

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 5, 2020

Item 3. News Release

News Release dated October 5, 2020 was disseminated and filed on SEDAR on October 5, 2020.

Item 4. Summary of Material Change

Planet Ventures announces private placement and share consolidation.

Item 5. Full Description of Material Change

VANCOUVER, British Columbia – October 5, 2020 – Planet Ventures Inc. (TSX-V: PXI; FSE: P6U) (“Planet” or the “Company”) is pleased to announce a non-brokered private placement to raise up to \$1 million (the “**Offering**”). The Offering is conditional upon the Company completing a 5:1 consolidation of its outstanding shares.

The Offering

The Offering will consist of up to 5,000,000 units (the “**Units**”) comprised of one post-consolidation common share of the Company and a common share purchase warrant entitling the holder to purchase a further post consolidation share of the Company (the “**Warrants**”). The Units are being sold at a post-consolidation price of \$0.20 per Unit. The Warrants will be exercisable for a period of 36 months from closing, at a price of \$0.25 per post-consolidation share. Finders’ fees may be applicable on the Offering.

A portion of the Offering may be completed in accordance with the exemption set out in BC Instrument 45-536 (*Exemption from prospectus requirement for certain distributions through an investment dealer*) (the “**Investment Dealer Exemption**”).

The Offering is also being offered to accredited investors and existing shareholders of the Company in accordance with the provisions of the Canadian existing shareholder

exemption (the "**Existing Shareholder Exemption**"), as well as to other investors pursuant to other available exemptions. The Existing Shareholder Exemption is available to shareholders residing in all Canadian provinces, other than Newfoundland and Labrador.

Shareholders of record of the Company as at October 15, 2020 (the "**Record Date**") are eligible to participate under the Existing Shareholder Exemption. Any person who becomes a shareholder of the Company after the Record Date is not permitted to participate in the Offering using the Existing Shareholder Exemption but other exemptions may still be available to them.

Share Consolidation

The Offering is conditional on the completion of a 5:1 share consolidation of the Company. Accordingly, the Board of Directors has approved the completion of the consolidation, immediately prior to the closing of the Offering, of a share consolidation on a five (5) old to one (1) new basis. Currently, the Company has 222,607,788 common shares outstanding. Upon completion of the consolidation, the Company would have approximately 44,521,558 common shares outstanding (prior to the closing of the Offering). The consolidation is being completed as a condition to the closing of the Offering. The Company will continue to trade after the consolidation under the name "Planet Ventures Inc."

The Offering and the consolidation, are each subject to the approval of the TSX Venture Exchange.

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: www.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

Email: 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 5th day of October, 2020.

(Signed) Zula Kropivnitski

Zula Kropivnitski
Chief Financial Officer/Director