

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 August 1, 2018.

Item 3. News Release

News Release dated August 1, 2018 was disseminated and filed on SEDAR on August 1, 2018.

Item 4. Summary of Material Change

Planet Ventures Inc. signs LOI to acquire 20% equity stake in VIP Bets Inc. – a premier legal web-based wagering sports book - \$1,875,000 private placement.

Item 5. Full Description of Material Change

August 1, 2018 - Vancouver, B.C. Planet Ventures Inc. (the “Company” or “Planet”) (TSX.V: PXI; FSE: P6U) **an investment issuer**, is pleased to announce that it intends to acquire \$1,500,000 of 12%, 24 month secured convertible debentures of VIP Bets Inc. (“VIP”), convertible into that number of shares of VIP equal to 20% of the issued and outstanding shares of VIP. VIP operates a web-based wagering sports book with a Curacao gaming license and is in the process of applying for a Malta gaming license allowing VIP to operate a sports book. The Company’s investment is subject to the granting of the Malta gaming license.

About VIP

VIP specializes in the expanding industry of online sports betting and online gaming portals. The company is an Alberta organized entity with a Belize operating subsidiary that hosts an online sports gaming site targeting the international consumer sports betting market. The company has been operating the site that has been able to establish an initial client base in a small demographic of only 500 active players who wagered over \$55 million in a little over 2 years.

The ever expanding and global sports betting market is expected to grow at a CAGR 8.7% from 2017-2022 representing \$125 billion by 2022. Also fueling expected growth is the recent US Supreme Court ruling that struck down a 25-year federal ban on sports betting outside of Nevada, expanding the potential growth and opportunities.

VIP is poised to expand its model and plans to expand to multiple betting platforms over the next 1-2 years while complimenting and combining crypto currency into its online platforms. While the main focus is sports betting, the company also offers casino games, live casino, live and in-game betting, as well as the fast growing ESPORTS networks including gaming leagues and tournaments. The ESPORTS video gaming networks are rapidly expanding and becoming more professional and popular with the clients.

VIP is reorganizing operations to establish a Malta operating subsidiary with Malta gaming license. Expansion to the Malta operations will allow expansion of additional gaming sites to target regional sports and gaming markets, where permitted, worldwide. VIP is also looking into developing proprietary software to be able to bet peer to peer as well as looking for opportunities in the Fantasy Sports arena.

Zula Kropivnitski, Chief Financial Officer of Planet states “this is a tremendous opportunity for Planet and our shareholders. We believe the entry point and valuation is extremely favorable for Planet shareholders as VIP works to receive their Malta gaming license which will establish regulated gaming and will provide a platform for operations in Europe and elsewhere where permitted. We are thrilled to have been able to be a part of this financing and look forward to working alongside VIP management over the coming years as they continue to expand their footprint in this multi-billion industry.”

Private Placement

Planet also wishes to announce that it intends to proceed with a non-brokered private placement of up to 15 million units at 12.5 cents per unit to raise gross proceeds of up to \$1,875,000.

The unit will consist of one common share of the Company and one common share purchase warrant of the Company. Each warrant entitles the holder thereof to purchase one common share of the Company at an exercise price of 25 cents for a period of twenty-four months from the date of issuance of the warrant.

The Company may pay finders' fees or issue finders' warrants up to the amount permitted by the Toronto Venture Exchange. The net proceeds raised from the unit offering are intended to be used for general corporate purposes, including general and administrative expenses and investment purposes.

Incentive Stock Options

The Company also wishes to announce that it has granted to directors and officers of the Company options to purchase a total of one million common shares at a price of 15 cents per common share. The options are exercisable for a 60-month period ending 60 months from the date of grant.

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 several different markets. The Company's initiative is to empower entrepreneurs developing disruptive technologies 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.

For more information, please visit our website: 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 1st day of August, 2018.

(Signed) Zula Kropivnitski

Zula Kropivnitski
Chief Financial Officer/Director