

**PLEASE READ THIS MATERIAL CAREFULLY AS YOU ARE REQUIRED TO MAKE A DECISION
PRIOR TO 2:00 P.M. (VANCOUVER TIME) ON April 21, 2017.**

This rights offering circular (this “Circular”) has been prepared by management. No securities regulatory authority or regulator has assessed the merits of these securities or reviewed this Circular. Any representation to the contrary is an offence.

This is the Circular we referred to in the March 16, 2017 rights offering notice (the “Notice”), which you should have already received. Your rights certificate and relevant forms were enclosed with the Notice. This Circular should be read in conjunction with the Notice and our continuous disclosure prior to making an investment decision.

The securities offered hereby have not been and will not be registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”), or the securities laws of any state of the United States. This rights offering circular does not constitute an offer to sell or a solicitation of an offer to buy any of the securities offered hereby within the United States, and the securities offered herein may not be offered or sold in or into the United States or to U.S. persons unless registered under the U.S. Securities Act and applicable state securities laws, or pursuant to an exemption from such registration requirements as described herein. “United States” and “U.S. persons” are as defined in Regulation S under the U.S. Securities Act.

Rights Offering Circular

March 16, 2017

GLANCE TECHNOLOGIES INC.

We currently have sufficient working capital to last three months. We require 100% of the minimum offering to meet our working capital requirements for the next 12 months without other sources of financing.

OFFERING OF RIGHTS TO SUBSCRIBE FOR UNITS AT A PRICE OF \$0.20 PER UNIT

References in this Circular to “we”, “our”, “us” and similar terms are to Glance Technologies Inc. (“**Glance**”). References in this Circular to “you”, “your” and similar terms are to holders of Glance’s common shares. Unless otherwise indicated, references herein to “\$” or “dollars” are to Canadian dollars.

SUMMARY OF THE RIGHTS OFFERING

Why are you reading this Circular?

We are issuing to the holders of our outstanding common shares of record at the close of business on March 29, 2017 (the “**Record Date**”) and who are resident in a province or territory of Canada (the “**Eligible Jurisdictions**”), rights to subscribe for Units (defined below) on the terms described in this Circular. The purpose of this Circular is to provide you with detailed information about your rights and obligations in respect of the rights offering (the “**Rights Offering**”). This Circular should be read in conjunction with the Notice.

What is being offered?

Each holder of common shares of Glance on the Record Date who is resident in an Eligible Jurisdiction will be offered one right (a “**Right**”) for each one common share held.

Who is eligible to receive Rights?

The Rights are being offered only to shareholders resident in Eligible Jurisdictions (“**Eligible Holders**”). Shareholders will be presumed to be resident in the place shown on their registered address, unless the contrary is shown to our satisfaction. Neither the Notice nor this Circular is

to be construed as an offering of the Rights, nor are the common shares issuable upon exercise of the Rights offered for sale, in any jurisdiction outside of Eligible Jurisdictions or to shareholders who are residents of any jurisdiction other than the Eligible Jurisdictions (“**Ineligible Holders**”). Instead, Ineligible Holders will be sent a letter advising them that their Rights will be held by Computershare Investor Services Inc. (the “**Depository**”), who will hold such Rights as agent for the benefit of all such Ineligible Holders. See “*How to exercise the Rights? Who is eligible to receive the Rights?*”

What does one Right entitle you to receive?

Each Right entitles you to subscribe for one-sixth (1/6) of a unit of Glance (each whole unit, a “**Unit**”) at a subscription price of \$0.20 per Unit (the “**Basic Subscription Privilege**”) until 2:00 p.m. (Vancouver time) on April 21, 2017. Therefore, six (6) Rights will be required to purchase one Unit.

Each Unit consists of one common share and one transferable common share purchase warrant, with each warrant exercisable into one common share for a period of 24 months from the issuance date of the Units at an exercise price of \$0.23 per share for the first 6 months and \$0.25 thereafter until expiry. Subscriptions for fractional Units will be rounded down to the nearest whole number. If you exercise your Basic Subscription Privilege in full, you will also be entitled to subscribe pro rata for Units (the “**Additional Units**”) not otherwise purchased, if any, pursuant to the Basic Subscription Privilege (the “**Additional Subscription Privilege**”).

