

FORM 51-102F3
Material Change Report

Item 1: Name and Address of Company

Glance Technologies Inc. (the “**Issuer**”)
200 - 1238 Homer Street
Vancouver, BC V6B 2Y5

Item 2: Date of Material Change

January 22, 2018

Item 3: News Release

The news release attached as Schedule “A” hereto was issued and disseminated on January 22, 2018 by Marketwired and filed on SEDAR (www.sedar.com) on January 22, 2018.

Item 4: Summary of Material Change

The Company agreed to grant Fobi Pay Technologies Inc. a non-exclusive license to use the Glance Pay mobile payment, security, anti-fraud and Glance Coin blockchain technology for a \$5 million fee for a one year initial term, renewable annually for \$10,000 per year.

Item 5: Full Description of Material Change

On January 22, 2018, the Company announced it agreed to grant Fobi Pay Technologies Inc. a non-exclusive license to use the Glance Pay mobile payment, security, anti-fraud and Glance Coin blockchain technology for a \$5 million fee for a one year initial term, renewable annually for \$10,000 per year.

Fobi Pay is also licensing big data analytics, social wifi and their real time offers engine platform from Fobisuite Technologies Inc. By combining the Glance and Fobisuite technologies, Fobi Pay will develop the technology for servicing a network of merchants localized around a common theme such as shopping centres, professional sports leagues, and tourist associations. Fobi Pay has the potential to capture data from itemized receipts, combine it with any preexisting online shopping histories, match to social media profiles and attribute the purchases to an individual shopper.

Fobi Pay’s target clients will potentially be able to access big data analyzed and interpreted by artificial intelligence for retailers in the space and combine with a white label version of Glance Pay to allow their shoppers to process in-location mobile payments. Users of the white label app will potentially have access to Glance’s cutting edge blockchain based loyalty rewards program, Glance Coin, as well as receive real-time exclusive and personalized deals and coupons derived from big data analysis.

Additionally, Fobisuite has agreed to grant Glance a license to use Fobisuite’s technology of which allows for the digitization of receipts for data collection and the ability

to customize and append receipts with advertisements, deals and coupons for merchant for a fee of \$1.5 million.

The following are the material terms of the agreement between Fobi Pay, Glance and Fobisuite:

- Glance will license the Glance Pay mobile payment platform technology to Fobi Pay in exchange for 20,000,000 shares of Fobi Pay, at a deemed price per share of \$0.25, for an aggregate deemed value of \$5,000,000.
- Fobisuite will license all of its technology to Fobi Pay in exchange for 20,500,00 shares of Fobi Pay, at a deemed price per share of \$0.25, for an aggregate deemed value of \$5,125,000
- Fobisuite will license the technology related to its usb/serial hardware device to Glance for \$1,500,000, payable by: (i) the issuance of 250,000 common shares of Glance at a price of \$2 per share equal to a value of \$500,000, which will be subject to a 4 month hold period; and (ii) \$1 million in cash. The license will be for an initial term of ten years with perpetual subsequent one-year renewal terms. This device allows for the digitization of receipts for data collection and the ability to customize and append receipts with advertisements, deals and coupons for merchants.
- Pursuant to its stock option incentive plan, Glance Technologies has granted certain advisors incentive stock options to purchase 650,000 common shares of the company. The stock options are subject to the terms of the company's stock option plan and regulatory approval.

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

Not applicable.

Item 7: Omitted Information

None

Item 8: Executive Officer

Penny Green, President and a Director
Telephone: 1-855-288-6044

Item 9: Date of Report

January 25, 2018

SCHEDULE "A"

GLANCE AGREES TO LICENCE ITS TECHNOLOGY TO FOBI PAY FOR \$5 MILLION DOLLARS

January 22, 2018 – Vancouver, B.C. – Glance Technologies Inc. (CSE: GET: CN / CSE: GET.WT / OTCQB: GLNNF / FKT: GJT) announces that it has agreed to grant Fobi Pay Technologies Inc. a non-exclusive license to use the Glance Pay mobile payment, security, anti-fraud and Glance Coin blockchain technology for a \$5 million fee for a one year initial term, renewable annually for \$10,000 per year.

