

REQUISITION OF GENERAL MEETING OF SHAREHOLDERS

OF

GLANCE TECHNOLOGIES INC.
(the "Requisition")

SENT BY COURIER AND E-MAIL

DATE: February 20, 2018

TO: GLANCE TECHNOLOGIES INC. (the "**Company**")

Suite 400 - 200 Granville Street
Vancouver British Columbia
V6C 1S4

AND TO: THE DIRECTORS OF THE COMPANY

THE UNDERSIGNED being, as of the date hereof, registered holders of, in the aggregate, at least 1/20th of the issued shares of the Company that carry the right to vote at a general meeting of shareholders (collectively, the "**Requisitioners**"), hereby requisition the directors of the Company to call a general meeting of the shareholders of the Company (the "**Meeting**") to be held no later than June 20, 2018, pursuant to section 167 of the *Business Corporations Act* (British Columbia) (the "**Act**"), for the transaction of the following business:

TO CONSIDER and, if thought fit:

1. to pass the following ordinary resolution (the "**Director Removal Resolution**"):

"BE IT RESOLVED THAT:

each of Kirk Herrington, James Topham and Larry Timlick, or each of their respective successor(s) or alternate(s), are hereby removed from office as directors of Glance Technologies Inc. (the "**Company**").";

2. provided that the Director Removal Resolution is passed, to elect William Davis, John LoGiudice and Spiros Margaris as directors of the Company (collectively, the "**Nominees**"), to each hold office until the next annual general meeting of the shareholders of the Company or until his successor is elected or appointed; and
3. such other business as may properly come before the Meeting.

In the event that the directors of the Company do not, within 21 days after the date on which this Requisition is received by the Company, send notice of the Meeting in accordance with subsection 167(5) of the Act, the directors are hereby notified that the undersigned will call the Meeting in accordance with subsection 167(8) of the Act.

Relevant information concerning the Nominees is set forth in Appendix "A" attached hereto. For greater clarity, Appendix "A" does not form part of the description of the business to be transacted at the Meeting.

Delivery of a copy of a manually or electronically executed signature page of this Requisition, whether in one or more separate counterparts (including by facsimile or other electronic means), shall be effective as delivery of an original manually or electronically executed signature page of this Requisition.

Please direct any communications regarding this Requisition to Koffman Kalef LLP, counsel to the undersigned, to the attention of Bernard Poznanski at 604-891-3606 and by e-mail at bp@kkbl.com and Wendy Lee at 604-891-3608 and by e-mail at dwl@kkbl.com.

DATED as of the date first above written.

"Penny Green"

PENNY GREEN

Address:

200 - 1238 Homer Street
Vancouver, BC V6B 2Y5

Number of shares held:

9,726,065

NIAGARA ACQUISITIONS CORP.

"Penny Green"

Per: _____
Penny Green, President

Address:

200 - 1238 Homer Street
Vancouver, BC V6B 2Y5

Number of shares held:

4,848,000

"Hugo M. Kotar"

(Signature of Witness)

Hugo M. Kotar

Print Name

APPENDIX “A”

*This is Appendix “A” of the requisition (the **Requisition**) of a general meeting of shareholders of Glance Technologies Inc. (the **Company**) made on February 20, 2018 by Penny Green and Niagara Acquisitions Corp. (collectively, the **Requisitioners**). Capitalized terms used herein without definition have the meanings ascribed thereto in the Requisition.*

Nominee Profiles

The following Nominee profiles have been provided to the Requisitioners by each respective Nominee.

John LoGiudice

John LoGiudice is a senior-level executive and entrepreneur with 20 years’ of experience in the telecom and financial sectors, running company-wide operational functions and leading large-scale projects, from inception to completion. Mr. LoGiudice is an expert in enhancing profitability, developing strategic initiatives, and growing each segment of the business. Mr. LoGiudice is known for his ability to translate strategy into execution, face challenges head-on, and execute sound decisions in the face of adversity. From 2009 to 2017, Mr. LoGiudice held several leadership roles at telecom giant Ericsson, managing the construction, implementation, and engineering function of large-scale complex mobile cellular infrastructure projects in more than 60 cities around the world. His roles included Head of Construction Management, Org. Service Line Build SE Region (2015 to 2017); Head of Service Delivery Construction and Engineering, Europe (2015); Head of Network Build Deployment Services Line Organization & Operations (2014 to 2015); and Project Manager, Implementation Management and Organization (2009 to 2014).

Prior to joining Ericsson, Mr. LoGiudice was a senior leader at Sprint-Nextel from 2001 to 2009. Altogether, Mr. LoGiudice has been responsible for the delivery of more than \$3.8 billion in telecom products and services.

Mr. LoGiudice also played a senior role in helping numerous startups reach success including: Leafy Organics Corporation (2016 to 2017), First Capital Global Holdings Corporation (2014 to 2017), Zmedia Entertainment Group LLC (2015 to 2016), Nextgen Weight Loss LLC (2014 to 2015), United Software Developers Inc. (2013 to 2014), United Beverage Distributors Inc. (2013 to 2014), First Capital Finance Group (2013-2014), Project Management Innovators Corporation (2002 to 2013), Pasazz (2010-2012), First Capital Financial Group, Inc. (2008 to 2012), Clinical Pharmacology Associates, LLC (2010 to 2011), Chase Financial Investment Corporation (2006 to 2008), and Gecom Inc. (2002 to 2006).

John LoGiudice served in the United States Airforce where he received two Honorable discharges from Active Duty and Reserves whilst receiving the national defense medal.