What is the subscription price?

\$0.20 per Unit (the “**Subscription Price**”)

When does the offer expire?

2:00 p.m. (Vancouver time) on April 21, 2017 (the “**Expiry Date**”)

What are the significant attributes of the Rights issued under the Rights Offering and the securities to be issued upon the exercise of the Rights?

Each Right entitles you to subscribe for 1/6 of a Unit at the Subscription Price. The Rights are transferable. See “*How does a Rights holder sell or transfer Rights?*” A Right does not entitle the holder thereof to any rights whatsoever as a securityholder of Glance other than the right to subscribe for and purchase Units on the terms and conditions described herein.

We are authorized to issue an unlimited number of common shares, of which 64,770,329 are issued and outstanding as at the date hereof. Holders of common shares are entitled to dividends if, as and when declared by our directors, to one vote per share at meetings of our shareholders and, upon liquidation, to receive such assets of Glance as are distributable to the holders of the common shares.

What are the minimum and maximum number or amount of Units that may be issued under the Rights Offering?

A minimum of 5,000,000 Units (the “**Minimum Offering**”) and a maximum of 10,795,054 Units (the “**Maximum Offering**”) will be issued under the Rights Offering.

See also “*Soliciting Dealer and Stand-By Commitment*” for a description of certain limits and conditions in respect of MRCC (as defined below).

Where will the Rights and the securities issuable upon the exercise of the

The common shares are listed on the Canadian Securities Exchange (the “**CSE**”) under the trading symbol “GET”.

Rights be listed for trading?

The Rights will trade on the CSE under the trading symbol "GET.RT" until 2:00 p.m. (Vancouver time) on April 21, 2017.

The warrants distributed under the Rights Offering will be listed on the CSE, subject to meeting minimum listing requirements.

FORWARD-LOOKING STATEMENTS

This Circular contains forward-looking statements. All statements, other than statements of historical fact that address activities, events or developments that we believe, expect or anticipate will or may occur in the future are forward-looking statements. These forward-looking statements reflect our current expectations or beliefs based on information currently available to us. Forward-looking statements in this Circular include, without limitation, statements with respect to: our expectations regarding the estimated costs of the Rights Offering and the net proceeds to be available upon completion; the use of proceeds from the Rights Offering and the availability of funds from sources other than the Rights Offering; and our ability to continue as a going concern.

Forward-looking statements are subject to a number of risks and uncertainties that may cause our actual results to differ materially from those discussed in the forward-looking statements and, even if such actual results are realized or substantially realized, there can be no assurance that they will have the expected consequences to, or effects on, us. Factors that could cause actual results or events to differ materially from current expectations include, among other things, uncertainties relating to the availability and cost of funds; closing the Rights Offering; delays in obtaining or failure to obtain required approvals to complete the Rights Offering and the stand-by commitment; the uncertainty associated with estimating costs to complete the Rights Offering, including those yet to be incurred; and other risks related to our business and the Rights Offering and stand-by commitment.

Any forward-looking statement speaks only as of the date on which it is made and, except as may be required by applicable securities laws, we disclaim any intent or obligation to update any forward-looking statement, whether as a result of new information, future events or results or otherwise. Although we believe that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and, accordingly, undue reliance should not be put on such statements due to their inherent uncertainty.

USE OF AVAILABLE FUNDS

What will our available funds be upon the closing of the Rights Offering?

If all Rights are exercised, we will have approximately \$2,272,109 in available funds. If only the Minimum Offering is subscribed for, we will have approximately \$1,229,000 in available funds. We expect the Minimum Offering from the Rights Offering will be sufficient to meet our working capital requirements for the 12 months from the date of this Circular.

