

FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

Please complete the following:

Name of CNQ Issuer: Glenbriar Technologies Inc. (the "Issuer").

Trading Symbol: GBRT.

Date: January 11, 2006.

Is this an updating or amending Notice: Yes X No

If yes provide date(s) of prior Notices: n/a .

Issued and Outstanding Securities of Issuer Prior to Issuance: 25,789,928 .

Date of News Release Announcing Private Placement: January 11, 2006 .

Closing Market Price on Day Preceding the Issuance of the News Release: \$0.08

1. Private Placement

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN\$)	Conversion Price	Prospectus Exemption (Jurisdiction)	No. of Securities, Owned, Controlled or Directed*	Payment Due Dates	Describe relationship to Issuer
Robert Matheson Calgary, AB	375,000	\$0.08	n/a	NI 45-106 s.2.24(4) - AB	5,528,595	Jan 11-06	Related person
Brian Tijman Richmond, BC	812,500	\$0.08	n/a	NI 45-106 s.2.24(4) - BC	5,085,650	Jan 11& 31-06	Related person
Glenn Matheson Vancouver, BC	625,000	\$0.08	n/a	NI 45-106 s.2.24(4) - BC	5,086,100	Jan 11-06	Related person
David Moser Waterloo, ON	187,500	\$0.08	n/a	NI 45-106 s.2.24(4) - ON	897,500	Jan 11-06	Related person
Roy Clarke Waterloo, ON	187,500	\$0.08	n/a	NI 45-106 s.2.24(4) - ON	187,500	Jan 11-06	Related person
Patrick Hutchinson Washington, UK	1,125,000	\$0.08	n/a	NI 45-106 s.2.3(2) - AB	1,125,000	Jan 31-06	Non-related person
Total	3,312,500	\$0.08		<i>*after private placement</i>			

- Total amount of funds to be raised: \$265,000 .
- Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. For general corporate purposes, including working capital.

3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: None.
4. If securities are issued in forgiveness of indebtedness, provide details and attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities.
5. Description of securities to be issued:
- (a) Class Common Shares
 - (b) Number 3,312,500
 - (c) Price per security \$0.08
 - (d) Voting rights 1 vote per share
6. No warrants, options or other convertible securities are to be issued.
7. No debt securities are to be issued.
8. No agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement.
9. There is no sales agent, broker, dealer or other person receiving compensation in connection with the placement.
10. There are no unusual particulars of the transaction.
11. State whether the private placement will result in a change of control. No.
12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders. n/a.
13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period will bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by Multilateral Instrument 45-102.

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 on behalf of the Issuer.
2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to CNQ 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 CNQ Requirements (as defined in CNQ Policy 1).
4. All of the information in this Form 9 Notice of Private Placement is true.

Dated January 11, 2006.

Robert Matheson
Name of Director or Senior Officer

"Robert Matheson"
Signature

President
Official Capacity