

**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**

May 7, 2021

**Item 3. Report**

On May 17, 2021, 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 it has completed a non-brokered private placement (the "Financing"). The Company raised proceeds of \$199,999.98 through the sale of 6,666,665 units. The Company paid finders fees to a qualified finder of \$12,000 and issued 400,000 broker warrants, which are on the same terms as the warrants forming part of the units.

Securities issued are subject to trading restrictions of 4 months and a day until September 8, 2021. The net proceeds of the Financing will be used to pay existing debts.

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

The Company announced it has completed a non-brokered private placement (the "Financing"). The Company raised proceeds of \$199,999.98 through the sale of 6,666,665 units. The Company paid finders fees to a qualified finder of \$12,000 and issued 400,000 broker warrants, which are on the same terms as the warrants forming part of the units.

Each unit consists of one common share in the equity of the Company and one common share purchase warrant (a "Warrant"). Each Warrant entitles the holder to purchase one additional common share of the Company at a price of \$0.05 per share until May 7, 2023.

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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**

May 18, 2021