

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Spearmint Resources Inc. (the “**Company**”)
Suite 2905 – 700 West Georgia St. PO Box 10112
Vancouver, BC V7Y 1C6

Item 2 Date of Material Change

September 17 & 22, 2021

Item 3 News Release

The news releases were disseminated through News File and Stockwatch.

Item 4 Summary of Material Change

On September 17, 2021, the Company announced that it is now underway with its phase II work program on the 100-percent owned “Goose Gold Project” directly bordering New Found Gold Corp.’s (NFG-TSX.V) Queensway project in Newfoundland. On September 22, 2021, the Company announced it is formulating plans to commence a drill program in Clayton Valley, Nevada where Spearmint currently has three separate lithium projects.

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 24, 2021



SPEARMINT **RESOURCES INC.**

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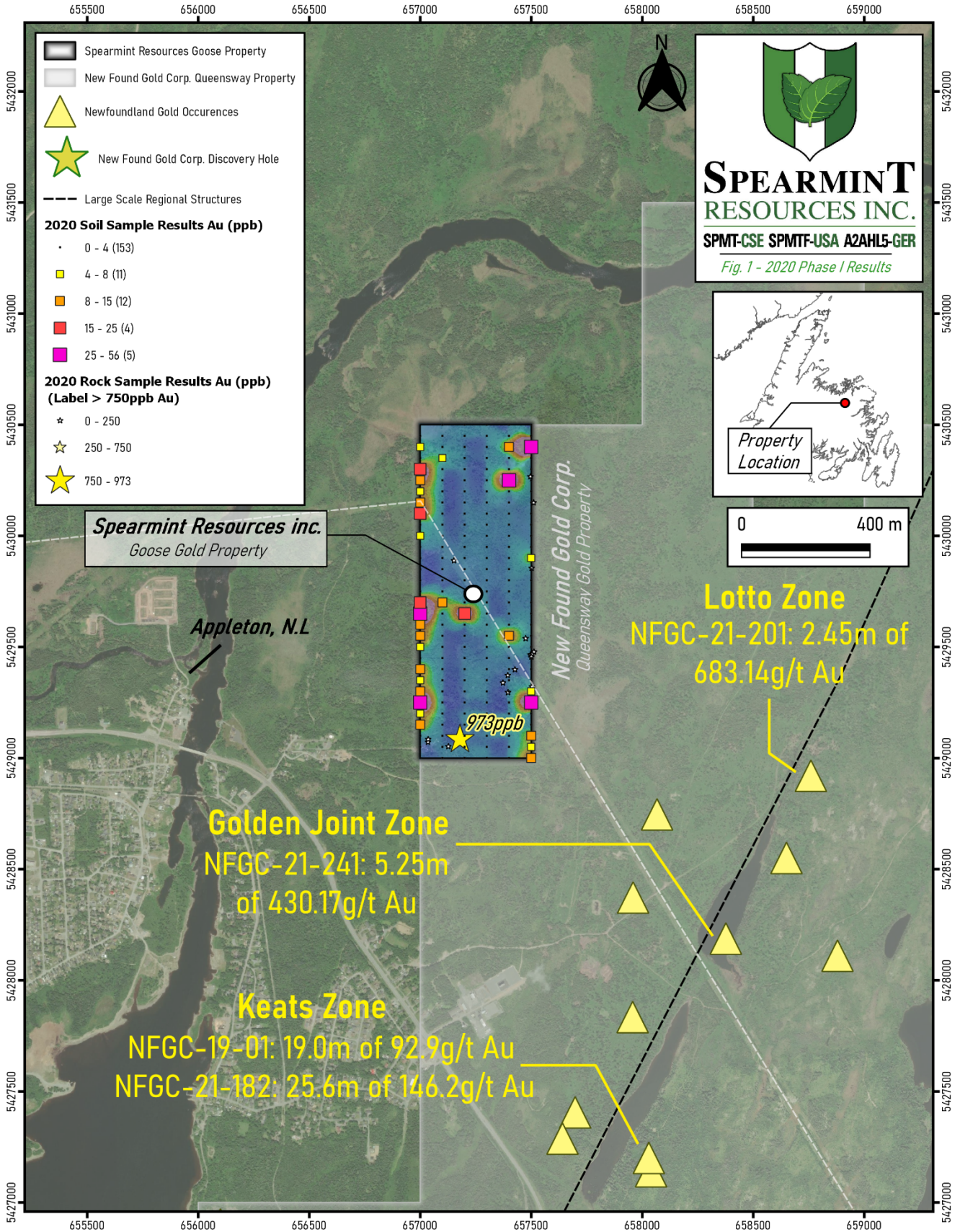
SPEARMINT RESOURCES INC.

