

## 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 February 1, 2019

**Item 3. News Release**

News Release dated February 1, 2019 was disseminated and filed on SEDAR on February 5, 2019.

**Item 4. Summary of Material Change**

Planet Ventures' issues corporate update.

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

**February 1, 2019 - Vancouver, B.C.** Planet Ventures Inc. (the "Company" or "Planet") (TSX.V: PXI; FSE: P6U) **an investment issuer**, wanted to update its shareholders on its plans for 2019. Given the overall turmoil in the crypto markets overall, the company has decided to shift its focus and assess several new opportunities in the gaming, technology, hemp and resource sectors. Planet is currently in the process of reviewing some of these investments and will update the market once a decision is made.

Zula Kropivnitski, CFO of Planet Ventures comments: "Two sectors that are of particular interest to the Company's management team are the Hemp and gaming industry. Now that the Farm Bill has been passed into Law in the United States, we are actively looking for new ways of getting into the market as we believe this could be a very interesting and exciting sector over the coming years. Our team has always been interested in the gaming industry and with the rise of e-sports and legalised online gambling in certain States in the U.S., it creates tremendous opportunities for us in the space. Our goal is to position ourselves and expose our shareholders to the most accretive opportunities in the marketplace and we look forward to updating our shareholders over the coming quarters."

Private placement

Planet also wishes to announce that it intends to proceed with a non-brokered private placement of up to 20 million units at 5 cents per unit to raise gross proceeds of up to \$1,000,000.

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 10 cents for a period of 24 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 TSX 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 options to purchase a total of five million common shares at a price of 10 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. (PXI.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.

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 5<sup>th</sup> day of February, 2019.

*(Signed) Zula Kropivnitski*

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Zula Kropivnitski  
Chief Financial Officer/Director