

**Form 51-102F3**

**MATERIAL CHANGE REPORT**

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

Glance Technologies Inc. (the "Issuer")  
200 – 1238 Homer Street  
Vancouver, BC V6B 2Y5

**Item 2: Date of Material Change**

May 1, 2017

**Item 3: News Release**

A news release was issued and disseminated on May 2, 2017 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule "A" hereto.

**Item 4: Summary of Material Change**

On May 1, 2017, the Issuer, as a result of receiving indications of interest in its rights offering past the expiry deadline, closed the second tranche of a private placement for an aggregate of 250,000 units ("Units") resulting in aggregate gross proceeds of \$50,000. Each Unit consists of one common shares and one common share purchase warrant, with each warrant exercisable into one common share at a price of \$0.23 per share for the first 6 months and \$0.25 thereafter until the warrants expire 24 months from the issuance date of the Units.

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

See the news release attached as Schedule "A".

**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, Chief Executive Officer  
Telephone: 1-888-270-0033

**Item 9: Date of Report**

May 5, 2017

## Schedule "A"

### NEWS RELEASE

## GLANCE TECHNOLOGIES ANNOUNCES CLOSING OF PRIVATE PLACEMENT

**May 1, 2017 – Vancouver, B.C.** – Glance Technologies Inc. (OTCQB:GLNNF) (CSE:GET.CN) (CSE:GET.RT) (FKT:GJT) announces that in addition to the closing of its rights offering on April 27, 2017 and the first tranche of its private placement on April 28, 2017, it has closed the second tranche of its private placement by issuing an additional 250,000 units("Units") at a price of \$0.20 per Unit, for aggregate gross proceeds from the private placement and rights offering of \$1,866,104 from the issuance of 9,330,520.

Each Unit consists of one common share and one common share purchase warrant, with each warrant exercisable into one common share at a price of \$0.23 per share for the first 6 months and \$0.25 thereafter until the warrants expire 24 months from the issuance date of the Units.

The proceeds of the private placement will be used primarily towards further development of the Glance Pay app's features, marketing, and sales.

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

Glance Technologies owns and operates Glance Pay, a streamlined payment system that revolutionizes how smartphone users choose where to dine, order food & drink, settle bills, access digital receipts, earn great rewards, & interact with merchants. Glance is building a valuable network of merchants and consumers, and offers targeted in-app marketing, social media marketing, customer feedback, in-merchant messaging and custom rewards programs. The Glance Pay mobile payment system consists of proprietary technology, which includes user apps available for free downloads in IOS (Apple) and Android formats, a merchant manager apps, large scale technology hosting environment with sophisticated anti-fraud technology and lightning fast payment processing.

For more information about Glance, please go to **Glance Technologies' website**

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

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Vice President, Investor Relations  
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*Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.*

### **Forward-Looking Statements**

*This press release contains forward-looking information or forward-looking statements including the completion of the rights offering (collectively "forward- looking information") within the*

*meaning of applicable securities laws. Forward- looking information is typically identified by words such as: "believe", "expect", "anticipate", "intend", "estimate", "potentially" and similar expressions, or are those, which, by their nature, refer to future events. Glance cautions investors that any forward-looking information provided by Glance is not a guarantee of future results or performance, and that actual results may differ materially from those in forward-looking information as a result of various factors. The reader is referred to Glance's public filings for a more complete discussion of such risk factors and their potential effects which may be accessed through the Glance's profile on SEDAR at [www.sedar.com](http://www.sedar.com).*