

## FORM 51-102F3

### MATERIAL CHANGE REPORT

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

Glenbriar Technologies Inc. (the “Company” or “Glenbriar”)  
Suite 330 - 333 Terminal Avenue  
Vancouver, British Columbia  
V6A 4C1

#### Item 2: Date of Material Change

March 1, 2018 and March 9, 2018

#### Item 3: News Release

The news releases were disseminated on March 1, 2018 and March 9, 2018 through Globe Newswire.

#### Item 4: Summary of Material Change

On March 1, 2018, the Company announced that Uniserve Communications Corporation (“Uniserve”), the Company’s controlling shareholder, had entered into agreements to sell all of its shares of the Company (representing approximately 86% of the Company’s outstanding shares), to several arm’s length purchasers, in a private, off-market transaction (the “Transaction”) and that Mr. Walter Schultz will resign from the Company’s board of directors (the “Board”) on completion of the Transaction.

On March 9, 2018, the Company announced that the Transaction had completed and following completion, Mr. Schultz had resigned from the Board and Mr. Douglas Taylor was appointed to the Board.

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

On March 1, 2018, the Company announced that Uniserve, the Company’s controlling shareholder, had entered into agreements to sell all of its shares of the Company (representing approximately 86% of the Company’s outstanding shares), to several arm’s length purchasers, in a private, off-market transaction. The Company was advised that the purchasers are acting at arm’s length to each other and that no purchaser will own more than 10% of the outstanding shares of the Company.

Mr. Walter Schultz, a director of the Company indicated that he will resign from the Board at the close of the Transaction.

On March 9, 2018, the Company announced that the Transaction had completed. Upon completion of the Transaction, Mr. Walter Schultz resigned from the Board and Mr. Douglas Taylor was appointed to the Board.

#### ***Forward Looking Statements***

*This material change report may contain forward-looking statements. These forward-looking statements do not guarantee future events or performance and should not be relied upon. Actual outcomes may differ materially due to any number of factors and uncertainties, many of which are beyond Glenbriar’s control. Some of these risks and uncertainties may be described in Glenbriar’s corporate filings (posted at [www.sedar.com](http://www.sedar.com)). Glenbriar has no intention or obligation to update or revise any forward-looking statements due to new information or events.*

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

N/A.

**Item 7: Omitted Information**

N/A.

**Item 8: Executive Officer**

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Hashim Mitha, Chief Executive Officer  
Telephone: 604.395-3900

**Item 9: Date of Report**

March 9, 2018