		Assuming Minimum Offering (\$)	Assuming 50% of offering (\$)	Assuming 75% of offering (\$)	Assuming 100% of offering (\$)
A	Amount to be raised by this offering	1,000,000	1,079,505	1,619,257	2,159,010
B	Selling commissions and fees ⁽¹⁾	130,000	137,950	191,925	245,901
C	Estimated offering costs (e.g., legal,	35,000	35,000	35,000	35,000

		Assuming Minimum Offering (\$)	Assuming 50% of offering (\$)	Assuming 75% of offering (\$)	Assuming 100% of offering (\$)
	accounting, audit)				
D	Available funds: D = A - (B+C)	835,000	906,555	1,392,332	1,878,109
E	Additional sources of funding	n/a	n/a	n/a	n/a
F	Working capital deficiency	(394,000) ⁽²⁾	(394,000) ⁽²⁾	(394,000) ⁽²⁾	(394,000) ⁽²⁾
G	Total: G = (D+E) - F	1,229,000	1,300,555	1,786,332	2,272,109

⁽¹⁾ Represents fees payable to MRCC. See "Soliciting Dealer and Stand-by Commitment".

⁽²⁾ Represents positive working capital.

How will we use the available funds?

We plan to use the net proceeds of the Rights Offering to continue research and development of our Glance Pay app, to expanding the availability of our Glance Pay app and other marketing services, and for general corporate purposes.

Description of intended use of available funds listed in order of priority	Assuming Minimum Offering (\$)	Assuming 50% of offering (\$)	Assuming 75% of offering (\$)	Assuming 100% of offering (\$)
Research and Development	331,830 ¹	351,150 ¹	482,310 ¹	613,470 ¹
Expansion of the Glance Pay app, including all sales and marketing	403,890 ²	427,405 ²	587,045 ²	746,690 ²
General corporate purposes	493,280 ³	522,000 ³	716,977 ³	911,949 ³
Total: (Equal to G above)	1,229,000	1,300,555	1,786,332	2,272,109

1. \$120,000 of which will be paid to Angela Griffin, our Chief Technology Officer.
2. \$100,000 of which will be paid to Paola Ashton, our Vice President of Business and Client Development; \$36,000 of which will be paid to Christina Rao, our Vice President of Investor Relations; and \$43,600 of which will be paid to Peter Haggarty, our Chief Marketing Officer.
3. \$120,000 of which will be paid to Desmond Griffin, our Chief Executive Officer and a Director; \$120,000 of which will be paid to Penny Green, our President, Chief Operating Officer and a Director.

We anticipate that we will use the available funds allocated towards research and development primarily to continue developing the core functionalities of our payment processing technology, including: faster payment methods, improving and adding to our ability to integrate the Glance Pay app into restaurants' pre-existing Point of Sale systems, improving the app's promotional capabilities and enhancing its analytic functions. We also intend to use the available funds to develop the Glance Pay app's functionality for quick-serve restaurants, and to modify the Glance Pay app for use in different vertical markets.

We estimate that we will use approximately 50% of the available research and development funds to continue developing the core functionalities of our payment processing technology over the next twelve months. We estimate that we will use approximately 25% of the available research and development funds to develop the Glance Pay app's functionality for quick-serve restaurants, which we plan to bring to commercial availability over the next three months, and we estimate that we will use the remaining 25% of the available research and development funds over the next six months to modify the app for use in different vertical markets and begin offering the modified version to these markets.

We conduct our research and development through our three full-time developers, all of whom are employees. We have already reached commercial availability with our Glance Pay app; however, we are constantly innovating and developing new features and offerings through the app.

We intend to spend the available funds as stated. We will reallocate funds only for sound business reasons.

We have not attained profitable operations and are dependent upon obtaining financing to pursue our proposed exploration activities. For these reasons there is substantial doubt that we will be able to continue as a going concern.

How long will the available funds last?

We estimate that the Minimum Offering proceeds from the Rights Offering will provide sufficient funds to last at least 12 months.

Our only present means of acquiring investment capital is by means of the sale of our common shares. Although we are generating revenues, we have not yet reached profitable operations, and do not anticipate doing so until Q3 2018. There is no assurance that we will be able to raise additional financing in the future, or that we will achieve profitable operations.

