

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 August 10, 2023.

Item 3. News Release

News Release dated August 10, 2023 was disseminated and filed on SEDAR on August 10, 2023.

Item 4. Summary of Material Change

Planet Ventures to acquire additional Quebec mineral claims.

Item 5. Full Description of Material Change

VANCOUVER, British Columbia – August 10, 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 413 mineral claims located in the Province of Quebec (the “**Pow Claims**”). It is anticipated that the Pow Claims will be held by the Company’s wholly-owned subsidiary, Planet Ventures Exploration Inc. (“**Subco**”).

As consideration for the Pow Claims, the Company has agreed to (i) pay Wildwood \$125,000 in cash, and (ii) issue to Ryan and Fage, an aggregate of 1,000,000 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 (4) months and a day after the date on which the Company acquires the Pow Claims (the “**Closing Date**”), (ii) 1/3 of the Consideration Shares will be released eight (8) months after the Closing Date, and (iii) 1/3 of the Consideration Shares will be released twelve (12) months after the Closing Date. Additionally, the Company will grant to Ryan, a 1% net smelter return royalty on the Pow Claims.

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

ABOUT PLANET VENTURES

Planet Ventures is an investment issuer listed on the TSXV that is focused on investing in disruptive companies and industries that have high growth potential. Planet Ventures' 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 Ventures' website: <https://planetventuresinc.com/>.

On behalf of the Board of Directors

"Christopher Cooper"

Christopher Cooper
Director

FOR FURTHER INFORMATION, PLEASE 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.

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

Item 9. Date of Report

DATED at Vancouver, British Columbia, this 10th day of August, 2023.

(Signed) Christopher Cooper

Christopher Cooper
Chief Financial Officer/Director