

## 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 14, 2020

**Item 3. News Release**

News Release dated February 14, 2020 was disseminated and filed on SEDAR on February 14, 2020.

**Item 4. Summary of Material Change**

Planet Ventures closes private placement.

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

**VANCOUVER, British Columbia – February 14, 2020 – Planet Ventures Inc. (TSX-V: PXI; FSE: P6U) (“Planet” or the “Company”)** is pleased to announce that further to its news releases dated July 17, 2019, October 11, 2019, and January 17, 2020, the Company has closed its non-brokered private placement (the “**Private Placement**”) for gross proceeds of \$1,400,000. Pursuant to the terms of the Private Placement, the Company issued 28,000,000 units of the Company (the “**Units**”) at a price of \$0.05 per Unit. Each Unit consists of one common share (a “**Unit Share**”) and one common share purchase warrant (a “**Warrant**”). Each Warrant entitles the holder to purchase one common share in the capital of the Company (a “**Warrant Share**”), exercisable at a price of \$0.10 per Warrant Share for a period of 24 months following the closing of the Private Placement.

In connection with the Private Placement, the Company paid finder’s fee in the aggregate sum of \$5,250 and issued 105,000 common share purchase warrants (the “**Finder’s Warrants**”) to certain eligible finders. Each Finder’s Warrant entitles the holder to purchase one common share in the capital of the Company (a “**Finder’s Share**”), exercisable at a price of \$0.10 per Finder’s Share for a period of 24 months following the closing of the Private Placement.

All securities issued in connection with the Offering will be subject to a statutory four month hold period expiring on June 14, 2020 in accordance with applicable securities legislation.

The Company intends to use the net proceeds raised from the Private Placement for general corporate purposes, including general and administrative expenses, and investment purposes.

**About Planet Ventures Inc.**

Planet Ventures Inc. (TSXV:PXI), is an investment issuer listed on the TSX 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 with access to emerging and high-growth opportunities while shielding them from any formidable downside.

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

**ON BEHALF OF THE BOARD**

"Zula Kropivnitski"  
Zula Kropivnitski

Chief Financial Officer and Director

**INVESTOR RELATIONS CONTACT**

PLANET VENTURES INC.  
Tel: (604) 681-0084  
Fax: (604) 681-0094  
Email: [info@planetventuresinc.com](mailto:info@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 February, 2020.

*(Signed) Zula Kropivnitski*

---

Zula Kropivnitski  
Chief Financial Officer/Director