

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 9, 2024.

Item 3. News Release

News Release dated February 9, 2024 was disseminated and filed on SEDAR on February 9, 2024.

Item 4. Summary of Material Change

Planet Ventures announces non-brokered private placement.

Item 5. Full Description of Material Change

VANCOUVER, British Columbia – February 9, 2024, - Planet Ventures Inc. (CSE: PXI) (the “Company” or “Planet Ventures”) is pleased to announce a non-brokered private placement of up to an aggregate of 100,000,000 common shares in the capital of the Company (each, a “Share”) at a price of \$0.02 per Share, for aggregate gross proceeds of up to \$2,000,000 (the “Offering”).

The Company may pay finder’s fees on the Offering within the amount permitted by the policies of the Canadian Securities Exchange (the “CSE”). The Company intends to use the gross proceeds from the Offering to fund the Company’s continued investment objectives and for general working capital purposes.

Closing of the Offering is subject to a number of conditions, including receipt of all necessary corporate and regulatory approvals, including that of the CSE. All securities issued in connection with the Offering will be subject to a statutory hold period of four (4) months and one (1) day from the date of issuance. The Offering is not subject to a minimum aggregate amount of subscriptions.

The securities of the Company referred to in this press release have not been and will not be registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”), or any state securities laws. Accordingly, the securities of the Company may not be offered or sold within the United States unless registered under the U.S. Securities Act and applicable state securities laws or pursuant to an exemption from the registration requirements of the U.S. Securities Act and applicable state securities laws. This press release does not constitute an offer to sell or a solicitation of any offer to buy

any securities of the Company in any jurisdiction in which such offer, solicitation or sale would be unlawful.

About the Company

Planet Ventures is an investment issuer that is focused on investing in disruptive companies and industries that have high-growth potential. Planet Venture's unique portfolio-driven investment policies provide its investors with access to emerging and high-growth opportunities while working to shield them from any formidable downside with their diversified approach. 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.

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

Item 9. Date of Report

DATED at Vancouver, British Columbia, this 9th day of February, 2024.

(Signed) Etienne Moshevich

Etienne Moshevich
Chief Executive Officer