

Glance Technologies Inc.



FORM 7

MONTHLY PROGRESS REPORT

November 2018

Name of CSE Issuer: **Glance Technologies Inc. (the "Issuer").**
Trading Symbol: **GET**
Number of Outstanding Listed Securities: **136,737,783 common shares (as at the date of this report)**
Date: **December 4, 2018**

Report on Business

1. **Provide a general overview and discussion of the development of the Issuer's business and operations over the previous month. Where the Issuer was inactive disclose this fact.**

Development

During November 2018, Glance announced it had reached settlement agreements with its licensing and sublicensing partners, Yield Growth Corporation ("Yield") and Loop Insights Inc. ("Loop"). The agreements clarify the shareholdings and obligations among the parties to reflect the current commercial relationships and establish trading restrictions to prevent large share divestitures over short periods of time. Glance's existing license agreement with Yield will be amended and restated to significantly reduce the scope of the license going forward and removes any obligations of Glance to provide products or services to Yield going forward. Further, Glance and Yield have entered into a release and settlement agreement pursuant to which both Glance and Yield are released from all obligations and claims with respect to each other.

As part of the agreement with Yield, Glance will now own 9 million shares of Yield and will be issued 6 million warrants to purchase Yield shares with a five-year term at a price per share of an initial public offering or listing price of Yield. Previously, Glance owned 20.9 million Yield shares.

Under a separate concurrent agreement with Loop, the Yield sublicense of Glance technology to Loop is cancelled, and at the same time Glance has entered into a more limited scope license agreement directly with Loop, as well as a non-binding letter of intent to explore ways to work together and leverage each other's technology. Glance will receive 1 million shares of Loop in connection with the license agreement, in place of the 4 million shares it current owns. Any compensation that may arise from the non-binding letter of intent has not yet been determined.

Glance also announced its official launch of Glance PayMe™, providing merchants with a suite of payment options, including anti-fraud technology and a loyalty rewards program — all managed via the merchant's own mobile device without the need of any extra hardware.

Available now to businesses, entrepreneurs and freelancers across North America, merchants across all industry verticals can get started with Glance PayMe™ immediately with a free download and a fast, easy setup using their iOS device of choice, enabling them to accept payments from Glance Pay users via:

- *Quick Response (“QR”) Code*
- *Bluetooth (automatically detecting nearby payments)*
- *Digital Invoices*
- *Pay by Photo*

Glance also announced it is conducting live on-site tests of its new “Real-Time Bill” feature with select merchants. This new feature, Real-Time Bill, enables users to view and pay their bill in real time directly from the Glance Pay App without needing to wait for a paper bill. The app identifies the user's bill based on Quick Response (QR) codes or Near-Field Communication (NFC) tags at their table and accesses and settles the appropriate bill in real-time from the merchant's point-of-sale system.

Also in November, Glance launched its new Pay With Bitcoin feature. Pay With Bitcoin enables Glance Pay users to pair their cryptocurrency wallet with their Glance Pay account, and then purchase Glance Dollars with Bitcoin. Glance Dollars represent a credit that can be spent instantly at participating merchants within the Glance Pay ecosystem.

2. Provide a general overview and discussion of the activities of management.

Please see item 1.

3. Describe and provide details of any new products or services developed or offered. For resource companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attach any mineral or oil and gas or other reports required under Ontario securities law.

Please see item 1.

4. Describe and provide details of any products or services that were discontinued. For resource companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.

None.

5. Describe any new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services, joint venture agreements and licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.

Please see item 1.

6. Describe the expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing arrangements that have been previously announced.

None.

7. Describe any acquisitions by the Issuer or dispositions of the Issuer's assets that occurred during the preceding month. Provide details of the nature of the assets acquired or disposed of and provide details of the consideration paid or payable together with a schedule of payments if applicable, and of any valuation. State how the consideration was determined and whether the acquisition was from or the disposition was to a Related Person of the Issuer and provide details of the relationship.

None.

Describe the acquisition of new customers or loss of customers.

None, except in the ordinary course of business.

8. Describe any new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks.

Please see Item 1

9. Report on any employee hiring, terminations or lay-offs with details of anticipated length of lay-offs.

None, except in the ordinary course of business.

10. Report on any labour disputes and resolutions of those disputes if applicable.

None.

11. Describe and provide details of legal proceedings to which the Issuer became a party, including the name of the court or agency, the date instituted, the principal parties to the proceedings, the nature of the claim, the amount claimed, if any, if the proceedings are being contested, and the present status of the proceedings.

None.

12. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.

None.

13. Provide details of any securities issued and options or warrants granted.

Security	Number Issued	Details of Issuance	Use of Proceeds ⁽¹⁾
N/A	N/A	N/A	N/A

(1) State aggregate proceeds and intended allocation of proceeds.

N/A

14. Provide details of any loans to or by Related Persons.

None

15. Provide details of any changes in directors, officers or committee members.

None

16. Discuss any trends which are likely to impact the Issuer including trends in the Issuer’s market(s) or political/regulatory trends.

Digital currencies and technology in respect of distributed ledger, also known as Blockchain technology, is relatively new. Because the technology is in its infancy and its applications are new, there is a certain level of general uncertainty with respect to the technology and its applications. In addition, because the technology is new, it is not widely understood, including among government regulatory agencies. The industry is changing rapidly and as a result of these factors, there may be events, developments or changes in the industry or in the law that are unforeseen that could affect our future market position and performance or our ability to operate.

Certificate of Compliance

The undersigned hereby certifies that:

- 1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
- 2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
- 3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
- 4. All the information in this Form 7 Monthly Progress Report is true.

Dated: December 4, 2018

Desmond Griffin
Name of Director or Senior Officer

“Desmond Griffin”
Signature

Director and CEO
Official Capacity

Issuer Details		
Name of Issuer: Glance Technologies Inc.	For Month End November 2018	Date of Report: YYYYMMDD 2018/12/03
Issuer Address: Suite 400, 200 Granville Street		
City/Province/Postal Code: Vancouver, BC V6C 1S4	Issuer Fax No.: 604.608.9182	Issuer Telephone No. 855.288.6044
Contact Name: Desmond Griffin	Contact Position: Director & CEO	Contact Telephone No. 855.288.6044
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