

**FORM 51-102F3**  
***MATERIAL CHANGE REPORT***

**Item 1 Name and Address of Company**

Glenbriar Technologies Inc., 1100, 736 – 8 Ave SW, Calgary, AB T2P 1H4

**Item 2 Date of Material Change**

June 30, 2017

**Item 3 News Release**

A news release was distributed through Stockwatch and Baystreet.com.

**Item 4 Summary of Material Change**

As previously announced, three directors resigned from the board and were replaced by representatives of Uniserve Communications Corp. (TSX-V: USS). Uniserve entered into a share exchange agreement with the former and remaining directors to exchange their Glenbriar shares for Uniserve shares, which will bring Uniserve's ownership in Glenbriar up to 81.9%.

**Item 5 Full Description of Material Change**

In conjunction with the purchase of a majority interest in Glenbriar by Uniserve Communications Corp. (TSX-V: USS) of Vancouver, Glenn Matheson, James H. Ross and Craig Henderson have resigned from the board of directors. Subject to regulatory approval, they have been replaced by Nicholas Jeffrey, Iain Gordon and Hashim Mitha, respectively the CEO, CFO and COO of Uniserve. Robert Matheson and Brian Tijman remain on the Glenbriar board, and Glenn Matheson stays on as Vice-President, Unified Communications. Robert Matheson continues as CEO, and has been appointed to the Uniserve board.

Effective June 30, 2017, the original members of Glenbriar's board signed an agreement with Uniserve, subject to regulatory approval, to exchange their personal holdings, which total 26,855,804 Glenbriar common shares, for Uniserve common shares on a basis of 1 Uniserve share for 5 Glenbriar shares. This ratio reflected the respective stock prices (USS \$0.10; GTI \$0.02) as of the close of trading on June 28, 2017, and will result in 5,371,159 Uniserve common shares being issued from treasury. However, as Uniserve consolidated its common shares on a basis of 2.5 old for 1 new basis on June 30, 2017, this represents 2,128,450 post-consolidation Uniserve common shares. Once this transaction is completed, Uniserve's ownership of Glenbriar will increase from 80,000,000 shares (61.3%) to 106,855,804 shares (81.9%).

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

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

Robert Matheson, President, (403) 450-7410.

**Item 9 Date of Report**

July 4, 2017.