

**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 June 21, 2023

**Item 3. News Release**

News Release dated June 21, 2023 was disseminated and filed on SEDAR on June 21, 2023.

**Item 4. Summary of Material Change**

Planet Ventures to acquire Quebec mineral claims and appoints Chief Executive Officer.

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

**VANCOUVER, British Columbia – June 21, 2023, - Planet Ventures Inc. (TSXV: PXI) (the “Company” or “Planet Ventures”),** is pleased to announce that the Company has entered into a claim sale agreement (the “**Definitive Agreement**”) among the Company, Wildwood Exploration Inc. (“**Wildwood**”), Shawn Ryan (“**Ryan**”), and Isaac Fage (“**Fage**”) pursuant to which the Company has agreed to purchase 46,909-hectares consisting of 1,013 mineral claims located in the Province of Quebec (the “**Potier Claims**”). The Potier Claims will be held by the Company’s wholly owned subsidiary, Planet Ventures Exploration Inc. (“**Subco**”).

The Potier Claims consists of three separate district-scale projects, named “Snap”, “Crackle” and “Pop”, within Quebec’s emerging Leaf River South Lithium Camp (Nunavik), located 200 kilometers WSW of the community of Kuujuaq, QC. Several companies are now active in the area with multiple large land acquisitions having taken place in recent months.

The acquired claims cover some of the highest (99% percentile) lithium, cesium, and rubidium lake sediment anomalies in the entire Government du Quebec lake sediment database (SIGÉOM) that sit within favourable geological hosts of leucotonalites, granites, gneiss, and mafic basalts units. The highly elevated lake sediment samples over favourable

geology associated with regional magnetic structure and documented pegmatites represents an optimal environment for rare-element pegmatites.

“This is a pronounced area of extremely elevated rare-element lake sediment samples hosting documented pegmatites,” said renowned prospector and property vendor, Shawn Ryan. “These sample results, coupled with felsic intrusive activity in structurally prepared ground, provides high exploration merit for Planet Ventures. The ground was identified as highly prospective and staked as a result of these and other datasets,” continued Mr. Ryan.

