

Form 45-102F1

**Notice of Intention to Distribute Securities under Section 2.8 of
NI 45-102 Resale of Securities**

Reporting issuer

1. Name of reporting issuer: *Glance Technologies Inc.*

Selling security holder

2. Your name: *Desmond Griffin*

3. The offices or positions you hold in the reporting issuer: *Chief Executive Officer and Director*

4. Are you selling securities as a lender, pledgee, mortgagee or other encumbrancer? *No*

5. Number and class of securities of the reporting issuer you beneficially own: *15,360,332 common shares (directly), 300,000 options (directly) and 15,360,332 rights (directly)*

Distribution

6. Number and class of securities you propose to sell: *15,360,332 rights*

7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name. *Privately and on the Canadian Securities Exchange.*

Warning

It is an offence to submit information that, in a material respect and in light of the circumstances in which it is submitted, is misleading or untrue.

Certificate

I certify that

- (1) I have no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed; and
- (2) the information given in this form is true and complete.

Date *April 4, 2017*

Desmond Griffin

Your name (Selling security holder)

"Desmond Griffin"

Your signature (or if a company, the signature of your authorized signatory)