

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 October 23, 2018.

Item 3. News Release

News Release dated October 23, 2018 was disseminated and filed on SEDAR on October 23, 2018.

Item 4. Summary of Material Change

Planet Ventures' investment, VIP Bets Inc., launches sports betting platform with multiple payment facilitators.

Item 5. Full Description of Material Change

October 23, 2018 - Vancouver, B.C. Planet Ventures Inc. (the "Company" or "Planet") (TSX.V: PXI; FSE: P6U) **an investment issuer**, is pleased to announce that one of its largest holdings, VIP Bets Inc., has successfully launched its new Sports Betting Platform complete with full integration of three payment processors to facilitate bets across North America and around the world. The latest VIP Bets platform address can be found at www.vipsports.bet

On August 1st, 2018, Planet Ventures Inc. announced it would invest a total of \$1,500,000 for the acquisition of a 20% interest in VIP Bets. To date, the company has advanced \$250,000 with the balance due upon receipt of, inter alia, audited financials and receipt of a gaming license from the State of Malta authorizing the conduct and operation of an online sports betting platform. VIP Bets Inc. has entered into an agreement with Bet Construct Inc. with respect to the licensing requirement for Malta. VIP Bets Inc. specializes in the rapidly expanding industry of online sports betting and online gaming portals. Over the past 2 years, the company has been developing its sports wagering platform and player development with an initial client base of 500 active players who have transacted in excess of \$55 million.

Planet Ventures' CFO, Zula Kropivnitski, commented "this is a major development for the expansion VIP Bets, allowing them to substantially increase their player base to increase their revenue in a very lucrative emerging industry. Following the recent US Supreme Court decision enabling online gaming in the US, our quick shift to focus on online sports betting and our ability to identify this unique opportunity has potential to deliver great value to Planet shareholders over the coming quarters."

About VIP Bets Inc.

VIP Bet Inc. specializes in the expanding industry of online sports betting and online gaming portals. VIP Bets is an Alberta company with a Belize operating subsidiary that hosts an online sports gaming site targeting sports betting consumers around the world.

The robust global sports betting market is expected to grow at a CAGR of 8.7% from 2017-2022, representing over \$125 billion annually by 2022. Also, with the recent US Supreme Court ruling that struck down the 25-year federal ban on sports betting outside of Nevada, the market is now expected to substantially escalate with access to the North American market.

VIP Bets is well positioned to execute its business model with plans to implement multiple betting platforms over the next 1 to 2 years while complimenting its product offering by 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 many clients.

About Planet Ventures Inc.

Planet Ventures Inc. (PXL.V), is a public investment issuer listed on the Toronto Venture Exchange, that is focused on investing in disruptive companies and industries that have high growth potential. Our unique portfolio driven investment policies provide our investors access to emerging and high-growth opportunities while shielding them from any formidable downside.

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 23rd day of October, 2018.

(Signed) Zula Kropivnitski

Zula Kropivnitski
Chief Financial Officer/Director