William Davis III

Mr. William Davis is a seasoned technology professional with over 15 years of leadership experience for companies involved in blockchain, cryptocurrency, mobile payments and data warehousing.

Since 2015, Mr. Davis has been Managing Director of Technology at LDJ Capital, where he works with investors, VCs, and angels developing strategies and tactics for the ‘new economy’. From 2013 to 2015, he was a consultant and advisor for City National Bank where he was responsible for rolling out their mobile banking strategy.

Mr. Davis also served a CIO & Chief Cybersecurity Officer at Daopay from 2011 to 2013, Europe's largest mobile payment firm. From 2010 to 2011, he was the president of Gate Impact, a broker dealer in the fintech business of secondary trading of clean energy companies on a proprietary ATS/exchange. From 2008 and 2009 he was Director of Business Intelligence at American Express where he created a successful strategic plan to help build Amex to \$3 billion in earnings.

Mr. Davis was also Director of Application Development, Project Management and Systems Delivery for Boca Developers from 2005 to 2007 and Business Intelligence Consultant for Praeos Technologies from 2004 to 2005.

Mr. Davis attended Cornell University where he studied Cognitive Science.

Spiros Margaris

Mr. Margaris is a venture capitalist with over 20 years' experience in innovation, technology management, and investment management and research for family offices, high net worth individuals and institutional clients. He also has extensive financial experience in investment management and financial statement analysis.

Mr. Margaris is widely recognized as one of the top global fintech, insurtech, banking, AI, and blockchain influencers in the world. He regularly appears in the top three positions of established global industry influencer rankings. In 2010, he founded Margaris Advisory, a venture capitalist and advisory firm. His expertise and services as an investor and as a fintech advisor are in high-demand: He presently serves as Senior Advisor for Glance Technologies Inc., InsureScan, Datametrex AI Limited, Kapilendo.com, Moneymeets.com, Arbidex.uk.com, and F10 FinTech Incubator and Accelerator.

From 2006 to 2010, he was Partner and Member of the Investment Committee of the hedge fund advisory firm Crossbow Partners AG.

Mr. Margaris has an MBA from the University of Toronto and an Executive MBA from the University of St. Gallen in Switzerland.

Other Information Concerning the Nominees

The table below sets out, as of the date hereof and in respect of each Nominee, his name, province or state and country of residence, his principal occupation, business or employment within the five (5) preceding years, and the number of common shares of the Company beneficially owned, or controlled or directed, directly or indirectly, by such Nominee, which information has been furnished to the Requisitioners by such Nominee.

Name, Province or State and Country of Residence	Present Principal Occupation, Business or Employment and Principal Occupation, Business or Employment During the Preceding Five Years			Number of Common Shares Beneficially Owned or Controlled or Directed (Directly or Indirectly)
John LoGiudice Miami, Florida, USA	Managing Partner	Nextgen Weight Loss LLC	2014-2015	Nil
	CEO	First Capital Global Holdings Corporation	2014-2017	
	Managing Partner	Zmedia Entertainment Group LLC	2015-2016	
	President	Leafy Organics Corporation	2016-2017	
	President	Recovery Coaching Specialists	2017-Present	
	Managing Partner	First Capital Global Holdings LLC	2017-Present	
	President	Bing Data Analytics Experts Corporation	2017-Present	
	President	Fiber Construction Services Corporation	2017-Present	
	President	Global Advertising Agency Corporation	2017-Present	
	President	Ericsson	2009-2017	
William Davis New York, NY, USA	Managing Director of Technology Consultant CIO and Chief Cybersecurity Officer	LDJ Capital City National Bank Daopay	2015-Present 2013-2015) 2011-2013	Nil
Spiros Margaritis Rorschacherberg, Switzerland	Founder	Margaritis Advisory	2010-present	Nil

To the knowledge of the Requisitioners, none of the Nominees is, at the date hereof, or has been, within ten (10) years before the date hereof: (a) a director, chief executive officer or chief financial officer of any company that (i) was subject to a cease trade order, an order similar to a cease trade order or an order that denied the relevant company access to any exemption under securities legislation that was in effect for a period of more than thirty (30) consecutive days (each, an order), in each case that was issued while such Nominee was acting in the capacity as director, chief executive officer or chief financial officer, or (ii) was subject to an order that was issued after such Nominee ceased to be a director, chief executive officer or chief financial officer and which resulted from an event that occurred while that person was acting in the capacity as director, chief executive officer or chief financial officer; (b) a director or executive officer of any company that, while such Nominee was acting in that capacity, or within one (1) year of such Nominee ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or (c) someone who became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or became subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of such Nominee.

To the knowledge of the Requisitioners, as at the date hereof, none of the Nominees has been subject to: (a) any penalties or sanctions imposed by a court relating to securities legislation, or by a securities regulatory authority, or has entered into a settlement agreement with a securities regulatory authority; or (b) any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable securityholder in deciding whether to vote for such Nominee.

To the knowledge of the Requisitioners, as at the date hereof, none of the Nominees nor any associate or affiliate of a Nominee, has any material interest, direct or indirect, in any transaction since the commencement of the Company's most recently completed financial year or in any proposed transaction which has materially affected or would materially affect the Company or any of its subsidiaries.

To the knowledge of the Requisitioners, as at the date hereof, none of the Requisitioners, nor any person or company on whose behalf, directly or indirectly, the Requisitioners have acted in making this Requisition, has any material interest, direct or indirect, by way of beneficial ownership of securities or otherwise, in any matter to be acted upon at the Meeting as described in the Requisition other than the election of directors.