

WEBTECH WIRELESS INC.
ANNUAL INFORMATION FORM
YEAR ENDED JULY 31, 2007

(All amounts shown in Canadian dollars unless otherwise stated)

October 26, 2007

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1. GENERAL

1.1 Forward Looking Statements

Certain statements in this Annual Information Form ("AIF"), including statements which may contain words such as "could", "expect", "believe", "will", and similar expressions, and statements related to matters that are not historical facts, are forward-looking statements. Such forward-looking statements involve known and unknown risks and uncertainties which may cause the actual results, performances, or achievements of the Corporation to be materially different from any future results, performance, or achievements expressed or implied by such forward-looking statements.

These forward-looking statements relate to, among other things, product plans, timing, content and pricing of products, market and industry expectations, the wireless communications industry, the mobile fleet industry, general economic, business and political conditions, loss or addition of key employees, stock market volatility, changes in laws and regulations, the Corporation's ability to compete successfully, adapt to technological advances, changing industry standards and other factors.

All forward-looking statements in this AIF are based on management's reasonable beliefs, intentions, and expectations with respect to future events and are subject to certain risks, uncertainties, and assumptions as of the date of this release. In light of the many risks and uncertainties that may cause future results to differ materially from those expected, the Corporation cannot give assurance that the forward-looking statements contained in this AIF and the documents incorporated by reference herein will be realized. Forward-looking statements are not guarantees of future performance. The Corporation assumes no obligation to update its forward-looking statements to reflect subsequent information or events. See "Risk Factors".

1.2 Effective Date of Information

The information contained herein is stated as of July 31, 2007 unless otherwise stated.

1.3 Incorporation of Other Information

This AIF will be supplemented by, and the following documentation is hereby incorporated by reference as part of this AIF: (i) the Corporation's annual consolidated financial statements for the fiscal year ended July 31, 2007, together with the auditors' report thereon; and (ii) the Corporation's Management Discussion and Analysis for the fiscal year ended July 31, 2007 dated October 26, 2007. See Section 14 of this AIF for further particulars for obtaining copies of these documents. These documents are also available for viewing at www.sedar.com.

All financial information in this AIF is prepared in accordance with accounting principles generally accepted in Canada. All dollar amounts are expressed in Canadian dollars unless otherwise stated.

1.4 Business Terms

The definitions for all capitalized terms used herein and not otherwise defined are in Schedule "A" to this Annual Information Form.

2. CORPORATE STRUCTURE

2.1 Name, Address and Incorporation

WebTech Wireless Inc. ("WebTech" or the "Corporation") is a British Columbia corporation having first been incorporated on May 12, 1999 under the name of "18606 Yukon Inc." under the *Business Corporations Act* (Yukon). On August 10, 1999, it filed Articles of Amendment changing its name to "Get Telecom Inc." On September 2, 1999, it was registered extra-provincially in British Columbia. On May 19, 2000, it filed Articles of Amendment changing its name to "WebTech Wireless Inc.", renaming its common shares as Class A common shares, creating a class of Class B common shares and splitting the existing 100 Class A common shares into 12,500,000 Class A common shares. On July 24, 2000, WebTech continued into the Province of Alberta and filed Articles of Continuance under the *Business Corporations Act* (Alberta) ("ABCA"). On or about February 28, 2002, WebTech filed Articles of Amendment that created a class of Preferred Shares, issuable in series. On March 13, 2003, WebTech amalgamated with Caliente Capital Corp. ("Caliente") and filed Articles of Amalgamation under the ABCA. The Class A and B common and C preferred shares of WebTech, pre-amalgamation, were exchanged for common shares in capital of the amalgamated corporation ("Common Shares"). On August 1, 2006 the Corporation was continued into the Province of British Columbia.

3. GENERAL DEVELOPMENT OF THE BUSINESS

3.1 Three Year History

WebTech was founded in 1999 by two senior wireless pioneers whose objective was to become the provider of choice for products and services to and through a wireless gateway for vehicles. WebTech has developed and manufactured a wireless vehicle services solution that integrates Global Positioning Systems ("GPS"), wireless technologies and the Internet to seamlessly connect back office data and fleet operational data (location, performance, communications and activity).

WebTech products include wireless hardware and software services running on cellular and satellite networks, and include automatic vehicle location, mapping, reporting, vehicle maintenance data, driver status, in-vehicle telemetry, messaging, in-vehicle navigation, other wireless applications and Internet connectivity. With WebTech's wireless fleet services, fleet managers can track and communicate with their fleets and receive localized services such as navigation and emergency alerts. WebTech is expanding globally with offices in Vancouver, British Columbia and Europe and serves fleets in over 40 countries.

The registered and head office of Webtech Wireless Inc. is located at Suite #215, 4299 Canada Way, Burnaby, British Columbia, V5G 1H3.

3.2 Inter-corporate Relationships

WebTech has two subsidiaries, WebTech Wireless International Inc., a Barbados company and WebTech Wireless Europe Limited, a United Kingdom company.

During the past three years, WebTech has penetrated a number of mobile workforces with its service offering including government, trucking and transportation, and field services. The Corporation's products and services have been sold to hundreds of customers including Trimac Transportation, Los Angeles Metropolitan Transportation Authority, Coca Cola, The City of

Chicago and CP Railway. Historically, WebTech's business has focused on providing products and services to small to medium sized fleets. Customers are situated across a variety of vertical market segments from consumer automotive to enterprise fleets.

Since its inception, WebTech has raised total gross proceeds of approximately \$61.35 million from the issuance of equity securities and the exercise of options and warrants.

On January, 16 2007 the Corporation completed the issuance of 8,050,000 common shares for gross proceeds of \$40.25 million under a short form prospectus. The net proceeds of \$37.5 million were allocated approximately \$18 million to support consumer automotive initiatives in Brazil including a US\$12 million loan to its distributor in Brazil, \$4 million for additional research and development activities, including further initiatives for the consumer automotive market, \$6 million for sales and marketing activities and increased operational and organizational expenses and the balance for general working capital.

In September 2004, the Corporation announced the commercial release of Quadrant™ 5.0 wireless fleet management services for transportation fleet operations, which included new features such as schedule adherence.

Effective November 1, 2004, the Corporation acquired the European-based business of Globetrac Limited, which was previously a distributor of WebTech's wireless fleet products and services.

In December 2004, the Corporation was awarded a contract to provide vehicle Telematics systems to Canadian Pacific Railway intermodal carriers across Canada. Canadian Pacific Railway currently has 355 monthly subscribers on Quadrant.

In January 2005, the Corporation entered into an exclusive agreement with Tracking World (Pvt) Ltd., to provide equipment and recurring monthly services to this Pakistan based business. In April 2006, the Corporation expanded its agreement with Tracking World (Pvt) Ltd. to install a dedicated Quadrant™ portal to serve the growing market for personal automotive and commercial fleets in the region. This application was the first commercial Quadrant™ deployment using IBM's xSeries servers and WebSphere software platform pursuant to a teaming agreement entered into with IBM in February of 2006.

