

**FORM 51-102F3**  
**Material Change Report**

**Item 1: Name and Address of Company**

Glance Technologies Inc. (the “**Issuer**” or “**Company**” or “**Glance**”)  
400, 200 Granville Street  
Vancouver, BC V6C 1S4

**Item 2: Date of Material Change**

June 12, 2019

**Item 3: News Release**

The news release attached as Exhibit “A” hereto was issued and disseminated by Globe Newswire on June 12, 2019 and filed on SEDAR ([www.sedar.com](http://www.sedar.com)) on June 13, 2019.

**Item 4: Summary of Material Change**

The Issuer announced that Jonathan Hoyles was appointed as its interim Chief Executive Officer and member of the board of directors, effective immediately. Mr. Hoyles replaces Desmond Griffin who has resigned from those roles and will act as an advisor subsequent to the transition.

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

The Issuer announced that its board of directors has appointed Mr. Jonathan Hoyles as its interim Chief Executive Officer and member of the board of directors, effective immediately. Mr. Hoyles succeeds Desmond Griffin who has stepped down from these roles and will act as an advisor to Glance subsequent to the transition. The Board will conduct an internal and external search for a permanent replacement.

Mr. Hoyles previously held the role of Chief Commercial Officer and General Counsel at Glance.

The full news release is attached as exhibit “A”.

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

Not applicable.

**Item 7: Omitted Information**

None

**Item 8: Executive Officer**

Jonathan Hoyles, interim CEO and a Director  
Telephone: 1-855-288-6044

**Item 9: Date of Report**

June 14, 2019

## EXHIBIT “A”

### GLANCE TECHNOLOGIES ANNOUNCES APPOINTMENT OF JONATHAN HOYLES AS INTERIM CHIEF EXECUTIVE OFFICER

**June 12, 2019 – Vancouver, B.C.** – Glance Technologies Inc. (“Glance” or the “Company”) (CSE:GET) (OTCQB:GLNNF) (FKT:GJT) announced today that its board of directors has appointed Mr. Jonathan Hoyles as its interim Chief Executive Officer and member of the board of directors, effective immediately. Mr. Hoyles succeeds Desmond Griffin who has stepped down from these roles and will act as an advisor to Glance subsequent to the transition. The Board will conduct an internal and external search for a permanent replacement.

Mr. Hoyles previously held the role of Chief Commercial Officer and General Counsel at Glance.

Prior to joining Glance in November 2017, Mr. Hoyles was Vice President, Legal & General Counsel at the Skidmore Group. While at Skidmore Group (and its predecessor TCG International), Mr. Hoyles was instrumental in both the growth of the Skidmore Group's business and the sale of Speedy Auto Glass USA and its international franchise operations to Fix Auto World. Mr. Hoyles also worked on the substantial disposition of Skidmore's ownership stake in GLENTEL Inc. to BCE Inc. and Rogers Communications Inc. in 2016.

Mr. Hoyles has an MBA from Queen's University and holds a Juris Doctor from the University of New Brunswick. Mr. Hoyles previously practised law at two of Canada's largest law firms: Blake, Cassels & Graydon LLP and Bennett Jones LLP.

"I am excited about Glance's future and look forward to setting the company on a path to long-term success" says Jonathan Hoyles, "I thank Desmond Griffin and his wife Angela for all of the hard work and dedication they have put into Glance. We have a tremendously talented team behind us and during this next phase of Glance our team will be focused on further improving our product features, growing our network of merchants and users, and increasing shareholder value."

"Having been the CEO of Glance for over four and a half years I feel now is an appropriate time to transition", said Mr. Griffin. "Over the course of working with Jonathan for well over a year, I have been very impressed with his passion, intelligence, knowledge, and hard work. Jonathan has become involved in all areas of the company during his tenure as Chief Commercial Officer and is highly respected amongst the team. I believe Glance is in great hands to move to the next stage of its development as it rolls out its new products. I am convinced that products like our Real-Time Bill™ and Order-From-Table™ are the future of paying and ordering."

Speaking on behalf of the board of directors, Mr. Kirk Herrington said "It has been a pleasure to work with Desmond who brought forth innovative ideas and a real passion for building mobile e-commerce products. Desmond has worked very closely with Jonathan Hoyles in all facets of the business and the board is pleased to have Mr. Hoyles promoted as the interim CEO for this next chapter of Glance's growth."



## About Glance Technologies Inc.

Glance Technologies is the owner of [Glance Pay®](#), a smartphone application that enables merchants to provide their customers with quick secure payments, innovative ordering capabilities, digital rewards, and better experiences. Glance offers merchants targeted in-app marketing, geo-targeted digital coupons, customer feedback, in-merchant messaging, custom rewards programs, digital receipts, and digital deals.

For more information about Glance, please go to [www.glance.tech](http://www.glance.tech).

### Investor questions:

(833) 338-0299

[investors@glancepay.com](mailto:investors@glancepay.com)

*Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.*

### 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: "may", "believe", "thinks", "expect", "exploring", "expand", "could", "anticipate", "intend", "estimate", "plan", "pursue", "potentially", "projected", "should", "will" and similar expressions, or are those, which, by their nature, refer to future events. These forward-looking statements, which involve risks and uncertainties, relate to, among other things, the discussion of Glance's business strategies and its expectations concerning future operations. Although Glance considers these forward-looking statements to be reasonable based on information currently available to it, they may prove to be incorrect, and the forward-looking statements in this release are subject to numerous risks, uncertainties and other factors that may cause future results to differ materially from those expressed or implied in such forward-looking statements. Such risk factors include, among other things, risks that Glance's software and applications may contain security problems, security vulnerabilities, or defects in design or manufacture, including "bugs" and other problems that could interfere with the intended operation of its software, risks related to the volatility of customer demand for Glance's products, and the possibility that the expected benefits from new features will not be realized. The forward-looking information in this press release is also based on certain estimates, forecasts and projections, as well as expectations, beliefs and assumptions, including, among other things, that Glance will be able to achieve its business and technology development objectives. For additional information with respect to these and other factors and assumptions underlying the forward-looking statements in this press release, see the section entitled "Risk Factors" in the most recent Annual Information Form and Prospectus of Glance, which may be accessed through Glance's profile on SEDAR at [www.sedar.com](http://www.sedar.com). 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 statements. Undue reliance should not be placed on such forward-looking information, as there can be no assurance that the plans, intentions or expectations upon which they are based will occur.*