

## FORM 51-102F3

### Material Change Report

**Item 1. Name and Address of Company**

Planet Ventures Inc (the "Company")  
303 – 750 West Pender Street  
Vancouver, BC, V6C 2T7  
Telephone: 604-681-0084

**Item 2. Date of Material Change**

News Release dated May 14, 2018.

**Item 3. News Release**

News Release dated May 14, 2018 was disseminated and filed on SEDAR on May 14, 2018.

**Item 4. Summary of Material Change**

Planet Ventures Inc. investee company Kowala provides shareholder update.

**Item 5. Full Description of Material Change**

**May 14, 2018 - Vancouver, B.C.** Planet Ventures Inc. (the "Company")(TSX-V: PXI; FSE: P6U) is pleased to announce that one of its strategic investment holdings, Kowala, has provided an exciting corporate update to its investors.

Kowala's update discusses numerous promising developments as well as the company's priorities moving forward spanning various aspects of their business. These include discussions to finalize deals with exchanges like Cointiger who've agreed to list kUSD as well as with investors who have agreed to purchase large amounts of tokens.

Additionally, the company has announced their focus on moving their marketing activities as the "core to our work." The company has appointed Craig Bromberg as their Chief Marketing Officer and has established a new New York headquarters. The company has also hired AmaZix as its community manager for crypto channels, a growth marketer and community liaison, and has begun working to put together an academic council.

On the product development front, Kowala has also progressed tremendously well across three main tracks: mining client and protocols, testing and tooling, and wallet app development.

In the investor update, Kowala's CEO commented, "Our big Spring sprint brought to life a viable and secure strategy for getting the market price of any kCoin into the blockchain via an oracle system to calculate rewards and stability fees. We've also created an effective end-to-end testing harness, unique to the Ethereum ecosystem, which allows us to verify that features are working, test ideas, and gather metrics — before launching new updates. We are also currently integrating the web wallet into our testnet. To share the public aspects of our technology development, we're also about to publish a new version of our whitepaper."

Planet Ventures' Chief Financial Officer, Mrs. Kropivnitski, commented "We believe Kowala's cryptocurrency product has the potential to set a new standard in this industry; however, concerted marketing efforts will be key in effective introduction of this cryptocurrency in this market. We as early investors are excited to see that this is now a key focus for Kowala and look forward to continuing to support their progress going forward."

Planet announced on March 14<sup>th</sup> 2018 that they purchased kUSD worth a total of \$50,000 (U.S.) in a private token offering by Kowala.

### **About Kowala**

Kowala's cryptocurrency, kUSD, is the world's first autonomously stabilized cryptocurrency with aims to be the fastest and the most efficient blockchain technology currently available.

The Kowala Protocol defines a method for constructing a family of distributed, self-regulating, asset-tracking cryptocurrencies called kCoins. Each kCoin is designed to be traded on open exchanges and to maintain a close to "one-to-one" value relative to any widely traded asset such as a currency (USD, EUR, JPY, etc.) or other asset.

kCoins constantly gather market information from endorsed sources and regulate their value through three core mechanisms: 1) variable block rewards, 2) variable fees, and 3) an active and well-informed trading market. In time, these three mechanisms are expected to return each kCoin to parity with its underlying, tracked asset.

For more information, please, visit the website at: <https://kowala.tech>

### **About Planet Ventures Inc.**

Planet Ventures Inc. is positioning itself to be a leading investment issuer in Blockchain technologies and cryptocurrencies, providing investors exposure to a wide-range of investments in the crypto/blockchain markets. Planet invests in ICO's (Initial Coin Offerings) and its management is focused solely on creating shareholder value by exposing its investors to multiple opportunities in the crypto/blockchain market. The Company's initiative is to empower entrepreneurs developing disruptive technologies in the blockchain space and provide them with the necessary capital and expertise to assist them in revolutionizing the industry. The company will retain its current investment portfolio

and will continue to assess new opportunities for investment inside the cryptocurrency/blockchain space.

For more information, please visit our website: [planetventuresinc.com](http://planetventuresinc.com)

**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 disclosed in this report.

Zula Kropivnitski  
Chief Financial Officer/ Director  
Telephone: 604-681-0084.

**Item 9. Date of Report**

DATED at Vancouver, British Columbia, this 14<sup>th</sup> day of May, 2018.

*(Signed) Zula Kropivnitski*

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Zula Kropivnitski  
Chief Financial Officer/Director