

**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 April 22, 2021.

**Item 3. News Release**

News Release dated April 22, 2021 was disseminated and filed on SEDAR on April 22, 2021.

**Item 4. Summary of Material Change**

Planet Ventures closes private placement.

**Item 5. Full Description of Material Change**

**VANCOUVER, British Columbia – April 22, 2021, - Planet Ventures Inc. (TSX-V: PXI; OTC: PNXPf; FSE: P6U) (“Planet” or the “Company”)** is pleased to announce that further to its news release dated March 15, 2021 the Company has closed its non-brokered private placement of 4,050,000 units of the Company (the “Units”) at \$0.225 per Unit for gross proceeds of \$911,250.00 (the “Offering”).

Each Units consists of one common share in the capital of the Company (a “Share”) and one common share purchase warrant (a “Warrant”). Each Warrant entitles the holder thereof to acquire one additional common share (a “Warrant Share”) at a price of \$0.30 per Warrant Share for a period of 36 months following the closing of the Offering.

In connection with the Offering, the Company paid finder’s fee in the aggregate sum of \$1,575.00 and issued 7,000 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 \$0.30 per Finder’s Share for a period of 36 months following the closing of the Offering.

All securities issued in connection with the Offering will be subject to a statutory four month hold period expiring on August 23, 2021 in accordance with applicable securities legislation.

The Company intends to use the net proceeds raised from the Offering for general corporate purposes, including general and administrative expenses and investment purposes.

**About Planet Ventures Inc.**

Planet Ventures Inc. (TSXV: PXI), 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: <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

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Email: [info@planetventuresinc.com](mailto: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 22<sup>nd</sup> day of April, 2021.

*(Signed) Zula Kropivnitski*

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Zula Kropivnitski  
Chief Financial Officer/Director