INSIDER PARTICIPATION

Will insiders be participating?

Upon reasonable inquiry, as of the date of this Circular, it is not known whether insiders (as defined in applicable Canadian securities legislation) intend to participate in the Rights Offering.

Who are the holders of 10% or more of our securities before and after the Rights Offering?

To the knowledge of the directors and senior officers of Glance, as at the date hereof, no person or company beneficially owns, directly or indirectly, or controls or directs more than 10% of any class of Glance's voting securities, other than as set out below.

Name	Holdings before the offering	Holdings after the offering
Penny Green	17,665,339 common shares (27%) ⁽¹⁾⁽²⁾⁽⁵⁾	20,609,561 common shares (27%) ⁽³⁾
Desmond Griffin	16,308,332 common shares (25%) ⁽¹⁾⁽⁴⁾⁽⁵⁾	19,026,387 common shares (25%) ⁽³⁾

⁽¹⁾ Based on 64,770,329 issued and outstanding common shares.

⁽²⁾ 11,966,381 of which are held directly by Penny Green, 350,000 of which are held by a company controlled by Penny Green, and 5,050,000 of which are held by a family trust of which Penny Green is the sole trustee.

⁽³⁾ Based on 75,565,054 issued and outstanding common shares, assuming the issuance of 100% of the Units under the Rights Offering and full exercise of the shareholder's Basic Subscription Privilege.

- (4) All of which are held directly by Desmond Griffin.
- (5) Immediately after we announce the Rights Offering, Penny Green and Desmond Griffin intend to sell an aggregate of 2,000,000 common shares at a price to be determined based on the current market price of our common shares.

DILUTION

If you do not exercise your Rights, by how much will your security holdings be diluted?

Assuming that we issue the maximum number of Units under the Rights Offering and you do not subscribe for any Units, your shareholdings will be diluted by approximately 14%, excluding additional dilution that may result from the exercise of warrants forming part of the Units.

SOLICITING DEALER AND STAND-BY COMMITMENT

Who is the soliciting dealer/stand-by guarantor and what are the fees?

We have entered into an exclusive soliciting dealer and stand-by commitment agreement with Mackie Research Capital Corporation (“**MRCC**”) dated March 16, 2017. MRCC will use commercially reasonable efforts to assist us in soliciting the exercise of Rights in the Eligible Jurisdictions.

MRCC has also agreed to a limited stand-by commitment whereby it will purchase up to but not exceeding \$1,000,000 worth of Units (the “**Stand-by Guarantee**”) in order to achieve the Minimum Offering. For example, if we have received subscriptions for \$600,000 of Units by the Expiry Date, then MRCC will be obligated to purchase \$400,000 of Units under the Stand-by Guarantee in order to complete the Minimum Offering. In the event that we receive subscriptions for none of Units by the Expiry Date, then MRCC will be obligated to purchase \$1,000,000 of Units under the Stand-by Guarantee.

We will pay MRCC a fee of \$30,000 plus disbursements and applicable taxes, and a cash commission of 10% of the gross proceeds raised under the Rights Offering (the “**Commission**”). The Commission will be payable from the proceeds of the offering. We will also grant MRCC non-transferable broker options (the “**Soliciting Dealer Options**”) entitling MRCC to acquire that number of Units equal to 25% of the number of Units distributed pursuant to the rights offering for proceeds of up to \$1,000,000 and 10% of the remaining number of Units distributed pursuant to the Rights Offering, with each Soliciting Dealer Option exercisable at a price of \$0.20 to acquire one Unit for a period of 24 months from the date of the closing of the Rights Offering.

Have we confirmed that MRCC has the financial ability to carry out its stand-by commitment?

Yes.

What are the security holdings of MRCC before and after the Rights Offering?

