

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

December 27, 2017

Item 3: News Release

The news release attached as Schedule "A" hereto was issued and disseminated on December 27, 2017 by Marketwired and filed on SEDAR (www.sedar.com) on December 27, 2017. A copy of the news release is attached as Schedule "A" hereto.

Item 4: Summary of Material Change

The Issuer closed the previously announced bought deal public offering (the "Offering") of 3,684,000 units of the Company (the "Units") at a price of C\$3.00 per Unit (the "Offering Price") pursuant to an underwriting agreement (the "Underwriting Agreement") with Echelon Wealth Partners Inc. and PI Financial Corp. as co-lead underwriters, (together, the "Underwriters") for gross proceeds to the Company of approximately \$11,052,000. Pursuant to the Underwriting Agreement, the Underwriters have been granted an over-allotment option that may be exercised for a period of 30 days from the closing of the Offering to purchase 552,600 additional Units at the Offering Price.

Item 5: Full Description of Material Change

On December 27, 2017 the Issuer closed the previously announced bought deal public offering (the "Offering") of 3,684,000 units of the Company (the "Units") at a price of C\$3.00 per Unit (the "Offering Price") pursuant to an underwriting agreement (the "Underwriting Agreement") with Echelon Wealth Partners Inc. and PI Financial Corp. as co-lead underwriters, (together, the "Underwriters") for gross proceeds to the Company of approximately \$11,052,000. Pursuant to the Underwriting Agreement, the Underwriters have been granted an over-allotment option that may be exercised for a period of 30 days from the closing of the Offering to purchase 552,600 additional Units at the Offering Price.

Each Unit consists of one common share of the Company (each, a "Unit Share") and one unit purchase warrant (each, a "Unit Warrant"). Each Unit Warrant is exercisable into one unit (each, a "Subsequent Unit") at an exercise price of \$3.84 per Subsequent Unit for a period of 12 months following the closing of the Offering. Each Subsequent Unit consists of one common share of the Company (each, a "Subsequent Unit Share") and one common share purchase warrant (each, a "Share Warrant") exercisable at an exercise price of \$5.00 per common share ("Common Share") for a period of 24 months following the closing of the Offering. Both the Unit Warrants and the Share Warrants are transferable by the holders thereof.

In consideration for the services provided by the Underwriters and pursuant to the Underwriting Agreement, the Underwriters received a cash commission equal to 7% of the gross proceeds raised under the Offering and Units equal to 7% of the total number of Units sold under the Offering.

Glance now has over \$17,400,000 cash in the bank to pursue its business goals.

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

Not applicable.

Item 7: Omitted Information

None

Item 8: Executive Officer

Penny Green, CEO and a Director
Telephone: 1-855-288-6044

Item 9: Date of Report

December 28, 2017

SCHEDULE "A"



200-1238 Homer Street
Vancouver, BC V6B 2V5
Stock Exchange: CSE
Symbol: GET

1 888 270 0033
Info@GlancePay.com
Corporate: Glance.tech

GLANCE TECHNOLOGIES INC. COMPLETES \$11 MILLION BOUGHT DEAL OFFERING AT \$3.00 PER UNIT

Vancouver, December 27, 2017 – Glance Technologies Inc. (CSE: GET / OTCQB: GLNNF / FKT: GJT) (the “**Company**”) is pleased to announce that it has closed the previously announced bought deal public offering (the “**Offering**”) of 3,684,000 units of the Company (the “**Units**”) at a price of C\$3.00 per Unit (the “**Offering Price**”) pursuant to an underwriting agreement (the “**Underwriting Agreement**”) with Echelon Wealth Partners Inc. and PI Financial Corp. as co-lead underwriters, (together, the “**Underwriters**”) for gross proceeds to the Company of approximately \$11,052,000. Pursuant to the Underwriting Agreement, the Underwriters have been granted an over-allotment option that may be exercised for a period of 30 days from the closing of the Offering to purchase 552,600 additional Units at the Offering Price.

Each Unit consists of one common share of the Company (each, a “**Unit Share**”) and one unit purchase warrant (each, a “**Unit Warrant**”). Each Unit Warrant is exercisable into one unit (each, a “**Subsequent Unit**”) at an exercise price of \$3.84 per Subsequent Unit for a period of 12 months following the closing of the Offering. Each Subsequent Unit consists of one common share of the Company (each, a “**Subsequent Unit Share**”) and one common share purchase warrant (each, a “**Share Warrant**”) exercisable at an exercise price of \$5.00 per common share (“**Common Share**”) for a period of 24 months following the closing of the Offering. Both the Unit Warrants and the Share Warrants are transferable by the holders thereof.

In consideration for the services provided by the Underwriters and pursuant to the Underwriting Agreement, the Underwriters received a cash commission equal to 7% of the gross proceeds raised under the Offering and Units equal to 7% of the total number of Units sold under the Offering.

Glance now has over \$17,400,000 cash in the bank to pursue its business goals.

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, fitness and wellness, foreign student and tourist markets through Cannapay Financial Inc., Active Pay Distribution Inc. and Euro Asia Pay Holdings Inc.

Glance Pay is building a network of international advisors and developing a cryptocurrency which will offer reward elements for use on its platform.

For more information about Glance, please go to www.glance.tech or 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: "will" "may" "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 such forward-looking information. Complete discussion of risk factors of the Company and their potential effects on forward-looking information may be accessed through Glance's profile on SEDAR at www.sedar.com. In particular, Glance may not be successful in building its planned cryptocurrency or there may not be sufficient support for the cryptocurrency to make it a success.