In July 2005, the Corporation announced its collaboration with Atkins UK, a multi-billion dollar international leader in the supply of highway management and maintenance services, to provide vehicle Telematics systems to 325 highway maintenance vehicles in the United Kingdom.

In September 2005, the Corporation entered into an agreement with Motorola, Inc. Commercial Government and Industrial Solutions Sector, pursuant to which Motorola distributes the products and services of WebTech worldwide.

In October 2005, the Corporation added the San Francisco Department of Public Works to its client list, currently maintaining subscriptions for 563 vehicles.

In December 2005, the Corporation entered into an agreement with Cancom Tracking, a Shaw Communications company, and Trimac Transportation Services to supply WebTech's Quadrant™ solution along with Cancom Tracking's OmniTRACS satellite system. This sale represented WebTech's first significant contract in the long-haul trucking market.

In January 2006, the Corporation received a 20,000 unit order from its distributor in Brazil, Crown Telecom Inc., to provide locators and Quadrant™ services to Volkswagen for factory installation in its Golf and Parati models during the course of the succeeding twelve month period. Pursuant to this arrangement, WebTech provided its products and services to Crown Telecom, which in turn deals directly with Volkswagen, along with other automobile manufacturers and insurance companies. In addition to significantly increasing WebTech's subscriber base, this achievement launched WebTech's business into the consumer automotive sector.

In February 2006, the Corporation entered into a teaming agreement with International Business Machines Corporation ("IBM") enabling joint marketing of WebTech's Quadrant™ solution on the IBM platform into global markets. The Corporation has introduced the IBM WebSphere software platform to Tracking World (Pvt) Ltd. in Pakistan and is currently working on several joint marketing opportunities.

In April 2006, pursuant to a private placement the Corporation issued 6,896,552 special warrants at a price of \$1.45 per warrant for net proceeds of \$9.2 million. Subsequent to receiving a receipt for filing a short form prospectus, effective June 6, 2006 all of the special warrants were exercised into common shares of the Corporation at no additional cost. In connection with the private placement, the Corporation issued as compensation, 206,896 special broker warrants, each of which was exercised into one compensation option. Each compensation option entitled the holder to purchase one common share of the Corporation at a price of \$1.45 until April 11, 2007. As at July 31, 2007, all compensation options had been fully exercised.

In May 2006, the Corporation announced that it had achieved Gold Certified Partner status in the Microsoft Partner Program. Gold Certified Partners are those that demonstrate the highest degree of competency in working with Microsoft-based technologies, as well as a high level of expertise and commitment supporting Microsoft® software.

In July 2006, the Corporation expanded its customer base in the utility services industry to include On Target Utility Services, the leading provider of location and construction services to customers throughout New England. The Corporation will deploy Quadrant™ Fleet Management products and services in 188 of On Target's service vehicles.

In October 2006 the Corporation announced the release of new products that are expected to present cost-effective solutions for transportation fleet operators to access fleet tracking and Telematics data communication and location-based services. The suite of products includes the WT1700 Locator Bluetooth Adapter Kit and the Locator Driver ID Kit. With the introduction of these new products, management believes that WebTech's product range offers one of the industry's most comprehensive fleet management solutions by providing alternatives that reduce cellular charges, improve driver communications and manage driver access to vehicles. The devices provide data and location-based services through WebTech's multi-language fleet services platform – Quadrant™.

In December 2006 the Corporation entered into a five-year, exclusive agreement to provide WebTech products and services to Crown Telecom, its distributor in Brazil, for factory installation by an automobile manufacturer at its Brazil auto assembly plant. Under the contract, Crown Telecom was required to purchase a minimum of 490,000 locators for a contract value in excess of \$67 million in its first year. Crown has failed to make payment under the contract and the corporation has suspended deliveries to Crown and has commenced legal action to recover

amounts owed to it by Crown. All such amounts including a US \$12 million trade finance loan made by the Corporation to Crown have been fully written off in the year ended July 31, 2007

In March 2007 the Corporation, in collaboration with Iridium Satellite, announced the introduction of the WT1900 Locators, a new dual-mode cellular and satellite asset tracking and management solution for the transportation market. The addition of the WT1900 continues to strengthen WebTech's product strategy of offering viable, cost effective, and industry leading telematics solutions.

In April 2007 the Corporation entered into an exclusive distributor agreement with Rogers Wireless Inc. to provide a white-label version of the Quadrant platform to Roger's under the brand name mFleet™ and to distribute the Corporation's products through the Roger's dealer network across Canada.

In May 2007 as a result of non-payment by Crown Telecom of amounts owing under its distributor and loan agreements with the Corporation, the Corporation announced a suspension of all shipments to Crown and subsequently announced that it was writing off all amounts owing by Crown to the Corporation. Included in the original write-off was a charge for certain inventories manufactured for sale to Crown. Since that time the Corporation has determined that an additional inventory provision is required for goods under contract for manufacture.

Also in May 2007 the Corporation received notice that it was being sued in the Eastern District of Texas for patent infringement by Lunar Eye Inc. The suit did not specify damages, and the Corporation has reviewed the suit and determined that it is without merit. The Corporation is defending itself against the suit and has made application to the US Patent and Trademark Office to have the patent in question re-examined with a view to having the patent declared void. The case is currently scheduled for trial in November 2008.

In August 2007 the Corporation provided the National Guard in Texas with the WebTech Wireless Quadrant system as part of the National Guard's evacuation communication system. The initial order was for delivery of 1,100 portable WT5000 Locators.

In October 2007, the Corporation signed an agreement to provide 8,000 locators to EFU General Insurance Company in Pakistan through the Corporations distributor Tracking World (Pvt) Limited to establish a newly created vehicle theft and recovery service for the insurance industry in Pakistan

Wireless Environment and Trends

GPRS – The Evolution of GSM

WebTech's Quadrant™ system combines on-board computing, GPS Technology, and two-way terrestrial wireless communication, with the Internet and digital mapping technologies to enable the owners of mobile assets to track, manage, locate, monitor, control and communicate (through voice or data) with their assets. The Corporation's primary wireless communications technology is based on the GSM/GPRS/EDGE digital cellular standards. The primary location technology used is GPS.

GPRS/EDGE is an evolution of GSM. It supports Internet protocol, enabling access to Internet and intranet content and applications from GPRS devices. GPRS can be implemented over any GSM network. There are currently more than 2.5 billion GSM subscribers using the standard

across 218 countries and territories and GSM today accounts for more than 80.5% of the world's digital mobile market and 82% of the world's wireless market. (Source: GSM Association Website October 12, 2007 and GSM Association Statistics Q1 2007).

Wireless Vehicle Services

GPRS is well suited for application to wireless vehicle services due to the network's accelerated speed, "always-on" connection to the Internet and data packet pricing capability.

As consumer awareness of GPS increases, so has product innovation and total market revenue. While approximately half of the market today consists of sales of automotive and asset-tracking equipment, these segments are still expected to continue to grow at rates faster than that of the broader market for GPS equipment. In addition to the strength of these markets, new segments are constantly emerging for GPS applications, driving demand for products as diverse as people-tracking devices and GPS golf systems.