Class of Security		Holdings before the offering ⁽¹⁾	Holdings after the offering if MRCC subscribes for the entire Stand-by Guarantee ⁽²⁾⁽³⁾	Holdings after the offering if MRCC subscribes for none of the Stand-by Guarantee ⁽²⁾⁽⁴⁾
Units	Common Shares	Nil	5,000,000 (7%)	Nil
	Warrants	Nil	5,000,000	Nil
Soliciting Dealer Options		Nil	1,250,000	1,829,505

⁽¹⁾ Based on 64,770,329 issued and outstanding common shares as of the date of this Circular.

- (2) MRCC is only obligated to fulfil the Stand-by Guarantee if other Rights holders subscribe for less than the Minimum Offering.
- (3) Based on 69,770,329 issued and outstanding common shares, assuming the Minimum Offering is met.
- (4) Based on 75,565,383 issued and outstanding common shares, assuming the Maximum Offering is met. If the Minimum Offering is met without MRCC subscribing for any Rights, MRCC will not hold any common shares after the Rights Offering.

Does the soliciting dealer have a conflict of interest?

No.

HOW TO EXERCISE THE RIGHTS

How does a security holder that is a registered holder participate in the Rights Offering?

If you are a registered holder of common shares, a certificate (the "**Rights Certificate**") representing the total number of transferable Rights to which you are entitled as of the Record Date has been mailed to you with a copy of the Notice. To exercise the Rights represented by the Rights Certificate, you must complete and deliver the Rights Certificate in accordance with the instructions set out below. Rights not exercised at or prior to 2:00 p.m. (Vancouver time) on the Expiry Date (the "**Expiry Time**") will be void and of no value. The method of delivery is at the discretion and risk of the holder of the Rights Certificate and delivery to the Depositary will only be effective when actually received by the Depositary at its office. See "*Appointment of Depositary – Who is the Depositary?*" Rights Certificates and payments received after the Expiry Time will not be accepted.

In order to exercise your Rights you must:

1. **Complete and sign Form 1 on the Rights Certificate.** The maximum number of Rights that you may exercise under the Basic Subscription Privilege is shown in the box on the upper right hand corner of the face of the Rights Certificate. If you complete Form 1 so as to exercise some but not all of the Rights evidenced by the Rights Certificate, you will be deemed to have waived the unexercised balance of such Rights, unless you otherwise specifically advise the Depositary at the time the Rights Certificate is surrendered to the Depositary.
2. **Additional Subscription Privilege.** Complete and sign Form 2 on the Rights Certificate only if you also wish to participate in the Additional Subscription Privilege. See "*How to Exercise the Rights? – What is the Additional Subscription Privilege?*"
3. **Enclose payment in Canadian funds by certified cheque, bank draft or money order payable to the order of Computershare Investor Services Inc.** In order to purchase one Unit, you must own six (6) Rights and pay a price of \$0.20 per Unit. In addition to the amount payable for any Units you wish to purchase under the Basic Subscription Privilege, you must also pay the amount required for any Units subscribed for under the Additional Subscription Privilege.
4. **Delivery.** Deliver or mail the completed Rights Certificate and payment in the enclosed return envelope addressed to the Depositary so that it is received before the Expiry Time. If you are mailing your documents, registered mail is recommended. Please allow sufficient time to avoid late delivery.

The signature of the Rights Certificate holder must correspond in every particular with the name that appears on the face of the Rights Certificate.

Signatures by a trustee, executor, administrator, guardian, attorney, officer of a company or any person acting in a fiduciary or representative capacity should be accompanied by evidence of authority satisfactory to the Depositary. We will determine all questions as to the validity, form, eligibility (including

time of receipt) and acceptance of any subscription in our sole discretion. Subscriptions are irrevocable. We reserve the right to reject any subscription if it is not in proper form or if the acceptance thereof or the issuance of Units pursuant thereto could be unlawful. We also reserve the right to waive any defect in respect of any particular subscription. Neither we nor the Depositary is under any duty to give any notice of any defect or irregularity in any subscription, nor will we be liable for the failure to give any such notice.

How does a security holder that is not a registered holder participate in the Rights Offering?

