

**FORM 51-102F3**  
**Material Change Report**

**Item 1: Name and Address of Company**

Glance Technologies Inc. (the “**Issuer**”)  
1820 – 925 West Georgia Street  
Vancouver, BC V6C 3L2

**Item 2: Date of Material Change**

October 14, 2016 and October 17, 2016

**Item 3: News Release**

The news release attached as Schedule “A” hereto was issued and disseminated on October 14, 2016 and filed to SEDAR ([www.sedar.com](http://www.sedar.com)). A copy of the news release is attached as Schedule “A” hereto.

The news release attached as Schedule “B” hereto was issued and disseminated on October 18, 2016 and filed to SEDAR ([www.sedar.com](http://www.sedar.com)). A copy of the news release is attached as Schedule “B” hereto.

**Item 4: Summary of Material Change**

On October 14, 2016, the Issuer announced the incorporation of a wholly owned subsidiary, Glance Pay USA, Inc.. On October 18, 2016, the Issuer announced the appointment of Paola Ashton as the Issuer’s Vice President of Business and Client Development.

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

See the news release attached as Schedule “A” and Schedule “B” hereto.

**Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102**

Not applicable.

**Item 7: Omitted Information**

None

**Item 8: Executive Officer**

Desmond Griffin, CEO, President and a Director  
Telephone: 1-888-270-0033

**Item 9: Date of Report**

October 19, 2016

## SCHEDULE "A"



1820-925 West Georgia St.  
Vancouver, BC V6C 3L2  
Stock Exchange: **CSE**  
Symbol: **GET**

1 888 270 0033  
Info@GlancePay.com

## Glance Pay Announces First Step in US Expansion

**October 12, 2016 – Vancouver, B.C.** – Glance Technologies Inc. (CSE:GET.CN / FKT:GJT) is pleased to announce the incorporation of a wholly owned subsidiary, Glance Pay USA Inc. ("Glance USA") was incorporated effective October 11, 2016 with a registered office in Las Vegas, Nevada.

Glance USA's incorporation represents the first step in Glance's planned expansion in the United States. Glance is eager to sign up new restaurant partners with a focus on diversifying the influence of the company's mobile restaurant payment application, Glance Pay.

"Glance Pay is experiencing strong growth in Vancouver and we are eager to bring Glance Pay to major cities across Canada and the United States," says Penny Green, Glance's Chief Operating Officer, "Now that we have set up our US subsidiary, our next step will be to form alliances in the US to set up Glance Pay for rapid growth."

Glance is excited to expand its reach in the United States where restaurant industry sales are projected to be an estimated \$782.7 billion.<sup>1</sup> Glance is also focused on continuing its growth in the Canadian market, where the restaurant industry generates \$75 billion in annual sales.<sup>2</sup>

Glance Pay is currently available for free download in Apple's App Store, Google Play's Android Store or at [GlancePay.com](http://GlancePay.com).

### **About Glance Technologies, Inc.**

Glance Technologies was incorporated in British Columbia in 2014 and owns and operates Glance Pay, a mobile payments app for restaurants. Glance operates Glance Pay from Glance's head office in Vancouver, British Columbia, Canada. Glance's shares commenced trading on the Canadian Securities Exchange on September 7, 2016 under the ticker symbol GET.

For more information about Glance and Glance Pay, please go to [www.glance.tech](http://www.glance.tech) or [www.glancepay.com](http://www.glancepay.com).

### **For more information, contact:**

Christina Rao  
Vice President, Investor Relations  
(604) 723-7480  
[christina@glancepay.com](mailto:christina@glancepay.com)

### **About Glance Technologies Inc.**

Glance Technologies owns and operates Glance Pay, a streamlined payment system that allows customers to pay their restaurant bill instantly with their mobile device. Glance Pay aims to revolutionize how smartphone users choose where to dine, settle their restaurant bills, access their payment records and

<sup>1</sup> National Restaurant Association, "Facts at a Glance" online at [www.restaurant.org](http://www.restaurant.org).

<sup>2</sup> Restaurants Canada, "Key Facts about Canada's Restaurant Industry" online at [www.restaurantscanada.org](http://www.restaurantscanada.org).

interact with their favourite restaurants. Glance Pay intends to become the industry standard as one of the four pillars in restaurant payments, beside credit cards, debit cards and cash. For more information about Glance, please go to [www.glance.tech](http://www.glance.tech) or [www.glancepay.com](http://www.glancepay.com) and follow Glance Technologies and Glance Pay on Facebook, twitter, LinkedIn and Instagram.

