

FORM 9

AMENDED NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES
(or securities convertible or exchangeable into listed securities)

Please complete the following:

Name of Listed Issuer: Glance Technologies Inc. (the "Issuer").

Trading Symbol: GET

Date: February 24, 2017

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: January 26, 2017 and February 23, 2017

Issued and Outstanding Securities of Issuer Prior to Issuance: 75,374,548

Date of News Release Announcing Private Placement: January 25, 2017.

Closing Market Price on Day Preceding the Issuance of the News Release: \$0.27.

1. Private Placement (if shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition), proceed to Part 2 of this form)

Location of Purchaser	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN\$)	Conversion Price (if Applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date	Describe relationship to Issuer
British Columbia	760,000	\$0.18	\$0.33	NI 45-106 s. 2.3	Not Available	February 24, 2017	Investor
British Columbia	206,000	\$0.18	\$0.33	Existing Shareholder	Not Available	February 24, 2017	Investor
British Columbia	773,443	\$0.18	\$0.33	NI 45-106 s. 2.5	Not Available	February 24, 2017	Investor
British Columbia	555,555	\$0.18	\$0.33	NI 45-106 s. 2.24	17,110,826	February 24, 2017	Insider
Ontario	188,000	\$0.18	\$0.33	NI 45-106 s. 2.3	Not Available	February 24, 2017	Investor

Ontario	65,000	\$0.18	\$0.33	Existing Shareholder	Not Available	February 24, 2017	Investor
Alberta	16,667	\$0.18	\$0.33	Existing Shareholder	Not Available	February 24, 2017	Investor
Alberta	20,000	\$0.18	\$0.33	NI 45-106 s. 2.5	Not Available	February 24, 2017	Investor
Alberta	85,000	\$0.18	\$0.33	NI 45-106 s. 2.3	Not Available	February 24, 2017	Investor

1. Total amount of funds to be raised: \$480,539.90
2. Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. The proceeds will be applied towards the Issuer's expenses from expanding the availability of its mobile payments app for restaurants, Glance Pay; and generally towards operational expenses.
3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: Not Applicable.
4. If securities are issued in forgiveness of indebtedness, provide details and attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities. Not Applicable.
5. Description of securities to be issued: Units consisting of one common share and one-half of one common share purchase warrant ("Units").
 - (a) Class: Common Shares.
 - (b) Number: 2,669,665
 - (c) Price per security: \$0.18.
 - (d) Voting rights: Yes.
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
 - (a) Number: 1,334,831
 - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) : 1,334,831
 - (c) Exercise price: \$0.33.

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- (d) Expiry date: 24 months from date of issuance.
7. Provide the following information if debt securities are to be issued: Not Applicable.
- (a) Aggregate principal amount
- (b) Maturity date
- (c) Interest rate
- (d) Conversion terms
- (e) Default provisions
8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement (including warrants, options, etc.):
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): Echelon Wealth Partners Inc., PI Financial Corp., Leede Jones Gable Inc. and Haywood Securities Inc.
- (b) Cash: 8% of the proceeds raised.
- (c) Securities: Agent's warrants equal to 8% of the number of Units sold under the offering, each Agent's warrant entitling the holder to acquire one common share at a price of \$0.28 for a period of 12 months from the date of grant.
- (d) Other: Not Applicable.
- (e) Expiry date of any options, warrants etc.: 12 months from date of issuance.
- (f) Exercise price of any options, warrants etc.: \$0.18.
9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship:
- Not Applicable.

10. Describe any unusual particulars of the transaction (i.e. tax “flow through” shares, etc.).

Not Applicable.

11. State whether the private placement will result in a change of control.

No.

12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders.

Not Applicable.

13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by National Instrument 45-102..

2. Acquisition

Not Applicable.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.
2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CSE Policy 1).
4. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated: February 24, 2017

Penny Green
Name of Director or Senior Officer

"Penny Green"
Signature

President, Chief Operating Officer &
a Director
Official Capacity