You are a beneficial Eligible Holder if you hold your common shares through a securities broker or dealer, bank or trust company or other participant (a "**Participant**") in the book-based system administered by CDS Clearing and Depository Services Inc. ("**CDS**"). The total number of Rights to which all beneficial Eligible Holders as of the Record Date are entitled will be issued to CDS and will be deposited with CDS following the Record Date. We expect that each beneficial Eligible Holder will receive a confirmation of the number of Rights issued to it from the applicable Participant in accordance with the practices and procedures of that Participant. CDS will be responsible for establishing and maintaining book-entry accounts for Participants holding Rights.

Neither we nor the Depositary will have any liability for (i) the records maintained by CDS or Participants relating to the Rights or the book-entry accounts maintained by them, (ii) maintaining, supervising or reviewing any records relating to such Rights, or (iii) any advice or representations made or given by CDS or Participants with respect to the rules and regulations of CDS or any action to be taken by CDS or Participants.

If you are a beneficial Eligible Holder:

1. to exercise your Rights held through a Participant, you must instruct such Participant to exercise all or a specified number of such Rights, and forward to such Participant the Subscription Price for each Unit that you wish to subscribe for; and
2. you may subscribe for Additional Units pursuant to the Additional Subscription Privilege by instructing such Participant to exercise the Additional Subscription Privilege in respect of the number of Additional Units you wish to subscribe for, and forwarding to such Participant the Subscription Price for such Additional Units requested.

Any excess funds will be returned to the applicable Participant for the account of the beneficial holder, without interest or deduction.

Can I combine, exchange or divide my Rights Certificate?

Rights Certificates may be combined, divided or exchanged by delivering such Rights Certificates, accompanied by appropriate instructions or a completed Form 4 on the Rights Certificate, to the office listed under the heading "*Appointment of Depositary – Who is the Depositary?*". Rights Certificates must be surrendered for division, combination or exchange by such date as will permit new Rights Certificates to be issued and used by the holder thereof prior to the Expiry Time.

Who is eligible to receive Rights?

The Rights Offering is only being made to Eligible Shareholders. The Rights are not being offered to persons who are or appear to be, or we have reason to believe are, resident in Ineligible Jurisdictions, nor will we accept subscriptions from any shareholder or from any transferee of Rights who is or appears to be, or who we have reason to believe is, resident in an Ineligible Jurisdiction. Rights Certificates will not be distributed to any shareholders whose addresses of record are in any Ineligible Jurisdiction ("**Ineligible Shareholders**"). Rights may not be exercised by or on behalf of an Ineligible Shareholder. CDS Participants may not issue Rights to Ineligible Shareholders.

Shareholders will be presumed to be resident in the place of their registered address, unless the contrary is shown to our satisfaction. A registered Ineligible Shareholder whose address of record is outside the Eligible Jurisdictions but who holds common shares on behalf of a holder who is eligible to participate in the Rights Offering must notify us, in writing, on or before the tenth day prior to the Expiry Date if such beneficial holder wishes to participate in the Rights Offering.

Rights delivered to brokers, dealers or other intermediaries may not be delivered by those intermediaries to beneficial shareholders who are resident in Ineligible Jurisdictions. Intermediaries receiving Rights that would otherwise be deliverable to Ineligible Shareholders may attempt to sell those Rights for the accounts of such Ineligible Shareholders and should deliver the proceeds of sale to such persons.

What is the Additional Subscription Privilege and how can you exercise this privilege?

A holder of a Rights Certificate who is not an Ineligible Shareholder and who has exercised all the Rights evidenced by such Rights Certificate may subscribe for Additional Units, if available, at the Subscription Price. Additional Units will be allocated from those Units, if any, available as a result of Rights that are unexercised by the Expiry Time. A holder who exercises the Additional Subscription Privilege will receive the lesser of (i) the number of Units that holder subscribes for under the Additional Subscription Privilege, and (ii) the number of Units that is equal to the aggregate number of Units available through unexercised Rights multiplied by the quotient of the number of Rights previously exercised by such holder under the Rights Offering divided by the aggregate number of Rights previously exercised under the Rights Offering by holders of Rights that have subscribed for Units under the Additional Subscription Privilege.

