

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

September 23, 28 & 30, 2020

Item 3 News Release

The news releases were disseminated through News File and Stockwatch.

Item 4 Summary of Material Change

On September 23, 2020, the Company announced it engaged StoneBridge Partners LLC to provide Investor Relations services over a three-month marketing contract for a total of \$19,500 USD. The Company also sold 1,783 hectares of one of its non-core BC properties for \$25,000. On September 28, 2020, the Company announced it commenced a work program on its ‘Goose’ Gold project in Newfoundland. On September 30, 2020, the Company announced it commenced a multi-hole drill program on its Clayton Valley lithium claystone project.

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

September 30, 2020



SPEARMINT **RESOURCES INC.**

SPMT-CSE SPMTF-USA A2AHL5-GER

SPEARMINT RESOURCES INC.

2905 - 700 West Georgia St.

Vancouver BC V7Y 1C6

SpearMint Engages Investor Relations

September 23, 2020 - SpearMint Resources Inc. (CSE: SPMT) (OTC Pink: SPMTF) (FSE: A2AHL5) (the “Company”) wishes to announce that it has engaged StoneBridge Partners LLC to provide Investor Relations services over a three-month marketing contract for a total of \$19,500 USD. Certain services to be provided by StoneBridge are anticipated to include investor relations activities under the policies of the Canadian Securities Exchange and applicable securities laws.

James Nelson, President of SpearMint, stated "We are pleased to have engaged SB Partners to expand SpearMint’s potential institutional and retail investor base at a time when we are about to commence multiple work and drill programs across North America. We will be very active for the remainder of 2020 with drills turning on our Clayton Valley Clay Project by next week and work programs about to begin on our Perron East gold project in the vicinity of Amex Exploration (AMX.v), in addition to a work program beginning imminently on our Goose gold project directly bordering New Found Gold (NFG.v)."

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. 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.

SpearMint has sold 1,783 hectares of one of its non-core BC properties for \$25,000.

About Spearmint Resources

Spearmint's current projects include the 'Goose' Gold project consisting of 185 acres directly bordering New Found Gold Corp. (NFG.v) as well as 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 Project in Ontario consisting of ~7,300 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 11,608 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 2,397 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 Gold Corp.'s (WHN.v) Shovelnose Property in the Spences Bridge Gold Belt located in Southern British Columbia, Canada. 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.

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.