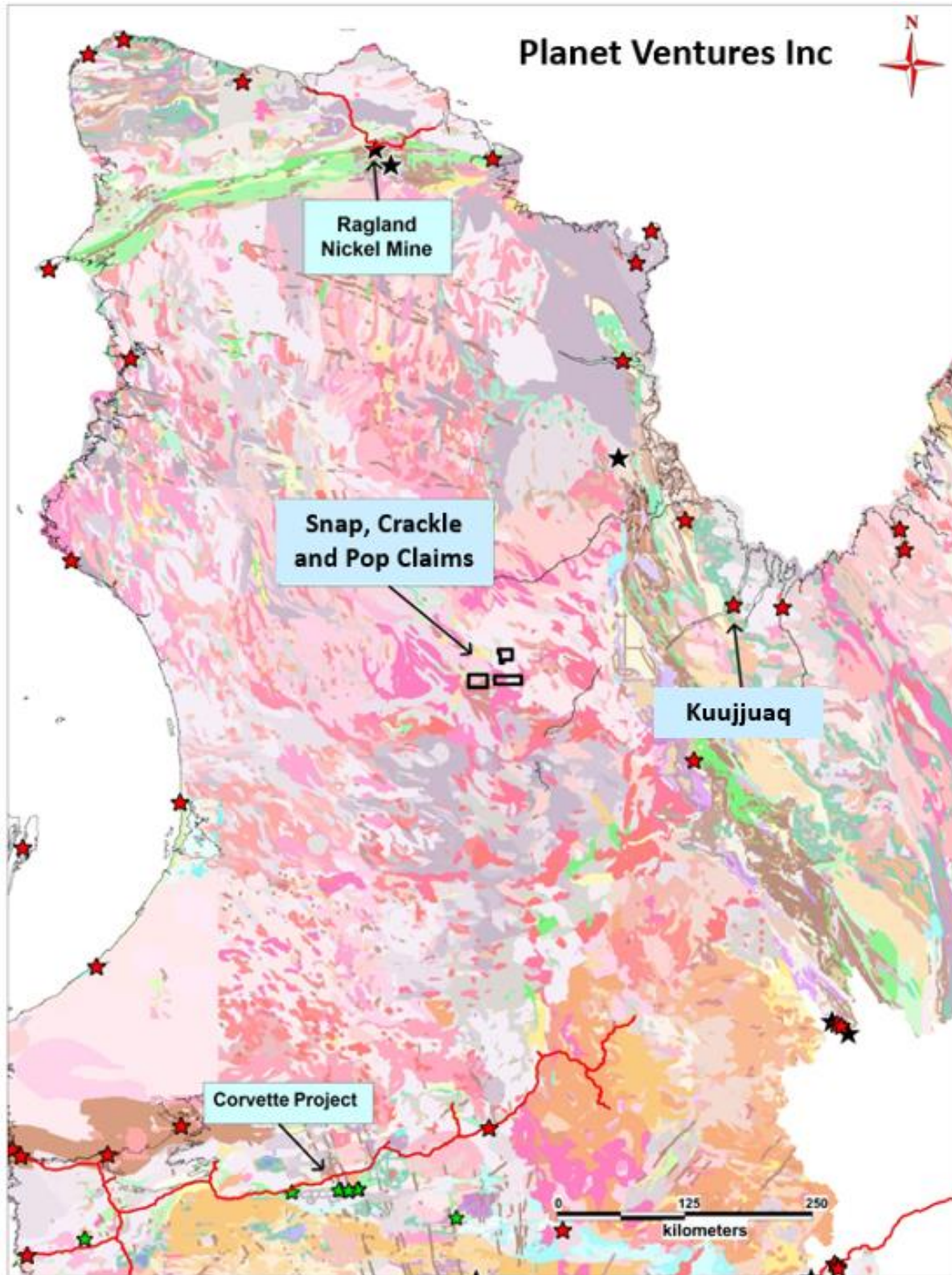


Figure 1: Location of Snap, Crackle and Pop Lithium Projects, Quebec, Canada

The Snap project consists of 396 claims covering 18,364-ha, with three mapped pegmatites. Thirteen (13) lake sediment samples have been collected containing over 28.5 ppm Li (97% percentile), 3 samples over 37.3 ppm Li (99% percentile), 2 samples over 40.1 ppm (99.31% percentile) and 1 sample over 47.8 ppm (99.78% percentile). The ground also contains multiple Cs levels in the 3 ppm (97% percentile) to 6.35 ppm (99.89% percentile) range, and multiple Rb levels over 46 ppm (97% percentile) \*.

\* A percentile is a number where a certain percentage of values fall below the sample result. Thus if 50 ppm Li falls within the 99% percentile, 99% of all the samples taken in the study are below 50 ppm Li.

Crackle comprises 376 claims covering 17,432-ha, with four mapped pegmatites. Twelve (12) lake sediment samples have been collected reporting over 28.5 ppm Li (97%), with 5 samples over 37.3 ppm (99%), and 3 samples over 45.5 (99.69%). Crackle also contains multiple elevated Cs levels in the 3 ppm (97%) to 4.8 ppm (99.64%) range, and multiple Rb levels in the 46 ppm (97%) to 92.7 ppm (99.76%) range.

Pop contains 241 claims covering 11,113-ha, with two known pegmatites. Eight (8) lake sediments samples have been collected in the claim group reporting over 28.5 ppm Li (97%), 4 samples over 37.3 ppm (99%), 2 samples over 46.8 ppm Li (99.74%). The highest lake sediment sample on the property returned 50.6 ppm Li (99.84%). Pop also contains multiple Cs levels in the 3 ppm (97%) to 5.31 ppm (99.79%) range, and multiple Rb levels in the 46 ppm (97%) to 80.3 ppm (99.53%) range.



