

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

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

Glance Technologies Inc. (the “**Issuer**” or “**Company**” or “**Glance**”)  
555 Burrard St Suite 1755,  
Vancouver, BC V7X 1M9

**Item 2: Date of Material Change**

December 23, 2019

**Item 3: News Release**

The news release attached as Exhibit “A” hereto was issued and disseminated by Accesswire on December 23, 2019 and filed on SEDAR ([www.sedar.com](http://www.sedar.com)) on December 23, 2019.

**Item 4: Summary of Material Change**

The Issuer announced that Jonathan Hoyles was appointed as its permanent Chief Executive Officer, effective immediately.

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

The Issuer announced that its board of directors has appointed Mr. Jonathan Hoyles as its permanent Chief Executive Officer and member of the board of directors, effective immediately.

Mr. Hoyles previously held the role of interim Chief Executive Officer 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, CEO and a Director  
Telephone: 1-855-288-6044

**Item 9: Date of Report**

December 23, 2019

**EXHIBIT "A"**

## Glance Technologies Announces Permanent CEO

**Vancouver, Canada, Dec. 23, 2019** — Glance Technologies Inc. (CSE:GET / OTCQB:GLNNF / FKT:GJT) (“Glance” or the “Company”) today announced that its board of directors has named Jonathan Hoyles as Chief Executive Officer. Mr. Hoyles has served as the Company's Interim CEO since June 2019 and previously held the role of Glance's Chief Commercial Officer and General Counsel since June 2018.

“Jonathan has led Glance through a period of significant change where difficult decisions and strong leadership were required,” said Kirk Herrington, Chairman of Glance Technologies. “After careful consideration, the Board has determined that Jonathan is the right leader to execute on the Company's new strategy to re-launch Glance's updated customer loyalty and mobile payments platform. Jonathan has an in-depth knowledge of the products, technology, and the vision to see where and how the Company will be able to grow — not only its presence but its revenue while rebuilding shareholder value.”

Prior to joining Glance two years ago, Mr. Hoyles was Vice President, Legal & General Counsel at Skidmore Group. While there, he played a key role in growing the company's business and facilitated the sale of a key holding, along with its international franchise operations. His background also includes practicing law at two of Canada's leading international law firms and he has significant experience working on venture capital investments, public market financings and mergers and acquisitions.

“As Interim CEO, I took the helm at a time when the Company was facing intense scrutiny and change,” said Hoyles. “In the last six months, we have increased our focus on the right technology platform and target markets, significantly reduced costs, added key staff to help us grow our business and have been preparing for a relaunch of our brand. I will continuously look at ways to strengthen the Company's performance and management team and ensure we're all committed to the Company's success. With the majority of the legacy challenges behind us, I am excited about the future: our brand refresh, our efforts to add new customers and expand our market.”

### **About Glance Technologies**

Vancouver-based Glance Technologies is the parent company of Glance Pay (<https://glancepay.com>), a streamlined mobile payment app and loyalty management platform that provides fast, frictionless payments and digital rewards, resulting in a better customer experience. Glance Pay has established a foothold in the full-service restaurant sector where the platform enables merchants to not only accept in-dining mobile payments, but also automate loyalty, and instantly deliver rewards to customers based on their purchasing patterns.

### **For more information, contact:**

Jonathan Hoyles  
Chief Executive Officer  
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, the expectation that there will be significant opportunities for Glance to grow its presence, revenue and shareholder value, the expectation that Glance will strengthen its performance, and execution of the Glance's brand refresh and efforts to add new customers and expand its market. 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. 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.*