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SpearMint Commences Phase II Work Program on its ‘Goose Gold Project’ in Newfoundland Directly Bordering New Found Gold Corp. Keats Zone

September 17, 2021 - SpearMint Resources Inc. (CSE: SPMT) (OTC Pink: SPMTF) (FSE: A2AHL5) (the “Company” or “SpearMint” or “Optionee”) is pleased to announce that it is now underway with its phase II work program on the 100-percent owned “Goose Gold Project” directly bordering New Found Gold Corp.’s (NFG-TSX.V) Queensway project in Newfoundland. Recently, (June 30, 2021) New Found Gold announced a brand-new discovery at the ‘Golden Joint’ zone of 430.2 G/T over 5.25 metres which is their second highest value encountered to date and SpearMint is the closest property to this new discovery as well as the ‘Keats’ discovery hole (see map). 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 Resources stated, “We are extremely excited to have begun the phase II work program on our ‘Goose Gold Project’ directly bordering New Found Gold Corp.’s (NFG-TSX.V) Queensway project. New Found Gold continues to have success on their project and this work program is designed to tighten up last years results with the goal of defining drill targets and additional exploration concepts. We also recently closed on the acquisition of the ‘Green Clay Lithium Project’ in the Clayton Valley of Nevada where we plan to begin a work program shortly. Additionally, a phase III drill program on our flagship Clayton Valley Lithium project is being planned for Fall 2021 with the goal to build upon our recently released a maiden resource estimate which included a total of 1,006,000 tonnes of Lithium Carbonate Equivalent (LCE). We are well funded for multiple drill and work programs in the US and Canada and look forward to building upon an already active and successful year.”

Qualified Person

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.

About Spearmint Resources

Spearmint’s current projects include the ‘Clayton Valley Lithium Projects’ in Nevada comprised of two claim blocks totaling 1,160 acres directly bordering Pure Energy Minerals (PE.v) & Cypress Development Corp. (CYP.v) where Spearmint has recently released a maiden resource estimate which included a total of 1,006,000 tonnes of Lithium Carbonate Equivalent (LCE); the ‘Green Clay Lithium Project’ in Nevada comprised of 97 contiguous claims totaling approximately 2,000 acres; the ‘Goose’ Gold project directly bordering New Found Gold Corp. (NFG.v) where Spearmint has sampled up to 973 ppb gold; 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 the 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 Project 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 Project’ 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 Project bordering Aben Resources Ltd (ABN.v), and the ‘EL North’ Nickel-Copper Project is a land package of 1,053 acres in the Eskay Creek Camp bordering Garibaldi Resources Corp (GGI.v), as well as the 4,980 acre ‘Prickle’ property bordering Brixton Metals Corp. (BBB.V).

