

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

November 3, 2017

Item 3 News Release

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

Item 4 Summary of Material Change

Glenbriar has agreed to sell its information technology services business to Uniserve Communications Corporation (TSX-V: USS) of Vancouver for \$2.6 million, pay most of the proceeds to the shareholders as a dividend, and then actively seek new business opportunities. The transaction is subject to approval at a Special Meeting of Shareholders to be held on December 4, 2017.

Item 5 Full Description of Material Change

Subject to approval by 2/3 of the shareholders and by a 2/3 “majority of the minority” (i.e., excluding Uniserve) of Glenbriar’s shareholders at the Special Meeting on December 4, 2017, Uniserve has agreed to purchase Glenbriar’s information technology services business for \$2,608,430, which represents a valuation of \$0.02 per share. After payment of the adjustments set forth in the Asset Purchase Agreement, Glenbriar plans to declare a dividend to the holders of Glenbriar common shares, which is estimated to be in the range of \$0.0175 per share, with Uniserve having the right to receive its dividend by way of setoff from the purchase price. Glenbriar will then actively seek new business opportunities.

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

November 3, 2017.