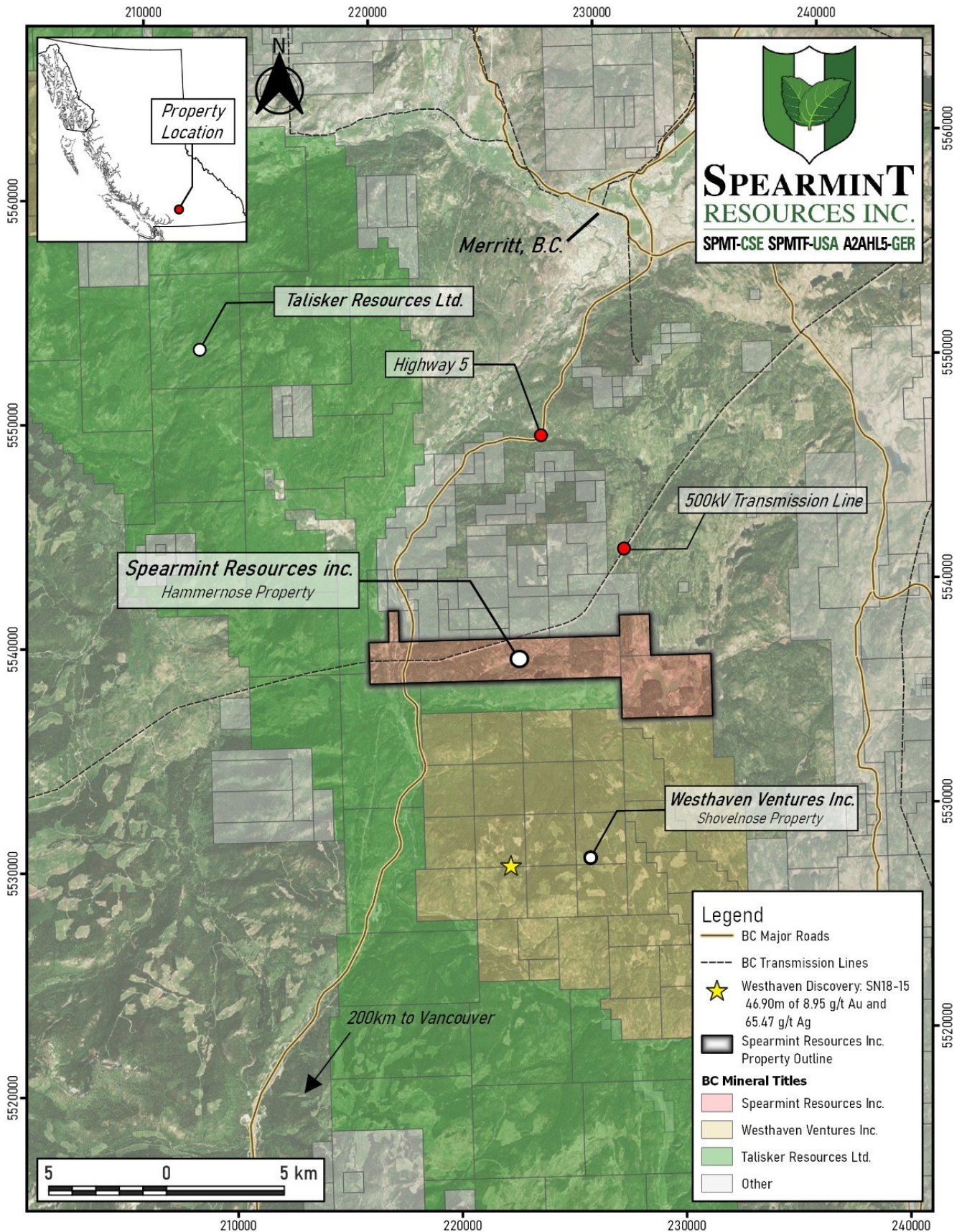
SPEARMINT RESOURCES INC.
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**SpearMint Commences Operations on Hammernose Gold Project in the Spences
Bridge Gold Belt of British Columbia**

July 14, 2020 - SpearMint Resources Inc. (CSE: SPMT) (OTC Pink: SPMTF) (FSE: A2AHL5) (the “Company”) is pleased to announce that it has commenced a work program on the ‘Hammernose’ Gold Project consisting of 8,685 acres directly bordering Westhaven Gold Corp.’s (WHN.v) Shovelnose Property in the Spences Bridge Gold Belt (SBGB) located in Southern British Columbia, Canada. Rio Minerals Limited has been engaged to commence work immediately on the “Hammernose Gold Project.” On July 9, 2020, Westhaven announced drill results that returned 34.00 metres (m) of 1.21 g/t gold (Au) and 3.68 g/t silver (Ag), including: 1.00m of 15.70 g/t Au and 77.50 g/t Ag within 200m of surface at Shovelnose. Management cautions that past results or discoveries on properties in proximity to SpearMint may not necessarily be indicative to the presence of mineralization on the Company’s properties.

James Nelson, President of SpearMint, stated "We are extremely excited to get started on phase two of the work program on our Hammernose project where we had positive gold and copper indicators on last year’s program. We were able to outline several areas of anomalous stream sediments and these targets will be our main focus with the goal of defining the highest priority drill targets. We will also spotlight the newly acquired

acreage directly bordering Westhaven with strategic sampling and ground truthing. We have witnessed an uptrend in gold and copper trading near multi-year highs and we're excited to start work on multiple projects in our portfolio in the coming weeks and months.”



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