A survey of US commercial fleet operators on mobile resource management systems and services found that those using GPS tracking systems are extremely pleased with them, and see it as critical technology.

- Participating fleet operators using GPS tracking systems expressed a high level of satisfaction with these systems.
- Interest in GPS tracking of fleet vehicles was rated highest among the systems and services tested, with many fleet operators viewing GPS tracking as an important tool for improving driver productivity, route optimization, dispatching efficiency, and customer service.

(Source: GPS World Markets: Research Roundup" September 1, 2007)

Factors driving the increase in use of Telematics include:

- continuing need to improve efficiencies and operation control especially with the escalation in fuel costs;
- new wireless networks and reduced costs for hardware and airtime;
- more comprehensive and better subscriber services at similar prices;
- a trend toward safety and security of mobile workers and assets;
- homeland security concerns in the United States;
- increasing need for safety and security services for personal automotive customers; and
- a general increased awareness of the benefits of Telematics by consumers.

3.3 Significant Acquisitions and Dispositions

Effective November 1, 2004, the Corporation entered into an agreement with Global Axxess Corporation Limited under which it acquired the business of Globetrac Limited ("Globetrac"). The Corporation assumed Globetrac's customers, resellers, suppliers and portals and all technical support and warranty issues. Consideration for the acquisition was the forgiveness of certain accounts receivable due from Globetrac, the assumption of certain accounts payable of Globetrac and a commission equal to 6% of gross sales for customers and resellers of Globetrac, under certain conditions. As at the Corporation's most recent completed fiscal year ended July 31, 2007, commissions paid under the agreement were \$285,000.

4. DESCRIPTION OF THE BUSINESS

4.1 General

WebTech develops and sells location-based and Telematics subscriber services and hardware. The Corporation has developed a fully integrated end-to-end system including a subscriber service called Quadrant™ and the related hardware, that provides a platform to offer Wireless Vehicle Services ("WVS") to various industry and government vertical markets around the world.

Wireless Vehicle Services provided through the Quadrant™ System can be separated into four areas:

- (a) Location Based Services ("LBS") – navigation, Automatic Vehicle Location ("AVL") / tracking, "localized" Internet, traffic reporting, proximity advertising, geofencing and vehicle monitoring.
- (b) Safety & Security – monitoring the transport of hazardous material, anti-theft, vehicle recovery, air-bag deployment notification, remote door lock/unlock, and remote vehicle diagnostics.
- (c) Connectivity – dispatch, voice/cellular, data, and messaging, peripherals including laptops and personal digital assistants ("PDA's") providing access to corporate applications.
- (d) Fleet Management – mobile computing, digital forms/reporting, invoicing, city search, and data collection.

WebTech's principal markets are personal automotive; transportation; government (municipal and state); waste management; construction; utility and business services.

WebTech's distribution channels and methods are broken down into the following categories:

- (a) Inside sales team that deals directly with small to medium commercial fleets;
- (b) Direct sales through regional offices;
- (c) Resellers or distributors, which are providers of fleet management solutions and technical support to commercial fleets;
- (d) Strategic channels with industry partners to offer combined solutions to end users.

Products and Services

WebTech Products and Services – Turnkey Solutions

WebTech develops and sells location-based, Telematics subscriber services and hardware. Its solutions are a combination of GPS technology, terrestrial wireless, on-board computers, Internet and digital maps. The Corporation is a pioneer in the area of GSM/GPRS/GPS Telematics devices.

Services – The Quadrant™ Portal

WebTech's Quadrant™ portal is an online subscriber command center for WebTech's wireless vehicle services. It provides end users with a complete administration point for managing and

configuring their services and viewing their accounts, providing real-time GPS-based location information and a wide range of fleet management solutions. These solutions include automatic vehicle location, mapping, reporting, vehicle maintenance, driver status, in-vehicle telemetry, messaging and Internet connectivity. Higher order services are offered as well, including WiFi, Bluetooth, over-the-air upgrades, routing and scheduling, driver logs, automated fuel-tax calculations and integration to back office applications and databases. Vehicle data gathered by WebTech's hardware is transmitted to WebTech's operations center via wireless networks. Customers can then access this information over the Internet.

Full Service Offering for Long-Haul Trucking Market

In September 2005, WebTech launched a full service offering for the long-haul trucking market. This offering includes automated driver logs, schedule adherence, driver performance, fuel tax reporting, J1708 reporting and remote back office integration. Automated driver logs provide users with the ability to electronically track hours of service information in compliance with government regulations in the U.S. and Canada. This service maximizes efficiencies by minimizing the need for manual driver log entries, optimizing routing schedules and by providing immediate cost savings on fuel and fuel tax reporting.

J1708 reporting provides an end user with information that pertains to the health and maintenance of the vehicle as well as performance data designed to help drivers become more efficient. J1708 capabilities enable monitoring of driver/vehicle performance data such as speed, engine idle time, hard braking, over-revving and fuel consumption. These reports are used to generate cost savings and to increase driver and public safety.

Consumer Automotive Market

WebTech has developed a solution to provide enhanced safety and security to consumers in the automotive market. WebTech's products and services offer anti-theft and vehicle recovery capabilities. In countries such as Brazil, where auto theft is high, many automobile insurers offer significant premium discounts for vehicles with anti-theft devices, and in particular, recovery capabilities. Despite the difficulties the Corporation has experienced with launching it's consumer automotive business in Brazil with Crown Telecom the Corporation continues to pursue the consumer automotive vertical in Brazil and in other countries.

WebTech's Quadrant™ solution components

The Locator

The WebTech Locator is at the heart of the Quadrant™ vehicle services system. It is a black box device that contains an integrated GPS receiver, a wireless data modem and WebTech service enabling technologies. The WebTech Locator communicates with the GPS network and is capable of determining and communicating location within 10 meters of accuracy. The WebTech Locator transmits location and other vehicle-based information through a wireless network to the services portal. The WebTech Locator provides vehicle-monitoring capabilities 24 hours a day, seven days a week. Locators are fully configurable over-the-air and remotely supported.

WebTech Quadrant™ Interface

The WebTech Quadrant™ Interface is a user friendly, browser-based mapping and reporting interface. It is accessible using any internet browser and can be configured for multiple

usernames and passwords with various levels of security. Access to information can be defined for the end user.

Mapping Interface

WebTech's Quadrant™ system provides an extensive mapping center that can be accessed via the Internet or through a server map database. The mapping center provides multiple layers of geographic information (road types, bridges, tunnels, landmarks etc.) and a variety of location services.

Peripheral Devices

A number of peripherals can be connected to the WebTech Locator including laptops, Personal Digital Assistants ("PDAs"), or Mobile Data Terminals. Interfacing to laptops and PDAs allows in-vehicle users to access the Internet by utilizing the GPRS connection provided by the WebTech Locator.