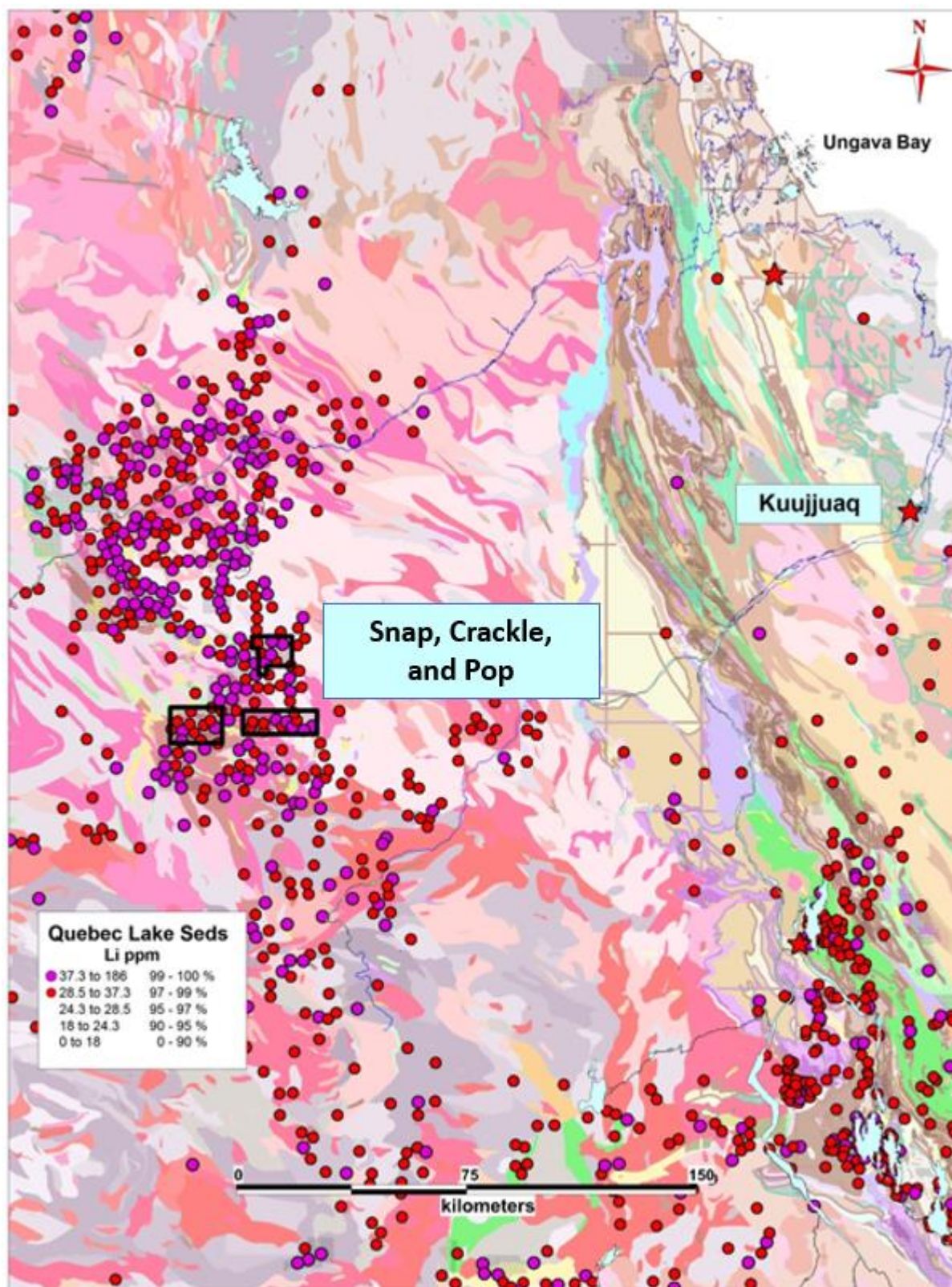


Figure 2: Snap, Crackle and Pop Lake Sediment Li Values

Geology across all claim blocks consists of a mix of leucotonalites, granodiorites, granites, paragneiss, amphibolites, gabbros, and basalts. The magnetic data highlights NW and WNW trending structures which make excellent pathways for fractionating fertile parental melts.

### **Terms**

As consideration for the Potier Claims, the Company has agreed to (i) pay Wildwood \$350,000 in cash, and (ii) issue Ryan and Fage an aggregate of 5,000,000 common shares in the capital of the Company (the “**Consideration Shares**”). The Consideration Shares will be subject to escrow conditions pursuant to which (i) 1/3 of the Consideration Shares will be released from escrow four months and a day after the date on which the Company acquires the Potier Claims (the “**Closing Date**”), (ii) 1/3 of the Consideration Shares will be released eight months after the Closing Date, and (iii) 1/3 of the Consideration Shares will be released twelve months after the Closing Date. Additionally, Subco will grant Ryan a 1% net smelter return royalty on the Potier Claims.

The transaction is at arms-length and expected to be an expedited acquisition pursuant to TSX Venture Exchange (“**TSXV**”) Policy 5.3 – *Acquisitions and Dispositions of Non-Cash Assets*.

### **CEO Appointment**

The Company is also pleased to announce that it has appointed Alexander Klenman as its new Chief Executive Officer. Mr. Klenman brings over two decades of leadership experience in both the public and private sectors to the Company, and currently holds senior management and board positions with multiple public companies, including Leacor Gold Corp., Azincourt Energy Corp., Arbor Metals Corp., and Tisdale Clean Energy Corp., and others.

Planet Ventures Inc. incorporated Planet Ventures Exploration Inc. as it has invested in equity positions in the resource sector and with the acquisition of Snap, Crackle and Pop wants to emphasize the approach it’s taking to the resource space. The appointment of Mr. Klenman as CEO strengthens the Company’s management team by adding significant and relevant experience as it begins the exploration and development stage of the new projects.

### **Qualified Person**

The technical content of this news release has been reviewed and approved by Mike Kilbourne, P. Geo., (OGQ # 1971) who is an independent Qualified Person (QP) as defined in National Instrument 43-101, Standards of Disclosure for Mineral Projects. The QP and the Company has not completed sufficient work to verify the historic information on the properties comprising the Snap, Crackle, and Pop projects, particularly regarding historical exploration and government sponsored programs and sampling methodology.

### **About Planet Ventures**

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: [planetventuresinc.com](http://planetventuresinc.com).

**On behalf of the Board of Directors**

"Christopher Cooper"

Christopher Cooper  
Chief Financial Officer and Director

**INVESTOR RELATIONS CONTACT**

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**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.

Christopher Cooper  
Chief Financial Officer/ Director  
Telephone: 604-681-0084.

**Item 9. Date of Report**

DATED at Vancouver, British Columbia, this 21<sup>st</sup> day of June, 2023.

*(Signed) Christopher Cooper*

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Christopher Cooper  
Chief Financial Officer/Director