

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

Item 1. Name and Address of Company

Glenbriar Technologies Inc. ("Glenbriar" or the "Company")
Suite 1780 – 355 Burrard Street
Vancouver, BC
V6C 2G8

Item 2. Date of Material Change

March 20, 2020

Item 3. Report

On March 21, 2020, 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 its previous announced non-brokered financing. The Corporation raised proceeds of \$400,000 through the sale of 40,000,000 equity units. A total of \$10,000 and 1,000,000 finder's warrants were issued to one finder on this transaction.

The Company is also issuing a total of 23,308,000 units pursuant to a shares for debt transaction. The units are being issued to shareholders who were subscribers to an earlier private placement for Common Share Units at a subscription price of \$0.05 per Unit, on a two for one consolidation basis. As the consolidation was not carried out, these extra units are required to be issued at a deemed price of \$0.025 per Unit.

Item 5. Full Description Of Material Change

The Company announced the closing of its previous announced non-brokered financing. The Corporation raised proceeds of \$400,000 through the sale of 40,000,000 equity units. The placement consists of units priced at \$0.01 each, with each unit consisting of one share and one warrant exercisable for 2 years from closing at an exercise price of \$0.05. After this issue, the Company will have 211,037,508 shares issued and outstanding. Proceeds will be used for working capital and review of possible acquisitions. Securities issued on this closing shall be subject to resale restrictions to July 21, 2020. A total of \$10,000 and 1,000,000 finder's warrants were issued to one finder on this transaction. The finders warrant are on the same terms as the warrants forming part of the units

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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

March 23, 2020