Panic Button

Panic buttons can be installed in vehicles to alert dispatch as soon as there is a problem. They are connected to the vehicle locators through a Telematics connection and will automatically alert personnel through email, SMS alerts, or an XML interface to a back office dispatch application.

Bar Code Scanner

WebTech offers a bar code scanner for direct input of data to a Mobile Data Terminal electronic form. The scanner is connected, a bar code scanned, and the information automatically entered into the appropriate field on the form.

Revenues for Products and Services

WebTech's business model generates revenue from the initial sales of hardware and peripherals and other one-time charges and a recurring revenue stream from a variety of wireless services that it delivers to fleets and motorists.

Revenues can be split into the two categories of: (i) non-recurring hardware and software sales; and (ii) subscriber revenues. Hardware and software revenues have decreased by 22% over the prior year. Subscriber (or recurring services) revenues have increased by 44% over the prior year, and have increased as a percentage of total sales to approximately 36% vs. 24% for the prior year as the Company has experienced continuing strong subscription renewals.

Research and Development

WebTech conducts research and development activities related to its hardware, firmware and software. The hardware and firmware form part of an embedded system which is installed in a vehicle or other mobile asset and interfaces to WebTech's server infrastructure. The research and development include schematic capture, PCB design and manufacture, firmware programming, compiling and deployment activities, software programming & infrastructure deployment. By conducting its own research and development activities, WebTech has been able to retain complete ownership of its end-to-end solution.

Production

WebTech's hardware is primarily manufactured by several subcontract manufacturing suppliers. WebTech uses both local and offshore manufacturers. WebTech uses its subcontract manufacturers to provide material sourcing, manufactured printed circuit assemblies, primary assembly, and testing. Most components and parts are sourced by our manufacturers however WebTech itself sources some major components, some long lead-time parts, and some peripherals such as MDTs.

WebTech's products require final assembly and configuration, testing, packaging and shipping by WebTech from its Vancouver facilities.

Specialized Skill and Knowledge

Due to the technical nature of its business and the dynamic market in which the Corporation competes, continued success depends on attracting and retaining highly skilled engineering, managerial, consulting, marketing and sales personnel. In particular, the Corporation's future success depends in part on the continued services of each of its current executive officers and other key employees. In order to meet its commitments under increased purchase orders, the Corporation plans to add new employees in the near future.

Competitive Conditions

WebTech operates in a highly competitive environment. WebTech's key competitors are Qualcomm Incorporated, @Road Inc. (now owned by Trimble Navigation Ltd.) and AirIQ Inc. Qualcomm distributes a trading and messaging product called the Omni Express, which provides a server-based solution for long haul trucking. @Road provides a vehicle tracking and messaging service on a web-based solution called FleetASAP. AirIQ's product, OnBoard, provides vehicle-tracking for rental fleets and trailers through a web-based solution.

WebTech has competitively positioned itself with an end-to-end internet-based system that provides a variety of services as opposed to having a single service offering. WebTech has built an open platform that permits the addition of other mobility applications and allows for customization which management believes is critical to penetrate various vertical market segments and provide wireless data services beyond tracking.

New Products

In 2007, WebTech introduced an Iridium™ based product to provide tracking ability in hard to monitor locations and areas without GSM coverage. The WT1900 Iridium satellite product enables global pole to pole coverage for WebTech services. For business critical applications the use of dual mode GPRS/Iridium Locator allows use of cost effective GSM airtime for the majority of data traffic while the satellite coverage ensures constant communication.

Also in 2007, WebTech introduced its Temperature Monitoring Kit which allows the monitoring of up to three digital temperature probes with high and low alarm thresholds. The kit is particular effective for food delivery services where regulatory requirements necessitate monitoring multiple compartments or multiple points within a compartment.

In 2006, WebTech introduced several new products designed to deliver cost-efficient data communication and location based services to transportation and field services organizations. The suite of products includes the WT6000E, the WT5800 Locator which operates over WiFi, the WT1700 Locator Bluetooth Adapter Kit and the Locator Driver ID Kit.

The WT6000E is the latest in the series of GSM enabled Locators which is now expanded to provide GPS-based location and status reporting on GPRS and EDGE networks. The WT5800 Locator provides a cost-effective means for companies to benefit from the Quadrant™ fleet location and reporting services where real-time updates and driver communications are not required. Location and vehicle telemetry information is stored in the WT 5800 and uploaded automatically when a vehicle returns to a company's authorized WiFi coverage area. The WT 5800 is also a cost effective alternative for managing fleets that operate inside a WiFi campus area, such as an airport or open pit mine.

The WT1700 Bluetooth Adapter Kit connects to a WebTech cellular Locator to provide a Bluetooth Vehicle area network for Bluetooth enabled laptops, PDA's and machine to machine devices.

The Locator Driver ID Kit provides a convenient solution to monitor vehicle usage by individual drivers using only an iButton keyfob.

Component Pricing and Sourcing

WebTech has established supply relationships with a number of organizations including Motorola (modems) and Serf (GPS chips) that supply the critical components of the Corporation's products and services. WebTech believes that it will be successful in developing further supply relationships.

As sales volumes increase, the Corporation believes it will benefit from volume discounts. As the majority of the components that WebTech procures are denominated in US currency, the costs of these components are subject to foreign currency risk. (See "Risk Factors").

Intangible Property

WebTech currently protects its intangible intellectual property (including but not limited to the Corporation's portal system, the design of its units and the embedded software/firmware that is within each of its units) through a mix of trade secrets and patents. The trade secrets held by WebTech with respect to the assembly of hardware products and copyright attached to the software is critical to WebTech. The Corporation has filed a total of five patent applications and intends to apply for additional patent protection for its products and services as deemed necessary or advisable.

Sales Cycles

The Corporation has grown organically through direct sales to small and medium-sized customers, as well as larger government clients. The sales cycle to these customers can vary from weeks to many months. As well, over the last several years the Corporation has been seeding the market by selling product to large customers to use for trials. Some of these trials last for over two years. As a result, predicting sales for a quarter is difficult as sales cycles or trials may close in the quarter or easily slip into the next quarter (or even take longer).

In addition, the Corporation's sales are subject to seasonality. Typically, locator sales in the first quarter of each fiscal year are lower due to decreased buying activity in the summer months.

Economic Dependence

WebTech has retained China Can, a supplier company in Richmond, British Columbia that specializes in turn-key manufacturing, to provide the parts and assembly for the WebTech Locator.

Employees

At the end of the Corporation's most recently completed fiscal year, WebTech had an aggregate complement of 126 (2006 - 87) employees and contract workers, 119 (2006 - 80) of whom were located in North America and 7 (2006 - 7) of whom were located in Europe. As of the date hereof, WebTech has an aggregate of 121 employees and contract workers, 115 of whom are located in North America and 6 of whom are located in Europe.

Foreign Operations

Approximately 79% of WebTech's revenues are from foreign operations, including operations in the United States, Europe, South America, the Middle East, Asia and other areas of the world.

