

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 June 17, 2020

Item 3. News Release

News Release dated June 17, 2020 was disseminated and filed on SEDAR on June 17, 2020.

Item 4. Summary of Material Change

Planet Ventures investee, First Eleven, signs supply agreement with Wonderland to create cutting edge mobile UX experience to its users.

Item 5. Full Description of Material Change

VANCOUVER, British Columbia – June 17, 2020 – Planet Ventures Inc. (TSX-V: PXI; FSE: P6U) (“Planet” or the “Company”) is pleased to announce that its wholly owned investee, First Eleven Ltd. (“1st11”), a UK & Brazilian based esports, gaming and media company, has signed a supply agreement with WONDERLAND - a Dutch based company to create and design a cutting edge user experience underpinned by the latest mobile technology in order to support 1st11’s esports and influencer led media expansion plans.

WONDERLAND (<https://wonderlandams.com>) is a leader in experience design with offices in Amsterdam, Holland. The company has a significant reputation for working with major brands to build out captivating and engaging digital experiences and as a result, have won numerous awards for innovative work in experience design, digital technology and creativity.

Recent accolades include *'Awwwards mobile of the year'* and the *'Commarts Award for Excellence'*. Wonderland has an extensive client list including Randstad, Nike, Tikkie, ABN AMRO, TomTom and DXC.

WONDERLAND will deliver a world class mobile first entertainment platform to support First Eleven's content and media initiatives driven by retained professional athletes, influencers and esports talents. The WONDERLAND built entertainment platform will provide gamers and esports fans with up to-date news, tournament information and customised experiences for subscribers. This mobile optimized product will also serve as a primary gateway to access challenges and tournaments featuring sports stars and gaming creators.

The technology will serve to support First Eleven's IP, Gen Z lifestyle content, daily game information, athlete curated tournaments and challenges, engaging topical entertainment and exclusive offers to members for 1st11 merchandise as part of our subscription model.

This agreement is particularly important as First Eleven's user experience is now being designed by an outstanding internationally recognised creative digital team. WONDERLAND works relentlessly to stay at the forefront of cultural relevance by blending cutting edge digital technology and insights to ensure digital products resonate and succeed in the real world. WONDERLAND will ensure that 1st 11's philosophy of "Fun Comes 1st" is the ethos implemented across all digital consumer touchpoints, providing a compelling and unique experience to casual gamers, sports fans and esports enthusiasts.

Christopher Glancy, Chief Product Officer of First Eleven said "We are thrilled to be working with WONDERLAND AMS who are aligned with our core values to push for the extraordinary. As integral partners they have a shared belief that we will be able to offer exciting new digital experiences around the world in gaming and esports"

First Eleven's agreement with Wonderland means that our digital platforms are being crafted by industry leaders with substantial experience in design. The company works with leading brands such as Nike in creating digital products to engage, entertain and drive relevance with mobile savvy Gen Z audiences. By blending insights, technology and creativity, First Eleven will deliver a unique experience that will live up to the promise that, "Fun Comes First".

About Planet Ventures Inc.

Planet Ventures Inc. (TSX-V: PXI; FSE: P6U) 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

ON BEHALF OF THE BOARD

"Zula Kropivnitski"
Zula Kropivnitski

Chief Financial Officer and Director

INVESTOR RELATIONS CONTACT

PLANET VENTURES INC.
Tel: (604) 681-0084

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 17th day of June, 2020.

(Signed) Zula Kropivnitski

Zula Kropivnitski
Chief Financial Officer/Director