#### FORM 51-102F3

#### **Material Change Report**

### Item 1. Name and Address of Company

Planet Mining Exploration Inc. (the "Company") 302 – 750 West Pender Street Vancouver, BC, V6C 2T7

Telephone: 604-681-0084

## Item 2. Date of Material Change

News Release dated February 6, 2015

#### Item 3. News Release

News Release dated February 6, 2015 was disseminated on February 6, 2015 filed on SEDAR on February 6, 2015,

# Item 4. Summary of Material Change

Planet announces resignations and appointment to its management.

## Item 5. Full Description of Material Change

**February 6, 2015 - Vancouver, B.C.** Planet Mining Exploration Inc. ("Planet" or the "Company") (TSX-V: PXI) announces that Christopher Taylor has resigned as Vice President Resource Investment and a director of the Company, and that Tony M. Ricci has resigned as the President and a director of the Company, to pursue other opportunities. The Company would like to thank Mr. Taylor and Mr. Ricci for their contributions to the Company.

The Company also wishes to announce that David Birkenshaw, a director of the Company, has been appointed Chief Executive Officer of the Company. Mr. Birkenshaw has been the President and Chief Executive Officer of Birkenshaw & Company Ltd. since its formation in 1989. Mr. Birkenshaw was a Senior Vice President and Director of Price Waterhouse Coopers Securities LLP specializing in mergers, acquisitions and related financial advisory work in mining and marine transport industries from 1998 to 2000. Mr. Birkenshaw, through Birkenshaw & Company Ltd. has acted as a merchant banker, making significant investments across a broad range of industry sectors.

For further information, please contact David Birkenshaw at 604-681-0084.

## .Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable

## Item 7. Omitted Information

Not applicable

### Item 8. Executive Officer

The following senior officer of the Issuer is knowledgeable about the material change and the Report and may be contacted:

David Birkenshaw, Chief Executive Officer and Director Telephone: 604-681-0084.

# Item 9. Date of Report

DATED at Vancouver, British Columbia, this 6<sup>th</sup> day of February, 2015.