Sales by geographic segment were as follows:

	For the year ended July 31	
	2007	2006
Canada	21%	11%
US	40%	39%
Europe	20%	18%
SA	13%	19%
Other	6%	12%

WebTech currently has distribution agreements with distributors in the United States, Europe, Pakistan, Panama, Mexico, the Middle East and other locations. .

4.2 Risk Factors

WebTech faces a number of risks and uncertainties, including, but not limited to, the following:

Growth

WebTech has experienced significant growth over the past few years. The Corporation continues to expand its operations internationally. If the Corporation is unable to effectively manage the growth that it has experienced to date and its additional contemplated future growth, it may be unable to provide adequate services to its customers, causing a reduction in sales and an inability to sustain profitability. It may also be unable to retain its employees, obtain financing and generate cash from operations.

Profitability

The Corporation did not attain profitability during its 2007 fiscal year, and it may not be able to return to profitability from operations for the current fiscal year and beyond.

Technology

The Corporation operates in a highly competitive environment where its hardware and services are subject to rapid technological change. WebTech's future success depends on its ability to design and produce new products and services, deliver enhancements to its existing products and services, respond to technological advances in its industry and respond to its customers' increasingly sophisticated needs. If the Corporation is unable to respond to technological changes, its products and services may become obsolete, which could negatively impact sales and profitability.

Intellectual Property

The trade secrets held by WebTech with respect to the assembly of hardware products and copyright attached to the software is of extreme importance to WebTech's success. WebTech protects its intellectual property through trade secrets and reliance upon copyright legislation. If a third party misappropriates WebTech's intellectual property, WebTech may be unable to enforce its rights.

WebTech may be challenged with respect to the infringement of the intellectual property of others. There is no assurance the Corporation will be successful in defending such claims, and if it is unsuccessful there is no assurance that the Corporation will be successful in obtaining a license for the intellectual property in question. Intellectual property claims are expensive and time consuming to defend and, even if they are without merit, may cause delay in the introduction of new products or services. At this time there is one intellectual property claims against the Corporation which the Corporation is vigorously defending.

Working Capital

The Corporation's success is predicated on its ability to finance growth. Management believes that operations and commitments will be adequately financed over the coming year however the Corporation's ability to satisfy its future growth activities may be dependent on future financing. There can be no assurance that, if, as and when the Corporation seeks additional equity or debt financing, the Corporation will be able to obtain the additional financial resources required on satisfactory commercial terms or at all. If additional financing is raised by the issuance of equity securities from the treasury of the Corporation, control of the Corporation could change and existing shareholders will suffer dilution.

Competition

The automatic vehicle location and Telematics industry is very competitive. A number of the Corporation's existing competitors have substantially greater financial, marketing and other resources. Several of these companies also have greater name recognition and well established relationships with some of the Corporation's target customers. Furthermore, these competitors may be able to adopt more aggressive pricing policies and offer more attractive terms to customers than the Corporation is able to offer. The Corporation may face increasing price pressure from its competitors and customers. In addition, current and potential competitors have established or may establish cooperative relationships amongst themselves or

with third parties to compete more effectively. Existing and potential competitors may also develop enhancements to, or future generations of, competitive products and services that will have better performance features than the Corporation's system.

Suppliers

WebTech has relationships with several suppliers and service providers upon which it depends to provide critical components for its products and services. In the event that the Corporation is unable to maintain these relationships or establish relationships with new suppliers or service providers as required, the availability, pricing and quality of its products and services may be adversely affected causing an adverse effect on the Corporation's business, operating results and financial condition. Relationships with third party suppliers and service providers expose the Corporation to risks associated with the integrity, quality, reputation, solvency and performance of such parties.

The components that WebTech sources for its products and services are highly specialized. In the event that a supply relationship is terminated, there is a risk that a replacement supply may not be found on a timely basis resulting in loss of business. In addition, if supply is not available on a timely basis, there is a risk that WebTech may be unable to service its customers resulting in among other things, a loss of business, penalties and claims for damages.

Distributors

The Corporation relies on distributors to sell its products in various countries around the world, there is a risk that certain of these distributors may terminate their relationship with the Corporation. If such relationships are terminated alternate distributors may not be available in those regions.

Liability Claims

WebTech may be subject to claims arising from the use of its products and services. A product liability claim could adversely impact the Corporation's business due to the cost of settlements and due to the costs of defending such claims.

Credit Concentration and Credit Risk

The Corporation provides credit to its customers in the normal course of operations. The Corporation estimates, on a continuing basis, the probable losses, and records a provision for such losses based on the estimated realizable value. There is no assurance that this provision will be adequate.

Also at July 31, 2007, an aggregate of approximately 20.3% of accounts receivable are due from two UK resellers of the Corporation's hardware and 8.9% is due from a distributor located in the Middle East.

Inventory Management

The Corporation's hardware is comprised of component parts with long lead times. The Corporation typically purchases component parts and out-sources manufacturing in advance of receiving confirmed purchase orders. As a result, the Corporation may have significant inventory volumes that could be subject to write down from obsolescence.

The Corporation currently has significant amounts of inventory on hand or under contract for manufacture which is procured in order to meet the contracted demand of its distributor in Brazil. The Corporation has written down the value of this inventory to what the Corporation estimates to be the inventory's fair market value. Given the large quantity of this inventory there is no guarantee that the Corporation will be successful in selling all of it, or realizing the full value of its current carrying cost, which might result in further write-offs and charges to the Corporation's net income.

Insurance Inadequacy

No assurance can be given that insurance to cover the risks to which the Corporation's activities will be subject will be available at economically feasible premiums or at all. There is no assurance that in the event of claim or loss that the Corporation will have adequate insurance coverage.

Warranty Claims

WebTech provides its customers with a limited warranty on its products. Despite quality control procedures, there is no assurance that the Corporation's provision for this warranty is adequate. If there is a malfunction or error that affects a significant number of the Corporation's products the cost to repair, replace or recall these products or component parts could materially adversely affect the operations and financial position of the Corporation.

Dependence on Personnel

Due to the technical nature of its business and the dynamic market in which the Corporation competes, its success depends on its ability to attract and retain highly skilled engineering, managerial, marketing and sales personnel. In particular, the Corporation's future success depends in part on the continued services of each of its current executive officers and other key employees. Competition for qualified personnel in the wireless and wireless data industries is intense. The loss of one or more of these key personnel may have a significant adverse effect on the Corporation's sales, operations, technological development and profits.

Competition for qualified personnel in the wireless and wireless data industries is intense. The Corporation believes that there are only a limited number of persons with the requisite skills to serve in many key positions and it is difficult to hire and retain these persons.

