

**Form 45-102F1**

**Notice of Intention to Distribute Securities under Section 2.8 of  
NI 45-102 Resale of Securities**

**Reporting issuer**

1. Name of reporting issuer: *Glance Technologies Inc.*

**Selling security holder**

2. Your name: *Desmond Griffin*

3. The offices or positions you hold in the reporting issuer: *Chief Executive Officer and Director*

4. Are you selling securities as a lender, pledgee, mortgagee or other encumbrancer? *No*

5. Number and class of securities of the reporting issuer you beneficially own: *16,308,332 common shares (directly) and 300,000 options (directly)*

**Distribution**

6. Number and class of securities you propose to sell: *948,332 common shares*

7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name. *Privately and on the Canadian Securities Exchange.*

**Warning**

**It is an offence to submit information that, in a material respect and in light of the circumstances in which it is submitted, is misleading or untrue.**

**Certificate**

I certify that

- (1) I have no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed; and
- (2) the information given in this form is true and complete.

Date *March 3, 2017*

Desmond Griffin  
Your name (Selling security holder)

"Desmond Griffin"  
Your signature (or if a company, the signature of your authorized signatory)