

## 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 February 2, 2024.

**Item 3. News Release**

News Release dated February 2, 2024 was disseminated and filed on SEDAR on February 2, 2024.

**Item 4. Summary of Material Change**

Planet Ventures Inc. announces filing of early warning report.

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

**VANCOUVER, British Columbia – February 2, 2024, - Planet Ventures Inc. (CSE: PXI)** (the “Company” or “Planet Ventures”) announces that on February 1, 2024, the Company acquired 2,777,778 units (“Units”) of Tisdale Clean Energy Corp. (“Tisdale”), a corporation with its head office located at 885 West Georgia Street, Suite 2200, Vancouver, British Columbia, V6C 3E8, at a price of \$0.18 per Unit, for an aggregate purchase price of \$500,000.04 (the “Acquisition”). Each Unit is comprised of one common share in the capital of Tisdale (a “Share”) and one Share purchase warrant (a “Warrant”) entitling the holder thereof to acquire one additional Share at a price of \$0.30 for a period of 24 months from the date of issuance.

The Company acquired the Units pursuant to the second tranche of Tisdale’s non-brokered private placement of Units (the “Offering”). In connection with the completion of the second tranche of the Offering, Tisdale issued 6,362,216 Units at a price of \$0.18 per Unit for aggregate gross proceeds of \$1,145,199.

Prior to the Acquisition, the Company held 1,111,111 Units acquired through the first tranche of the Offering, representing 4.83% of the issued and outstanding Shares on an undiluted basis and 9.66% of the issued and outstanding Shares on a partially diluted basis (based on an aggregate of 22,993,362 Shares issued and outstanding). Following the Acquisition, the Company holds an aggregate of 3,888,889 Units, representing 13.25% of the issued and outstanding Shares on an undiluted basis and 26.5% of the issued and outstanding Shares on a partially diluted basis (based on an aggregate of 29,355,578 Shares issued and outstanding).

The Company acquired the Units for investment purposes. In pursuing such purposes, the Company reserves the right to formulate other plans or make other proposals and take such actions deemed necessary with respect to its investment in Tisdale. Depending on market conditions and other factors, the Company may, from time to time, increase or decrease its beneficial ownership of the securities of Tisdale as deemed appropriate.

This news release is being issued in connection with the filing of an early warning report (the “**Early Warning Report**”) pursuant to the requirements of National Instrument 62-103 – *The Early Warning System and Related Take-Over Bid and Insider Reporting Issues* and National Instrument 62-104 – *Take-Over Bids and Issuer Bids*. A copy of the Early Warning Report will be filed under the Company’s profile on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca) and may also be obtained by contacting: Etienne Moshevich, Chief Executive Officer of the Company, at [info@planetventures.com](mailto:info@planetventures.com) or (604) 681-0084.

### **About the Company**

Planet Ventures is an investment issuer listed on the CSE 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/>.

The Company’s head office is located at 750 West Pender Street, Suite 303, Vancouver, British Columbia, V6C 2T7.

### **ON BEHALF OF THE COMPANY**

*“Etienne Moshevich”*

Etienne Moshevich  
Chief Executive Officer

### **FOR FURTHER INFORMATION, PLEASE CONTACT**

PLANET VENTURES INC.  
Tel: (604) 681-0084  
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.

Etienne Moshevich  
Chief Executive Officer  
Telephone: 604-681-0084

**Item 9.      Date of Report**

DATED at Vancouver, British Columbia, this 2<sup>nd</sup> day of February, 2024.

*(Signed) Etienne Moshevich*

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Etienne Moshevich  
Chief Executive Officer