

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

October 19, 2017, October 17, 2017 and September 26, 2017

Item 3: News Release

News releases were issued and disseminated on September 26, 2017, October 1, 2017 and October 18, 2017 and filed to SEDAR (www.sedar.com). A copy of the news releases are attached as Schedule “A” hereto.

Item 4: Summary of Material Change

On September 27, 2017 the Issuer closed the first tranche of a non-brokered private placement (“**Private Placement**”) for 3,000,000 units at \$0.40 per unit.

Each unit consists of one common share and one share purchase warrant which entitles the holder to acquire an additional share at a price of \$0.75 per share for a period of 12 months from closing. No finder’s fees were paid in connection with this closing but finders fees of 10% cash and warrants to buy units equal to 10% of the number of units sold may be paid on the next tranche of the financing which is anticipated to close on October 5, 2017.

On October 17, 2017 the Issuer announced an over-allotment to the Private Placement up to 7,500,000 units and a finder’s fee of 10% cash and 10% warrants (the “**Warrants**”) will be paid in connection with the Offering. Each Warrant is exercisable at \$0.40 per Unit and consists of one common share and one share purchase warrant entitling the holder to purchase an additional common share in the capital of Glance at an exercise price of \$0.75 for one year from issuance.

Glance plans to use the proceeds of the Offering for expanding its engineering team, U.S. expansion and general working capital.

On October 19, 2017 the Issuer closed a second and final tranche of the Private Placement for proceeds of \$3,180,000. Finder’s fees of 10% cash and 10% warrants are being paid to certain finders in connection with financing.

Item 5: Full Description of Material Change

See the news releases attached as Schedule “A” 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 and a Director
Telephone: 1-888-270-0033

Item 9: Date of Report

October 19, 2017

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Glance Technologies Announces Closing of First Tranche of Private Placement

September 26, 2017 – Vancouver, B.C. – Glance Technologies Inc. (CSE: GET.CN / FKT: GJT) is pleased to announce the first tranche for 3,000,000 units of previously announced non-brokered financing at \$0.40 per unit will close on September 27, 2017.

Each unit consists of one common share and one share purchase warrant which entitles the holder to acquire an additional share at a price of \$0.75 per share for a period of 12 months from closing. No finder's fees were paid in connection with this closing but finders fees of 10% cash and warrants to buy units equal to 10% of the number of units sold may be paid on the next tranche of the financing which is anticipated to close on October 5, 2017.

This press release does not constitute an offer to sell or a solicitation of an offer to buy securities in the United States. The securities referenced herein have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities laws and may not be offered or sold in the United States except in compliance with one or more exemptions from the registration requirements of the U.S. Securities Act and applicable state securities laws.

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 goods and services, make payments, access digital receipts, redeem digital deals, earn great rewards & interact with merchants. Glance is building a valuable network of merchants and consumers, and offers targeted in-app marketing, geo targeted digital coupons, 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, merchant manager apps, a large scale technology hosting environment with sophisticated anti-fraud technology and lightning fast payment processing. Glance Pay has entered into significant licensing agreements to access the cannabis and fitness and wellness industries through Active Pay Distribution Inc. and Cannapay Financial Inc.

About Cannapay Financial Inc.

Cannapay is a partially owned subsidiary of Glance Technologies. Cannapay combines traditional financial services with innovative technology to provide enhanced digital financial services to legally operating businesses in the cannabis industry. Cannapay currently has two apps in development leveraging the Glance Pay mobile payment system. Both apps are available for international licensing.

For more information about Glance, please go to www.glance.tech.

For more information, contact:

Christina Rao
Vice President, Investor Relations
(604) 723-7480
investors@glancepay.com

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 (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 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.

Glance Announces Over-Allotment for Over-Subscription

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October 17, 2017 – Vancouver, B.C. – Glance Technologies Inc. (CSE: **GET.CN** / FKT: **GJT**). Further to the Glance's news release of September 25, 2017 announcing a 3,500,000 Unit Offering at \$0.40 per Unit, Glance announces the over-allotment will be up to 7,500,000 units.

In addition, Glance announces a finder's fee of 10% cash and 10% warrants (the "**Warrants**") will be paid in connection with the Offering. Each Warrant is exercisable at \$0.40 per Unit and consists of one common share and one share purchase warrant entitling the holder to purchase an additional common share in the capital of Glance at an exercise price of \$0.75 for one year from issuance.

Glance plans to use the proceeds of the Offering for expanding its engineering team, U.S. expansion and general working capital.

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GLANCE ANNOUNCES OVER \$9 MILLION IN CASH ON HAND AND CLOSING OF FINANCING

October 19, 2017 – Vancouver, B.C. – Glance Technologies Inc. (CSE: GET.CN / OTCQB: GLNNF / FKT: GJT) is pleased to announce it has now has over \$9,000,000 in cash and today closes \$3,180,000 for the second and final tranche of its financing announced September 25, 2017 for \$0.40 units. Each unit consists of one common share and one share purchase warrant which entitles the holder to acquire an additional share at a price of \$0.75 per share for a period of 12 months from closing. Finder's fees of 10% cash and 10% warrants are being paid to certain finders in connection with financing.

“Being well capitalized enables us to pursue a number of initiatives including US expansion, mobile technology platform development, joint ventures, cryptocurrency, and blockchain, as well as other opportunities we are currently exploring,” says Glance CEO Desmond Griffin, “We believe being well funded is a valuable competitive advantage, particularly at this exciting time for mobile payments, blockchain, & cryptocurrencies.”

Spiros Margaris, named worldwide #1 FinTech influencer and Glance Advisor says, “Glance Technologies is well prepared and positioned to execute its expansion strategy successfully in 2018. I am very excited to be part of this success story.”

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