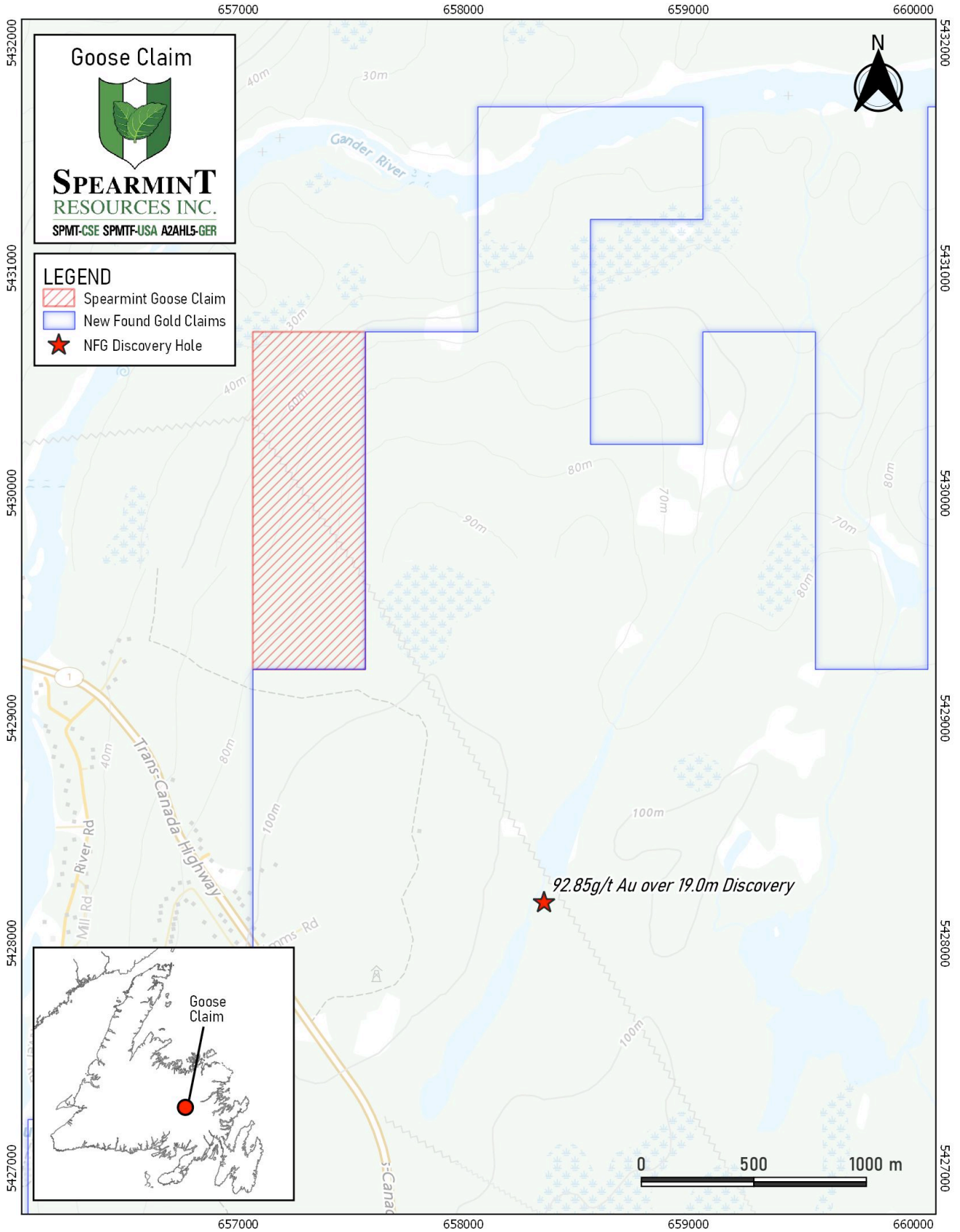
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**SpearMint Begins Work Program on ‘Goose’ Gold Project in Newfoundland Directly Bordering
New Found Golds’ Discovery Hole**

September 28, 2020 - SpearMint Resources Inc. (CSE: SPMT) (OTC Pink: SPMTF) (FSE: A2AHL5) (the “Company”) wishes to announce that a work program has commenced on its ‘Goose’ Gold project directly bordering New Found Golds’ (NFG.v) Queensway project (see map).

James Nelson, President of SpearMint, stated "We are extremely pleased to now be underway with this work program in one of the most exciting gold districts in the world. New Found Golds’ discovery hole has put a spotlight on the potential in this region and have recently commenced a 100,000 metre drill program. SpearMint's property is the closest to this discovery hole and we look forward to seeing what this work program will uncover."