Foreign Exchange

Fluctuations in the exchange rate between the Canadian and US dollars and between Canadian dollars and UK pounds affect WebTech by impacting revenue, expenses and the balance sheet. Although the Corporation reports its financial results in Canadian dollars, for the year ended July 31, 2007, 59% (2006: 70%) of revenues were US dollar denominated and 20% (2006: 18%) were in UK pounds. A weakening US dollar reduces revenues when reported in Canadian dollars. A strengthening US dollar would have the opposite effect. There is a somewhat mitigating effect to this factor, in that a portion of the Corporation's inventory costs are denominated in US dollars. There is a negative impact on the balance sheet as the value of US dollar denominated receivables decreases if the US dollar weakens against the Canadian dollar. There is some offset as US dollar denominated payables will also decrease at the same time. In summary, the offsets between US dollar revenues and expenses and US dollar receivables and payables provide natural hedges for part of the Corporation's foreign exchange exposure. At July 31, 2007, the Canada – US dollar exchange rate was 0.9384, compared with 0.8843 at July

31, 2006. To date, the Corporation has not engaged in exchange rate hedging contracts. The Corporation's UK subsidiary sells to customers and incurs operating costs primarily in UK pounds however its costs of sales are primarily denominated in Canadian and US dollars. If the UK pound weakens relative to the Canadian dollar, the Corporation may record losses on translation of its subsidiary's accounts. At July 31, 2007, the Corporation held net current monetary balances of Cdn. \$1,278 (2006: Cdn.\$1,612) in UK pounds and Cdn.\$3,541 (2006: Cdn: \$1,612) in US dollars.

Stock Price Volatility

In recent years, the securities markets in the United States and Canada have experienced a high level of price and volume volatility, and the market prices of securities of many companies have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that continual fluctuations in price will not occur. It may be anticipated that any quoted market for the Common Shares will be subject to market trends generally, notwithstanding any potential success of the Corporation in creating revenues, cash flows or earnings. The value of the Corporation's securities will be affected by such volatility. The Corporation's stock price may also experience significant fluctuations due to operating performance, performance relative to analysts' estimates, disposition or acquisition by a large shareholder, a law suit against the Corporation, the loss or acquisition of a significant customer or distributor, industry-wide factors and factors other than the operating performance of the Corporation. These factors among others may cause decreases in the value of the Corporation's Common Shares.

Government Regulations

The Corporation operates in a global marketplace, with sales in numerous countries. The Corporation may be required to incur additional costs in order to comply with foreign and state government regulations as they might pertain to certain issues concerning compliance with local regulations governing its devices, content, privacy, taxation and other considerations.

Operations

The Corporation's operations are dependent upon its ability to protect its network infrastructure and customers' equipment against damage from human error, telecommunications failures, fire, earthquakes, floods, power loss, sabotage, intentional acts of vandalism and similar events. Despite precautions taken by, and planned to be taken by the Corporation, the occurrence of a natural disaster or other unanticipated problem at one or more of the Corporation's network facilities could result in interruptions to the services provided by the Corporation. Such an event could significantly impact the ability of suppliers to provide the data communications capacity required by the Corporation and could in turn impact the Corporation's sales and customer relations.

Market Demand for the Product and Services

The Corporation's success is dependent on its ability to market its products and services. There is no guarantee the Corporation's products and services will remain competitive. There is no guarantee the Corporation will be able to respond to market demands. If the Corporation is unable to effectively develop and expand the market for its products and services its growth may be adversely affected.

General Economic Conditions

The Corporation's results could be adversely affected by changing economic conditions in the countries in which it operates.

Foreign Operations

The Corporation has two foreign subsidiaries, one is incorporated and operating in the United Kingdom and the second is incorporated in Barbados. Such subsidiaries are subject to the laws of their jurisdiction of incorporation and any changes to such laws. The Corporation exports its locators worldwide including certain jurisdictions where the legal system may not be adequate to ensure remedy for loss or damage should such occur. The Corporation's results may be adversely affected by changes in economic conditions, regulatory requirements, duties and tariffs, political instabilities, exchange rates, trade restrictions and other factors which may prevent or affect the export of its products. The Corporation's continued expansion into international operations brings additional risks, including increased credit management risks and potentially greater difficulties in collecting accounts receivable, as well as exposure to uncertainties of laws and enforcement and to language barriers.

Portal System Failure

WebTech's portal system is subject to failure due to loss of power, connectivity or human error. In the event that the Corporation's systems become inoperative for a period of time, the Corporation could be adversely affected by a reduction in customer satisfaction, loss of business and litigation.

GPS Technology

The Corporation depends on signals from GPS satellites built and maintained by the US Department of Defense. Availability of these signals is dependent on the US Department of Defense continuing to maintain the satellites and allow access to their signals which could be affected by future government regulation. If these satellite signals become unavailable or if the cost of using the satellite system increases, WebTech's business could be adversely affected. The satellite system may be subject to malfunction and sabotage, which could cause down-time and cause a reduction in customer satisfaction and loss of business.

Variable Revenues / Earnings

The revenues and earnings of the Corporation may fluctuate from quarter to quarter, which could affect the market price of the Corporation's Common Shares. Revenues and earnings may vary quarter to quarter as a result of a number of factors, including the timing of releases of new products or services, the timing of substantial sales orders or deliveries, activities of the Corporation's competitors, cyclical fluctuations related to the evolution of wireless technologies, possible delays in the manufacture or shipment of current or new products, concentration in the Corporation's customer base, and possible delays or shortages in component supplies.

Revenue Concentration

The Corporation depends on a small number of customers for a significant portion of its revenue. For the year ended July 31, 2007, no individual customer comprised greater than 10% of sales.

Third Parties

Future growth of the Corporation depends in part on the successful deployment of next generation wireless data and voice networks by third parties for which the Corporation is developing products. If these network operators cease to offer effective and reliable service, or fail to market their services effectively, sales of the Corporation's products will decline and revenues will decrease.

Acquisitions

As part of the business strategy of the Corporation, the Corporation may acquire additional assets and businesses principally relating to or complementary to our current operations. Any acquisitions and/or mergers will be accompanied by the risks commonly encountered in acquisitions of companies. These risks include, among other things: exposure to unknown liabilities of acquired companies, higher than anticipated acquisition and integration costs, diversion of management's time and attention during the integration process, and possible dilution to shareholders if the purchase price is paid in Common Shares or securities convertible into Common Shares.

Earnings and Dividend Record

The Corporation incurred a loss for this fiscal year after reporting earnings for three years following several years of no earnings since inception. The Corporation has paid no dividends on its Common Shares since incorporation and does not anticipate doing so in the foreseeable future.

Conflicts of Interest

Certain of the directors and officers of the Corporation are or may become directors or officers of, or have significant shareholdings in, other technology based companies and, to the extent that such other companies may participate in ventures in which the Corporation may participate, the directors and officers of the Corporation may have a conflict of interest in negotiating and concluding terms respecting the extent of such participation. Such other companies may also compete with the Corporation for customers or suppliers. In the event that any such conflict of interest arises, a director who has such a conflict will disclose the conflict to a meeting of the directors of the Corporation and will abstain from voting for or against the approval of such participation or such terms. In accordance with applicable laws, the directors of the Corporation are required to act honestly, in good faith and in the best interests of the Corporation. In determining whether or not the Corporation will participate in a particular business or activity, the directors will primarily consider the potential benefits to the Corporation, the degree of risk to which the Corporation may be exposed and its financial position at that time.

