

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 November 16, 2020.

Item 3. News Release

News Release dated November 16, 2020 was disseminated and filed on SEDAR on November 16, 2020.

Item 4. Summary of Material Change

Planet Ventures Inc. closes private placement and grants stock options.

Item 5. Full Description of Material Change

VANCOUVER, British Columbia – November is pleased to announce that further to its news release dated October 5, 2020, the Company has closed its non-brokered private placement (the “**Private Placement**”) for gross proceeds of \$1,000,000. Pursuant to the Private Placement, the Company issued 5,000,000 units of the Company (the “**Units**”) at a price of \$0.20 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 \$0.25 per Warrant Share for a period of 36 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 \$46,270 and issued 231,350 common share purchase warrants (the “**Finders’ Warrants**”) to certain eligible finders. Each Finders’ Warrant entitles the holder to purchase one common share in the capital of the Company (a “**Finder’s Share**”), exercisable at a price of \$0.25 per Finder’s Share for a period of 36 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 March 17, 2021 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.

Two insiders of the Company participated in the Private Placement and subscribed for a total of 110,000 Units for gross proceeds of \$22,000. Such participation is considered to be a “related party transaction” as defined under Multilateral Instrument 61-101 (“**MI 61-101**”). The transaction is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101, as neither the fair market value of any securities issued to insiders nor the consideration paid by such persons exceeded 25% of the Company’s market capitalization.

The Company notes that it has not filed a material change report in connection with the Private Placement 21 days prior to the closing of the Private Placement. The Company believes the shorter period was reasonable and necessary in the circumstances as the Company wished to complete the Private Placement in a timely manner.

Stock Options

The Company is also pleased to announce that the Board of Directors of the Company has granted 2,535,000 stock options (the “**Options**”) to purchase common shares of the Company (the “**Option Shares**”) to certain directors, officers, employees, and consultants of the Company. The Options vest on the date of issuance and are exercisable for a period of five years from the date of issuance at an exercise price of \$0.50 per Option Share. The grant of Options is subject to the approval of the TSX Venture Exchange (the “**TSXV**”).

About Planet

Planet (TSXV:PXI), is an investment issuer listed on the TSXV, that is focused on investing in disruptive companies and industries that have high growth potential. Planet’s unique portfolio driven investment policies provide investors with access to emerging and high-growth opportunities while shielding them from any formidable downside.

For more information, please visit: <https://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 16th day of November, 2020.

(Signed) Zula Kropivnitski

Zula Kropivnitski
Chief Financial Officer/Director