

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 December 15, 2020.

Item 3. News Release

News Release dated December 15, 2020 was disseminated and filed on SEDAR on December 15, 2020.

Item 4. Summary of Material Change

Brazils leading gaming expert Carlos Estigarribia joins 1st 11’s Advisory Board.

Item 5. Full Description of Material Change

VANCOUVER, British Columbia – December 15, 2020, - Planet Ventures Inc. (TSX-V: PXI; OTC: PNXPf; FSE: P6U1) (“Planet” or the “Company”) is pleased to announce its wholly owned subsidiary, 1st11, has brought on Carlos Estigarribia to its advisory board. Carlos has over 20years experience in game development and as the former head and lead **Executive for US based game publisher Electronic Arts in Brazil**, his understanding of the market brings familiarity, extensive knowledge and know-how to the company. Carlos has an outstanding track record of success and brings a wealth of gaming knowledge to assist with 1st11’s expansion plans in Brazil and across Latin America.

With a population of over 210.9 Million and 75.7 Million gamers in Brazil producing revenues over \$1.5 Billion according to “newzoo”, Mr. Estigarribia’s experience is a prized asset to 1st11’s expansion plans for 2021. Carlos is also a board member of Brazilian games studio- Rock Head, and an equity shareholder of VC Management firm *Contrapar*. He has successfully created, managed and sold one of Brazil’s first mobile gaming studios, *LocZGames*, to mobile content publisher *Playphone*. He is also a founding partner at RightZero, a business development gaming advisor to online gaming publishers across Latin America and is currently Head of Country Management in Brazil at Lockwood Publishing, makers of Avakin Life - currently with over 2 million monthly active users. Carlos’ roll will include but is not limited to, advising the board on specific goals the company will set for 2021/22, assisting with growth initiatives for the company's online

presence and utilising his knowledge and expertise to assist 1st11 in implementing the company's ongoing expansion plans.

Christopher Glancy, 1st 11's Chief Product Officer commented "as the CPO for 1st11 I'm delighted that Carlos has agreed to join our team. I look forward to working with him and drawing on his experience and expertise. His knowledge gained with his experience and leadership for Electronic Arts, one of the world's leading gaming publishers, brings considerable value and know-how to our team and his appointment clearly demonstrates 1st11's ambitions and determination to build a meaningful International entertainment gaming hub."

About Planet Ventures Inc.

Planet 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 its investors with access to emerging and high-growth opportunities while shielding them from any formidable downside.

For more information, please visit Planet's website: <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 15th day of December, 2020.

(Signed) Zula Kropivnitski

Zula Kropivnitski
Chief Financial Officer/Director