5. DIVIDENDS

The Corporation has paid no dividends on its Common Shares since incorporation and does not anticipate doing so in the foreseeable future, as it anticipates that all available funds will be invested to finance the growth of its business.

6. DESCRIPTION OF CAPITAL STRUCTURE

6.1 Authorized and Issued Share Capital

The authorized share capital of the Corporation consists of an unlimited number of Common Shares and an unlimited number of preferred shares issuable in series ("Preferred Shares").

Holders of the Common Shares are subject to the rights, privileges, restrictions and conditions attaching to any other class, are entitled to one vote per share at meetings of shareholders of the Corporation except meetings at which only holders of a specified class of shares are entitled to vote, are eligible to receive dividends as and when declared by the board of directors of the Corporation, and, upon liquidation, to receive such assets of the Corporation as are distributable to the holders of the Common Shares. As of the date hereof, there are 58,353,310 Common Shares issued and outstanding. As of the date hereof, there are, 2,907,635 Common Shares reserved for issuance pursuant to outstanding share purchase options entitling the holders to purchase one Common Share for each option held at prices ranging from \$0.25 to \$6.98 per share and expiring on various dates up to July, 2012.

The Preferred Shares are issuable in series. The Preferred Shares have priority over the Common Shares with respect to payment of dividends and distribution of assets in the event of liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, to the extent fixed in the case of each respective series, and may also be given such other preferences over the Common Shares as may be fixed in the case of each such series. The Preferred Shares do not carry with them the right to vote at any meeting of shareholders, except as otherwise permitted by law. There are currently no Preferred Shares.

7. MARKET FOR SECURITIES

7.1 Trading Price and Volume

Currently, the Corporation's issued and outstanding Common Shares are listed and posted for trading on the TSX under the trading symbol "WEW" having graduated from the TSX Venture Exchange on April 26, 2007 where it traded under the symbol "WEW.V".

The following table sets forth the high and low trading prices and trading volumes of the Common Shares for the periods indicated.

Date	Open	High	Low	Close	Avg Vol
Aug-05	0.8	0.85	0.72	0.81	217,700
Sep-05	0.81	1.15	0.77	1.04	56,600
Oct-05	1.06	1.28	1.04	1.23	48,300
Nov-05	1.26	1.36	1.14	1.27	124,000
Dec-05	1.24	1.34	1.15	1.22	54,400
Jan-06	1.29	1.68	1.25	1.55	184,600
Feb-06	1.58	1.65	1.5	1.52	68,600
Mar-06	1.55	1.7	1.42	1.55	60,800
Apr-06	1.6	1.65	1.45	1.5	18,100
May-06	1.5	1.55	1.25	1.25	30,200
Jun-06	1.3	1.39	1.05	1.2	39,900
Jul-06	1.2	1.22	1.06	1.13	23,900
Aug-06	1.2	1.3	1.04	1.08	51,300
Sep-06	1.08	1.51	1.05	1.45	99,600
Oct-06	1.5	2.56	1.4	2.5	510,900
Nov-06	2.54	4.2	2.53	4.05	269,500
Dec-06	4.15	6.09	3.63	5.67	292,600
Jan-07	5.75	6.6	5.13	6.25	254,000
Feb-07	6.27	7	5.51	6.48	338,100
Mar-07	6.4	7.2	5.75	6.75	211,100
Apr-07	6.8	7.39	6.42	6.69	270,200
May-07	6.95	7	2.52	3.53	635,100
Jun-07	3.67	3.94	2.3	2.55	500,100
Jul-07	2.71	3.19	2.5	2.65	370,200
Aug-07	2.6	2.7	1.99	2.57	186,700
Sep-07	2.6	3.52	2.57	3.4	381,000
Oct-07	3.54	3.69	2.8	3.09	289,300

8. DIRECTORS AND OFFICERS

8.1 Name, Occupation and Security Holding

The following table sets forth the names and residences of all directors and officers of the Corporation, the positions and offices with the Corporation held by such persons, their principal occupations and the number and percentage of Common Shares beneficially owned by such persons as at the date of this AIF:

Name, Present Office Held and Municipality of principal residence	Became a Director/Officer	Principal Occupation and Positions During Last Five Years ⁽⁵⁾	Number of Common Shares Beneficially Owned Directly and Indirectly ⁽⁵⁾	Percentage of Issued and Outstanding Common Shares
Glen Brownlee ⁽¹⁾⁽²⁾ <i>Director</i> Vancouver BC	Mar-04	Independent Chairman and CEO, Tantalus Systems Corporation (Retired)	15,625	0.02%
Clarence Chandran ⁽¹⁾ <i>Director</i> Miami Beach, FL	Jun-07	Independent Chairman, The Chandran Family Foundation Inc.	10,000	0.02%
Cameron Fraser ⁽³⁾ <i>Chief Operating Officer, Chief Technical Officer, and Director</i> North Vancouver, BC	Aug-99	Chief Operating Officer and Chief Technical Officer of WebTech.	4,535,985	7.76%
Leonard H. Metcalfe ⁽¹⁾⁽²⁾⁽⁴⁾ <i>Director</i> Surrey, BC	Apr-00	Independent Chairman and CEO of LMI Technologies Inc.	65,625	0.20%
R.H. (Dick) Pinder ⁽¹⁾⁽²⁾⁽⁴⁾ <i>Director</i> Calgary, AB	Jan-05	Independent President of Kingsmere Corporate Finance Ltd.	38,125	0.07%
Anwar Sukkarié <i>President, Chief Executive Officer and Director</i> Beirut, Lebanon	Aug-99	President, Chief Executive Officer of WebTech.	7,679,955	13.24%
Neil Chan <i>Sr. Vice President Worldwide Sales & Marketing</i> Victoria, BC	Nov-04	Senior Vice President Worldwide Sales & Marketing of WebTech; Vice President of Airvana Inc.	170,000	0.29%
Scott Edmonds <i>Chief Financial Officer and Secretary</i> Vancouver, BC	Apr-07	Chief Financial Officer of WebTech; Chief Financial Officer of QulC Financial Technologies Inc.	9,000	0.02%

Notes:

- (1) Member of the Compensation Committee.
- (2) Member of the Audit Committee.
- (3) The majority of Mr. Fraser's shares are held by Threshold Solutions Inc., a private British Columbia company that is wholly owned by Mr. Fraser
- (4) The principal occupation of this director is acting as an officer or partner of a company or partnership other than WebTech.
- (5) Such information, not being within the knowledge of the Corporation, has been furnished by the respective directors individually.

During the past five years, each director's principal occupation has been as indicated above except as follows:

Glen Brownlee, Director

Mr. Brownlee, age 60 is the former Chairman and CEO of Tantalus Systems Corp. Mr. Brownlee is also the former President and COO of Sierra Wireless and has held senior positions as Vice-President and General Manager of the Mobile Data Division of Motorola. Prior to that Mr. Brownlee was President, CEO and Director from 1997 to 1999 of Simware Inc. He was also in sales, marketing and general management with Systems Dimensions Ltd., Datacrown and Crowntek (all now part of IBM).

