

**FORM 51-102F3**  
***MATERIAL CHANGE REPORT***

**Item 1 Name and Address of Company**

Glenbriar Technologies Inc., 1100, 736 – 8 Ave SW, Calgary, AB T2P 1H4

**Item 2 Date of Material Change**

June 16, 2017

**Item 3 News Release**

A news release was distributed through Stockwatch and Baystreet.com.

**Item 4 Summary of Material Change**

Glenbriar received a subscription for a private placement for \$800,000, which will result in a change of control.

**Item 5 Full Description of Material Change**

Uniserve Communications Corp. of Vancouver, BC (TSX-V) has subscribed for a private placement of 80,000,000 common shares from treasury at \$0.01 per share to Uniserve Communications Corp. of Vancouver, BC (TSX-V: USS). Glenbriar applied for and was granted relief from the Canadian Securities Exchange's minimum price rule in connection with the transaction. Net proceeds to Glenbriar of \$720,000 (after a 10% placement fee paid to Uniserve) will be used to reduce outstanding debt and improve working capital.

This change will result in an acquisition of control by Uniserve, who will hold 61.3% of the outstanding common shares after the transaction. As part of this investment, Uniserve will appoint three new directors to join Glenbriar's board and Glenbriar will appoint one new director to join Uniserve's board.

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

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

Robert Matheson, President, (403) 450-7410.

**Item 9 Date of Report**

June 16, 2017.