A Rights holder may subscribe for Additional Units by (i) completing Form 2 on the Rights Certificate, and (ii) delivering the Rights Certificate, together with payment for those Additional Units, to the Depositary on or before the Expiry Time. If payment for all Additional Units subscribed for pursuant to the Additional Subscription Privilege does not accompany the subscription, the over-subscription will be invalid.

If the Rights Offering is fully subscribed, then the funds included for any over-subscriptions will be returned by us to the relevant shareholders. If the offering is not fully subscribed, certificates representing the common shares and warrants underlying the Units due to shareholders as a result of over-subscriptions will be delivered by us together with the certificates representing such securities due to those shareholders pursuant to their subscriptions in accordance with the Basic Subscription Privilege. In addition, we will return to any over-subscribing shareholder within 30 calendar days of the Expiry Date any excess funds paid in respect of an over-subscription for Units where the number of Additional Units available to that shareholder is less than the number of Additional Units subscribed for. No interest will be payable by us in respect of any excess funds returned to shareholders.

How does a Rights holder sell or transfer Rights?

The Rights will trade on the CSE under the trading symbol "GET.RT" until 2:00 p.m. (Vancouver time) on April 21, 2017. Holders of Rights Certificates not wishing to exercise their Rights may sell or transfer them directly or through their securities broker or dealer at the shareholder's expense, subject to any applicable resale restrictions. Rights Certificates will not be registered in the name of an Ineligible Shareholder. Holders of Rights Certificates may elect to exercise only a part of their Rights and dispose of the remainder, or dispose of all of their Rights. Any commission or other fee payable in connection with the exercise or any trade of Rights is the responsibility of the holder of such Rights. Depending on the number of Rights a holder may wish to sell, the commission payable in connection with a sale of Rights could exceed the proceeds received from such sale.

When can you trade securities issuable upon the exercise of your Rights?

The common shares underlying the Units issuable upon the exercise of your Rights will be listed on the CSE under the trading symbol "GET" and will be available for trading on or about April 26, 2017.

Are there restrictions on the resale of securities?

The common shares and warrants that comprise the Units issuable upon exercise of Rights distributed to shareholders in the Eligible Jurisdictions may be resold without hold period restrictions under applicable securities laws of the Eligible Jurisdictions provided that: (i) the sale is not by a “control person” of Glance; (ii) no unusual effort is made to prepare the market or create a demand for the securities being resold; (iii) no extraordinary commission or consideration is paid to a person or company in respect of the resale; and (iv) if the selling security holder is an insider or officer of Glance, the selling security holder has no reasonable grounds to believe that Glance is in default of securities legislation.

The Rights and Units issuable upon the exercise thereof may not be offered, sold, pledged or transferred, directly or indirectly, in the United States or to, or for the account or benefit of, any U.S. Person.

Will we issue fractional underlying securities upon exercise of the Rights?

No. Where the exercise of Rights would appear to entitle a holder of Rights to receive a fractional Unit, the holder’s entitlement will be reduced to the next lowest whole number of Units.

APPOINTMENT OF DEPOSITARY

Who is the Depositary?

Computershare Investor Services Inc. is the depositary for the Rights Offering. The Depositary has been appointed to receive subscriptions and payments from holders of Rights and to perform the services relating to the exercise and transfer of the Rights.

What happens if we do not raise the minimum offering amount or if we do not receive funds from the stand-by guarantor?

We have entered into an agreement with the Depositary under which the Depositary will return the money held by it to holders of rights that have already subscribed for Units under the Rights Offering, if we do not raise the Minimum Offering or receive funds from MRCC. However, as we have a stand-by guarantee from MRCC to raise the Minimum Offering regardless of the value of subscriptions received from holders of Rights, we are guaranteed to raise the Minimum Offering.

ADDITIONAL INFORMATION

Where can you find more information about us?

You can access our continuous disclosure documents filed with Canadian securities regulators under our issuer profile at www.sedar.com.

MATERIAL FACTS AND MATERIAL CHANGES

There is no material fact or material change about us that has not been generally disclosed.