

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

**Item 1. Name and Address of Company**

Glenbriar Technologies Inc. ("Glenbriar" or the "Company")  
734 – 1055 Dunsmuir Street  
Vancouver, BC  
V7X 1B1

**Item 2. Date of Material Change**

May 1, 2019

**Item 3. Report**

On May 1, 2019, a press release relating to the material change was issued and disseminated through the services of Accesswire.

**Item 4. Summary Of Material Change**

The Company announced the closing of the first tranche of \$429,700 consisting of 8,594,000 equity units. Securities issued on this closing shall be subject to resale restrictions to August 31, 2019. No finder's fees were paid on this tranche.

**Item 5. Full Description Of Material Change**

The Company announced the closing of the first tranche of \$429,700 consisting of 8,594,000 equity units. The placement consists of units priced at \$0.05 each, with each unit consisting of one share and one warrant exercisable for 2 years from closing at an exercise price of \$0.10 in the first year and \$0.15 in the second year. After this issue, the Company will have 139,015,510 shares issued and outstanding. Proceeds will be used for working capital. Securities issued on this closing shall be subject to resale restrictions to August 31, 2019. No finder's fees were paid on this tranche.

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

Not applicable.

**Item 7. Omitted Information**

No information has been omitted on the basis that it is confidential information.

**Item 8. Executive Officer**

Doug Taylor, President and CEO  
(604) 343-2977

**Item 9. Date of Report**

May 3, 2019