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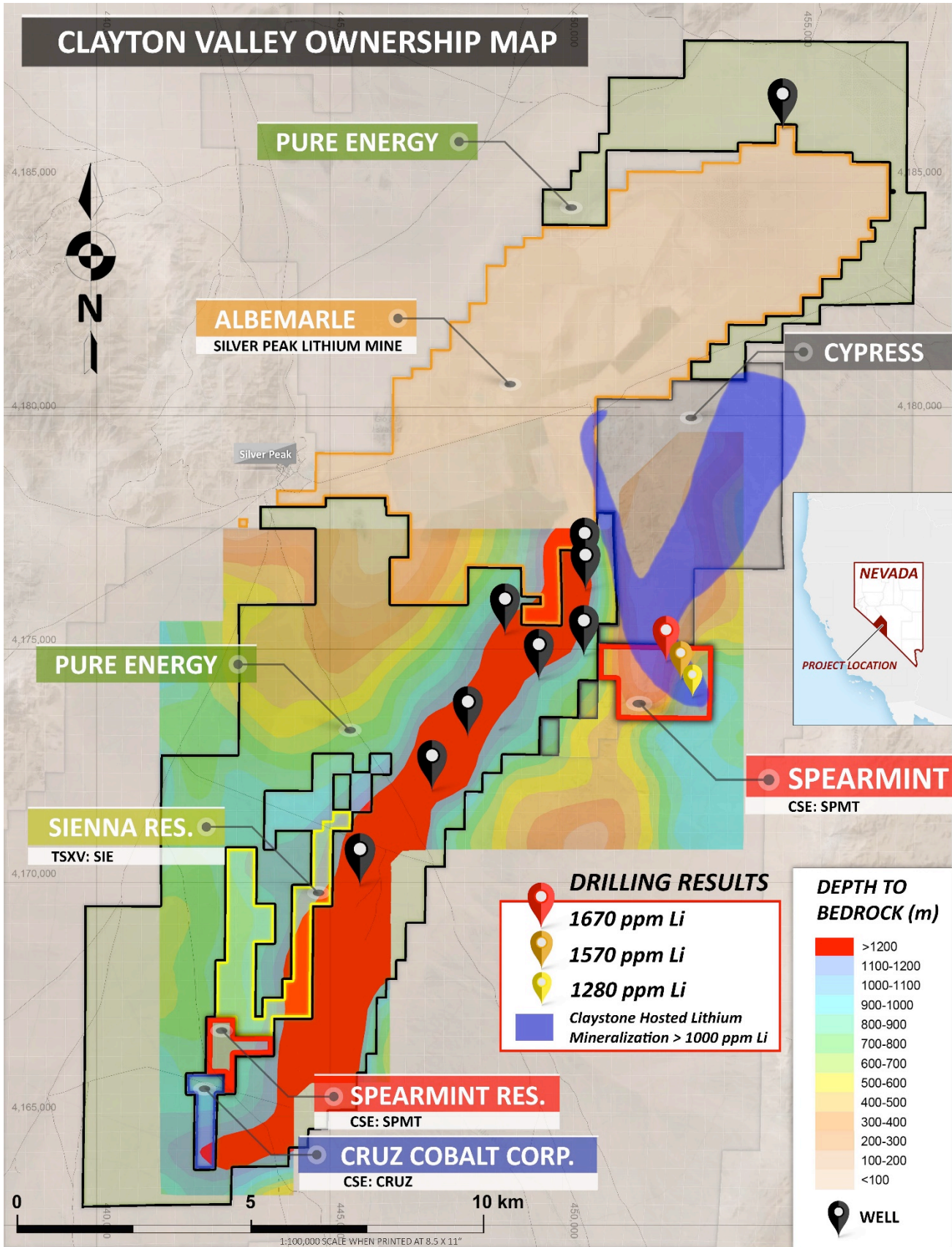
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SpearMint Commences Multi Hole Drill Program on Clayton Valley Lithium Clay Project In Nevada Directly Bordering Cypress Development Corp.

September 30, 2020 - SpearMint Resources Inc. (CSE: SPMT) (OTC Pink: SPMTF) (FSE: A2AHL5) (the “**Company**”) is pleased to announce the commencement of drilling on its Clayton Valley lithium claystone project (the “**Project**”) directly bordering Cypress Development Corp. (CYP.v) is now underway (see picture and map). Recently (Aug. 11, 2020) Cypress reported a 55% increase in their lithium mineral resource for total measured plus indicated resource estimates of 929.6 million tonnes averaging 1,062 ppm Li or 5.2 million tonnes LCE. This drill program will be a multi hole program targeting the lithium claystone formation.

James Nelson, President of SpearMint, stated, “There have been a lot of discussions recently regarding Tesla and what Elon Musk said about wanting to acquire Nevada lithium clay projects at the Tesla Battery Day held September 22, 2020 and their overwhelming need to secure domestic lithium deposits to feed their Gigafactory. This drill program will follow up the past success on our initial modest drill program targeting the clay that returned grades as high 1670 ppm. That drill program occurred at a time when the general market conditions were anemic. This current multi hole drill program will be much more robust and may potentially give SpearMint the ability to delineate a potential resource on our portion of this clay deposit that we share with Cypress Development Corp (CYP—tsxv). This deposit is one of the select few clay deposits that exist in Nevada of which Telsa has publicly stated they covet. Not only are we starting this significant drill program, we are currently working on the Goose Gold Project in Newfoundland being the closest property to the New Found Gold discovery hole. As well as this we expect to commence operations in October on our Perron East gold project in Quebec. As you can see, SpearMint has multiple shots on goal for potential shareholder success and we are very optimistic about what the remainder of 2020 will bring.”





***Clayton Valley drill rig on site**

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