**For more information, contact:**

Christina Rao

Vice President, Investor Relations

(604) 723-7480

[christina@glancepay.com](mailto:christina@glancepay.com)

Forward-Looking Statements

This press release contains certain forward-looking statements within the meaning of applicable securities law. Forward-looking statements are frequently characterized by words such as “plan”, “expect”, “project”, “intend”, “believe”, “anticipate”, “estimate” and other similar words, or statements that certain events or conditions “may” or “will” occur. Specifically, the statements referring to Glance’s planned expansion in the United States and Canada, and the statement that Glance will expand its reach in the mobile payments market are forward-looking statements, and there can be no certainty that these statements will prove to be correct.

Although Glance believes that the expectations reflected in the forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct. Such forward-looking statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements.

## SCHEDULE “B”



1820-925 West Georgia St.  
Vancouver, BC V6C 3L2

Stock Exchange: **CSE**  
Symbol: **GET**

1 888 270 0033  
Info@GlancePay.com

# Glance Technologies Continues Aggressive Sales Strategy with Appointment of Vice President of Business & Client Development

**October 18, 2016 – Vancouver, B.C.** – Glance Technologies Inc. (CSE:GET.CN / FKT:GJT) is pleased to announce the appointment of Paola Ashton as Glance’s Vice President of Business and Client Development.

Paola Ashton has a proven track record, with 16 years of client management and sales experience at start-up and digital media companies where she oversaw teams of up to 25 people and the generation of revenues of more than \$15 million per year.

“Glance is leading the industry in a process that exceeds both the restaurant and customer requirements for payments,” says Paola Ashton, “I am extremely passionate about how Glance Pay’s mobile app can enhance both the dining customer’s experience and allow for a best in class payment processing solution for restaurants. Glance Pay has already shown incredible traction and growth potential. I look forward to helping the company lead the mobile payment space.”

Ms. Ashton also has extensive business development, marketing, client relations and eLearning experience. She previously served as Vice President of Sales for Agency Media where her responsibilities included: managing and developing revenue opportunities; implementing essential process practices; and managing company strategy. She also acted as Vice President of Sales at Blink Media Works where she played a key role in developing strategic partnerships and facilitating pivotal sales opportunities. For over a decade, Ms. Ashton served as Director of Sales for Chalk Media and as Vice President of David Chalk Inc., which was purchased by Research in Motion (now Blackberry). Paola holds a degree in Communications Studies from Simon Fraser University and a Broadcast Journalism diploma from the British Columbia Institute of Technology.

As Vice President of Business and Client Development for Glance Technologies, Ms. Ashton will play a key role in adding restaurants to the Glance Pay network, through direct sales to both independently owned restaurants and restaurant chains. Ms. Ashton will also play a crucial role in establishing alliances within the restaurant and hospitality industries.

According to a recent study by Moneris Solutions Corporation, when asked their reasons for not using a mobile wallet, 62 per cent of Canadians said they would be more likely to use it if they

knew it was secure. Further, 50 per cent of Canadians said that they would leave their wallets at home if they could store all their loyalty cards on their phone. Other reasons Canadians are still holding on to their wallets are the inability to receive receipts via email (48 per cent) and store personal identification (41 per cent). Glance Pay addresses all these concerns by offering a mobile payment solutions for restaurants which is highly secure, convenient, includes a seamless, integrated rewards program and receipt tracking and sending via email.

### **About Glance Technologies Inc.**

Glance Technologies owns and operates Glance Pay, a streamlined payment system that allows customers to pay their restaurant bill instantly with their mobile device. Glance Pay aims to revolutionize how smartphone users choose where to dine, settle their restaurant bills, access their payment records and interact with their favourite restaurants. Glance Pay intends to become the industry standard as one of the four pillars in restaurant payments, beside credit cards, debit cards and cash.

For more information about Glance, please go to [www.glance.tech](http://www.glance.tech) or [www.glancepay.com](http://www.glancepay.com) and follow Glance Technologies and Glance Pay on Facebook, twitter, LinkedIn, and Instagram and Vimeo.

### **For more information, contact:**

Christina Rao  
Vice President, Investor Relations  
(604) 723-7480  
[christina@glancepay.com](mailto:christina@glancepay.com)

### Forward-Looking Statements

This press release contains certain forward-looking statements within the meaning of applicable securities law. Forward-looking statements are frequently characterized by words such as “plan”, “expect”, “project”, “intend”, “believe”, “anticipate”, “estimate” and other similar words, or statements that certain events or conditions “may” or “will” occur. Specially, the statement about Glance leading the mobile payment space is a forward-looking statement, and there can be no certainty that this statement will prove to be correct.

Although Glance believes that the expectations reflected in the forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct. Such forward-looking statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements.