

**PLANET VENTURES INC.**  
Suite 303, 750 West Pender Street  
Vancouver, British Columbia Canada V6C 2T7  
Tel: 604 681-0084 Fax: 604 681-0094

**IMPORTANT NOTICE – CHANGE OF AGM DATE**

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION:**

If you are in any doubt as to any aspect of the proposals referred to in this document or as to the action you should take, you should seek your own advice from a stockbroker, solicitor, accountant, or other professional adviser.

If you have sold or otherwise transferred all of your shares, please pass this document together with the accompanying documents to the purchaser or transferee, or to the person who arranged the sale or transfer so they can pass these documents to the person who now holds the shares.

*Dear Shareholder,*

I am writing to notify you that the Company's December 17, 2020 In Person/Telephone Conference Call Annual General Meeting has been cancelled. You would have received an annual meeting material package for this meeting. We request that you please discard the December 17, 2020 Annual General Meeting material.

**If you have completed and sent in the original proxy form to the December 17, 2020 Annual General Meeting, the Directors have determined that the exercise of votes indicated on the original proxy form will be disregarded.**

We are now holding our In Person/Telephone Conference Call Annual General Meeting on Thursday, December 31, 2020 at 11 o'clock a.m. Pacific time at McMillan LLP, Suite 1500, 1055 West Georgia Street, Vancouver, British Columbia Canada (the "AGM"). The record date for the AGM is Monday, November 9, 2020.

The change in date is due to the below addition of a new shareholder resolution indicated below:

To seek disinterested shareholder approval to ratify, confirm and adopt the Company's fixed 10% restricted share unit plan.

A description of the fixed 10% restricted share unit plan is contained in the accompanying Information Circular.

**IMPORTANT NOTICE REGARDING PROXY FORMS:**

Please complete, sign and return the new proxy form enclosed with the December 31, 2020 AGM materials, in accordance with the instructions printed thereon as soon as possible and, in any event, **no later than by 11 o'clock a.m. Pacific time on Tuesday, December 29, 2020**. Further details regarding proxy forms is referred to in the accompanying Information Circular for this Meeting.

The formal Notice of the AGM is attached to this letter to shareholders.

Yours sincerely,

*"Desmond M. Balakrishnan"*

**Desmond M. Balakrishnan**  
**Executive Director**

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## **NOTICE OF AN ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that the annual general meeting (the "**Meeting**") of the holders ("**Shareholders**") of common shares ("**Shares**") in the share capital of Planet Ventures Inc. (the "**Company**") will be held at Suite 1500, 1055 West Georgia Street, Vancouver, British Columbia Canada by way of an In Person/Teleconference Call Meeting, on Thursday, December 31, 2020 at 11:00 a.m. Pacific Time. **In light of the ongoing public health concern related to COVID-19 and in order to comply with measures imposed by the federal and provincial governments, the Company is encouraging Shareholders and others not to attend the Meeting in person.**

The Company is offering the Shareholders the option to listen and participate (but not vote) at the Meeting in real time by conference call at:

**Within Canada (Toll Free): 1-855-244-8680**

**From US: 1-415-655-0002**

**Attendee Access Code: 86644851**

The Meeting is to be held for the following purposes:

1. to table the consolidated audited financial statements of the Company for the years ended March 31, 2020 and March 31, 2019, the report of the auditor thereon and the related management discussion and analysis;
2. to fix the number of directors at four;
3. to elect directors of the Company for the ensuing year;
4. to appoint Manning Elliott LLP, Chartered Professional Accountants, as auditors of the Company for the ensuing year;
5. to approve by ordinary resolution the continuation of the Company's 10% Rolling Share Option Plan, as more particularly set out in the accompanying Information Circular; and
6. to approve by an ordinary resolution of disinterested shareholders to ratify and approve the adoption of the Company's fixed 10% restricted share unit plan, as more particularly set out in the accompanying Information Circular.