Spearmint's other projects in British Columbia include the 'Safari' Copper-Gold Project consisting of 9,007 contiguous acres located in the northern Quesnel Trough in North-Central BC, and 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 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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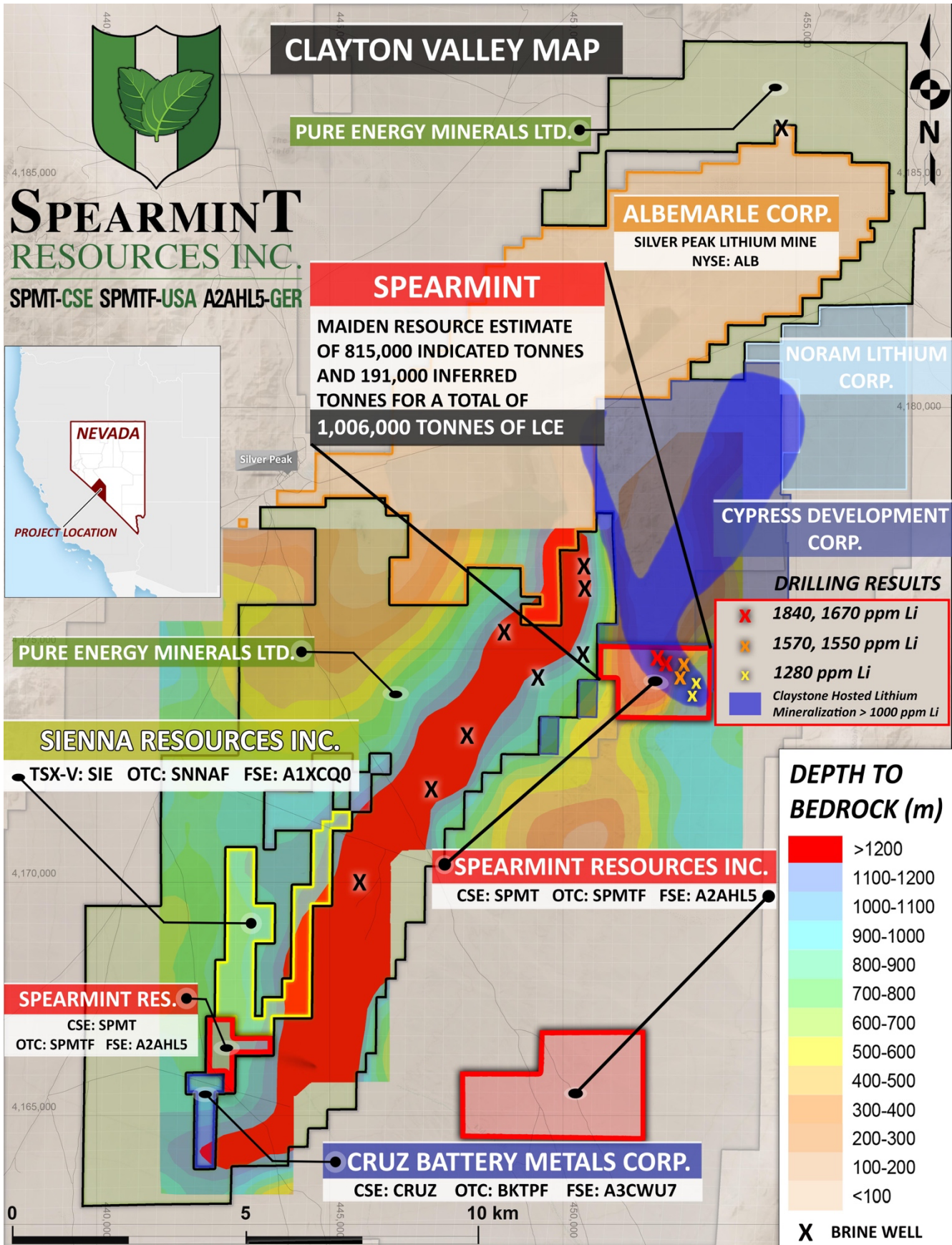
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Spearmint Planning to Recommence Operations on Lithium Projects in Clayton Valley, Nevada

September 22, 2021 - Spearmint Resources Inc. (CSE: SPMT) (OTC Pink: SPMTF) (FSE: A2AHL5) (the “Company” or “Spearmint” or “Optionee”) wishes to announce the Company is formulating plans to commence a drill program in Clayton Valley, Nevada where Spearmint currently has three separate lithium projects. These projects include the recently acquired ‘Green Clay Lithium Project’ comprised of 97 contiguous claims totaling approximately 2,000 acres, the ‘Clayton Valley Lithium Brine Project’ which has access to some of the deepest parts of the only lithium brine basin in production in North America, and Spearmint’s ‘Clayton Valley Lithium Clay Project’ on which a Technical Report, announced on June 11, 2021, included a maiden resource estimate of 815,000 indicated tonnes and 191,000 inferred tonnes for a total of 1,006,000 tonnes of lithium carbonate equivalent (LCE). Lithium prices have recently broken out to 3-year highs, having seen an approximate 68-percent surge since August 1, 2021, and are now up over 220-percent in 2021.

On September 21, 2021, Noram Lithium Corp. (NRM - TSX.v) released a new resource estimate, following the phase 5 drill program on its Zeus lithium claystone property located within two kilometres of Albemarle's Silver Peak lithium mine in Clayton Valley, Nevada. At a 400-part-per-million-lithium cut-off, the Zeus deposit now has 363 million tonnes at 923 ppm lithium measured and indicated resources, and 827 million tonnes lithium at 884 ppm lithium inferred resource. Also announced on September 21, 2021, Cypress Development Corp.'s (CYP – TSX.v) pilot plant for the Clayton Valley lithium project is in its final stages of preparation prior to commissioning. As seen on the map below, Noram Lithium Corp., Cypress Development Corp., and Spearmint share this blanket-like, lithium-bearing claystone formation. 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 Resources stated, "We are very pleased to be getting back to work on our lithium projects in Clayton Valley, Nevada, which is the premier address for lithium in North America. Since August 1st, 2021, lithium prices have gone parabolic, increasing over 68% and are now up over 220% since the beginning of 2021. Clearly, this is an opportune time to be recommencing operations on our lithium holdings in Clayton Valley, Nevada. A drill program is currently being formulated. With approximately \$3 million in the treasury, we are well funded for multiple drill and work programs in the US and Canada and look forward to building upon an already active and successful year. The remainder of 2021 and beyond will be an extremely active period for Spearmint with potential catalysts coming ahead on multiple projects."

Qualified Person

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