"Fobi Pay will offer big data analytics for networks of related businesses. Our value prop is in merging purchase basket and historical data with social media and mobile data to create highly personalized customer journeys," says Rob Anson, CEO of Fobi Pay, "By licensing the Glance technology we will be able to offer a closed loop digital media and mobile strategy for our industry partners"

IDC says that worldwide revenues for big data and business analytics will grow from \$130.1 billion in 2016 to more than \$203 billion in 2020 and that "Data monetization" will become a major source of revenues, as the world will create 180 zettabytes of data (or 180 trillion gigabytes) in 2025, up from less than 10 zettabytes in 2015.

Fobi Pay is also licensing big data analytics, social wifi and their real time offers engine platform from Fobisuite Technologies Inc. By combining the Glance and Fobisuite technologies, Fobi Pay will develop the technology for servicing a network of merchants localized around a common theme such as shopping centres, professional sports leagues, and tourist associations. Fobi Pay has the potential to capture data from itemized receipts, combine it with any preexisting online shopping histories, match to social media profiles and attribute the purchases to an individual shopper.

Fobi Pay's target clients will potentially be able to access big data analyzed and interpreted by artificial intelligence for retailers in the space and combine with a white label version of Glance Pay to allow their shoppers to process in-location mobile payments. Users of the white label app will potentially have access to Glance's cutting edge blockchain based loyalty rewards program, Glance Coin, as well as receive real-time exclusive and personalized deals and coupons derived from big data analysis.

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“Fobisuite’s agnostic technology platform will allow us to bypass traditional integrations with POS systems to access real time bill and payment information, increasing the value of our systems for merchants and improving our merchant adoption rate,” says Glance CEO Desmond Griffin, “Additionally, this opens up further revenue opportunities from real-time targeted advertising and big data analytics. We believe this is complementary to our current Glance Pay platform and are excited to begin implementing this technology.”

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- Pursuant to its stock option incentive plan, Glance Technologies has granted certain advisors incentive stock options to purchase 650,000 common shares of the company. The stock options are subject to the terms of the company’s stock option plan and regulatory approval.

About Glance Technologies Inc.

Glance Technologies owns and operates Glance Pay, a streamlined payment system that revolutionizes how smartphone users choose where to shop, order goods and services, make payments, access digital receipts, redeem digital deals, earn great rewards & interact with merchants. Glance offers targeted digital offers, customer feedback, in-merchant messaging and custom rewards programs. The Glance Pay mobile payment system consists of proprietary technology, which includes user apps available for free downloads in IOS (Apple) and Android formats, merchant manager apps, a large scale technology hosting environment with sophisticated anti-fraud technology and lightning fast payment processing. Glance Pay has entered into significant licensing agreements totaling \$9,000,000 to date with Active Pay Distribution Inc., Cannapay Financial Inc., Cannabis Big Data Holdings Inc., Fobi Pay Technologies Inc. and Euro Asia Pay Holdings Inc. It also owns an end to end blockchain solution for a rewards based cryptocurrency which is currently being integrated into the Glance Pay app.

For more information about Glance, please go to www.glance.tech.

For more information, contact:

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Forward-Looking Statements

This press release contains forward-looking information or forward-looking statements (collectively "forward-looking information") within the meaning of applicable securities laws. Forward-looking information is typically identified by words such as: "believe", "expect", "anticipate", "intend", "estimate", "potentially", "will" and similar expressions, or are those, which, by their nature, refer to future events. Glance cautions investors that any forward-looking information provided by Glance is not a guarantee of future results or performance, and that actual results may differ materially from those in forward-looking complete discussion of such risk factors and their potential effects which may be accessed through the Glance's profile on SEDAR at www.sedar.com.