The record date (the "**Record Date**") for determining the Shareholders entitled to receive notice of and to vote at the Meeting is November 9, 2020. Only Shareholders whose names have been entered in the register of Shareholders at the close of business on the Record Date of the Company's Common Shares will be entitled to receive notice of and to vote at the Meeting.

### **NOTE OF CAUTION Concerning COVID-19 Outbreak**

At the date of this Notice and the accompanying Information Circular it is the intention of the Company to hold the Meeting at the location stated above in this Notice. We are continuously monitoring development of current coronavirus (COVID-19) outbreak ("**COVID-19**"). In light of the rapidly evolving public health guidelines related to COVID-19, we ask shareholders to consider voting their shares by proxy and not attend the meeting in person. Shareholders who do wish to attend the Meeting in person, should carefully consider and follow the instructions of the federal Public Health Agency of Canada: (<https://www.canada.ca/en/public-health/services/diseases/coronavirus-disease-covid-19.html>). We ask that shareholders also review and follow the instructions of any regional health authorities of the Province of British Columbia, including the Vancouver Coastal Health Authority, the Fraser Health Authority and any other health authority holding jurisdiction over the areas you must travel through to attend the Meeting. Please do not attend the Meeting in person if you are experiencing any cold or flu-like symptoms, or if you or someone with whom you have been in close contact has travelled to/from outside of Canada within the 21 days immediately prior to the Meeting. All shareholders are strongly encouraged to vote by submitting their completed form of proxy (or voting instruction form) prior to the Meeting by one of the means described in the Information Circular accompanying this Notice.

The Company reserves the right to take any additional pre-cautionary measures deemed to be appropriate, necessary or advisable in relation to the Meeting in response to further developments in the COVID-19 outbreak, including: (i) holding the Meeting virtually or by providing a webcast of the Meeting; (ii) hosting the Meeting solely by means of remote communication; (iii) changing the Meeting date and/or changing the means of holding the Meeting; (iv) denying access to persons who exhibit cold or flu-like symptoms, or who have, or have been in close contact with someone who has, travelled to/from outside of Canada within the 21 days immediately prior to the Meeting; and (v) such other measures as may be

recommended by public health authorities in connection with gatherings of persons such as the Meeting. Should any such changes to the Meeting format occur, the Company will announce any and all of these changes by way of news release, which will be filed under the Company's profile on SEDAR as well as on our Company website at <https://planetventuresinc.com/>. We strongly recommend you check the Company's website prior to the Meeting for the most current information. In the event of any changes to the Meeting format due to the COVID-19 outbreak, the Company will **not** prepare or mail amended Meeting Proxy Materials.

**THE BOARD OF DIRECTORS AND MANAGEMENT REQUEST ALL SHAREHOLDERS VOTE BY PROXY AND NOT ATTEND THE MEETING IN PERSON. A TELECONFERENCE MEETING LINK IS PROVIDED.**

In order to be valid and acted upon at the Meeting, proxies must be received not later than 11:00 a.m. (Pacific Time) on Tuesday, December 29, 2020 or not less than 48 hours (excluding Saturdays, Sundays and statutory holidays) before the time for holding the Meeting or any postponement(s) or adjournment(s) thereof. Failure to so deposit a form of proxy will result in its invalidation. Notwithstanding the foregoing, the chair of the Meeting has the discretion to accept proxies received after such deadline.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. No other matters are contemplated, however any permitted amendment to or variation of any matter identified in this Notice may properly be considered at the Meeting. The Meeting may also consider the transaction of such other business as may properly come before the Meeting or any adjournment thereof.

The consolidated audited financial statements of the Company for the years ended March 31, 2020 and March 31, 2019, the report of the auditor thereon and the related management discussion and analysis will be made available at the Meeting and are available under the Company's SEDAR profile at [www.sedar.com](http://www.sedar.com).

Registered shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form to ensure that their shares will be voted at the Meeting. If you hold your shares in a brokerage account, you are a non-registered shareholder.

DATED at Vancouver, British Columbia, December 2, 2020.

**BY ORDER OF THE BOARD**

*"Desmond M. Balakrishnan"*

**Desmond M. Balakrishnan**  
**Executive Director**