Clarence Chandran, Director

Mr. Chandran, age 58, is Chairman of The Chandran Family Foundation Inc., the family's US-based foundation which has a focus on Healthcare Research and Education. Mr. Chandran is a former Chief Operating Officer of Nortel Networks and he is a member of the Board of Directors of Novelis Inc.(aluminum rolled products), the privately held Marport Deep Sea Technologies Inc., (3D acoustical visualization imaging) and a member of the Board of Visitors of the Pratt School of Engineering at Duke University, North Carolina. Mr. Chandran formerly served on the boards of organizations such as MDS Inc. (Life Sciences) Toronto, (NYSE/TSX), and Alcan Inc. (Primary Aluminum) Montreal, (NYSE/TSX).

Cameron B. Fraser, Chief Operating Officer, Chief Technical Officer, Director

Mr. Fraser, age 56, was awarded his Bachelor of Science in Computer Science in 1975 from the University of Toronto. Since August 2005, he has been Chief Operating Officer, Vice-President Product Development and Chief Technical Officer of WebTech. From April 2000 to July 2005, he was Vice-President Product Development and Chief Technical Officer of WebTech. From 1985 to 1999, Motorola employed him in the capacities of Director – Technology Group, Director – Product Development, Director – Engineering, and Manager – System Architecture and Network Management. During this time, he also served as Manager – Network Applications of Mobile Data International.

Leonard H. Metcalfe, Director

Mr. Metcalfe, age 54, has served as Chairman, CEO and a director of LMI Technologies Inc. ("LMI") since November 1997, and as Chairman of the Board of LMI since January 1998. LMI supplies machine vision systems for various manufacturing industries from its offices in Canada, USA, Sweden, Ireland and The Netherlands. Mr. Metcalfe is a member of the International Society of Optical Engineers. Mr. Metcalfe received a Diploma of Technology in Control Electronics from the British Columbia Institute of Technology in Vancouver, in 1973. Mr. Metcalfe has been a director of WebTech since April 2000.

R.H. (Dick) Pinder, Director

Mr. Pinder, age 57, is President of Kingsmere Corporate Finance Ltd. in Calgary Alberta. Mr. Pinder graduated from the University of Saskatchewan (B. Comm.) and earned his Chartered Accountant designation in Alberta. For the past 10 years he has been an active advisor in corporate finance matters and transactions. He has previously served as the Chief Executive Officer of a regional western retail and distribution company for 12 years. Mr. Pinder is currently a Trustee of Newalta Income Fund (TSX: NALUN) and serves as the Chairman of its Audit Committee.

Anwar F. Sukkarié, President, Chief Executive Officer, Director

Mr. Sukkarié, age 48, was awarded his Master of Sciences in Electrical Engineering in 1987 from the University of Calgary and his Bachelor of Engineering in Electrical Engineering in 1982 from the American University in Beirut, Lebanon. Since April 2000, he has been President and Chief Executive Officer of WebTech. From March 1990 to December 1999, he was employed by Motorola – EMEA in the Motorola Wireless Data Systems Division, in the capacities of Senior Business Development Manager (UAE, Middle East and Africa), Operator – General Management, Senior Project Manager, Product Development Program Manager and Business Manager.

Neil Chan, Senior Vice President Worldwide Sales and Marketing

Mr. Chan, age 46, has over 20 years experience in the wireless communications industry, with expertise in product and service development, marketing and sales. Previously, Mr. Chan served as the founding executive and Vice President of Global Accounts for Airvana, Inc., a world class 3G infrastructure supplier that sold to the top 25 CDMA carriers worldwide. As Motorola's Vice President and Managing Director for the Broadband Communication Sector for the Asia Pacific Region, Mr. Chan was responsible for growing annual revenues from start-up to \$400M within four years of operation. Mr. Chan also chairs several private networking and application software companies. He has a Master's in Business Administration degree in Engineering and Technology Management.

Scott B. Edmonds, Chief Financial Officer and Secretary

Mr. Edmonds, age 47, has been Chief Financial Officer of WebTech since April 2007 and also serves as Company Secretary. Mr. Edmonds obtained his Chartered Accountant designation in Ontario in 1986, has completed the Executive Development Programme at the Kellogg School of Management at Northwestern University and holds an Honours BBA from Bishop's University. Mr. Edmonds' previous positions include Chief Financial Officer at QuIC Financial Technologies and Chancery Software both in Vancouver, and a variety of senior finance and management positions with the Walt Disney Company in Europe and Asia from 1990 to 1999. Mr. Edmonds is currently a director of MRS Trust Inc.

8.2 Cease Trade Orders, Bankruptcies, Penalties or Sanctions

- (a) Other than as described below, no director or officer of the Corporation, or to the best of the Corporation's knowledge, shareholder holding a sufficient number of securities of the Corporation to materially affect the control of the Corporation:
- (i) is, as of the date of the AIF or has been, within the 10 years preceding the date of this AIF, a director or officer of any issuer that, while that person was acting in that capacity:
 - (A) was the subject of a cease trade or similar order, or an order that denied the issuer access to any exemptions under Canadian securities legislation, for a period of more than 30 consecutive days;
 - (B) was subject to an event that resulted, after the director or executive officer ceased to be a director or executive officer, in the issuer being the subject of a cease trade or similar order or an order that denied the issuer access to any exemption under Canadian securities legislation, for a period of more than 30 consecutive days; or

- (C) within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or
- (ii) has, within the ten years before the date of this AIF, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or was subject to or instituted any proceedings, arrangement, or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of the director, officer or shareholder.

Leonard Metcalfe, was a director of Forum Ventures Inc., which was suspended by the TSX-V from trading as a result of its failure to maintain tier listing requirements and the fact that it had been inactive for over 18 months. Trading was reinstated on August 21, 2002.

In August 2003, R.H. (Dick) Pinder was appointed to the board of directors of Launch Resources Inc. at the request of a major shareholder, to assist with a workout situation. Prior to the time of his appointment, Launch Resources Inc. was the subject of a cease trade order. Mr. Pinder resigned from the board of directors in December 2003. In September 2004 Launch Resources Inc. was granted an order from the Court of Queen's Bench of Alberta under the *Companies' Creditors Arrangement Act*.

- (b) No director or officer of the Corporation, or to the best of the Corporation's knowledge, shareholder holding a sufficient number of securities of the Corporation to materially affect the control of the Corporation, has been subject to:
 - (i) any penalties or sanctions imposed by a court relating to Canadian securities legislation or by a Canadian securities regulatory authority or has entered into a settlement agreement with a Canadian securities regulatory authority; or
 - (ii) been subject to any other penalties or sanctions imposed by a court or a regulatory body that would likely be considered important to a reasonable investor in making an investment decision.

8.3 Conflicts of Interest

There are no existing or potential material conflicts of interest between WebTech and any director or officer of WebTech or any subsidiary of WebTech.

9. LEGAL PROCEEDINGS

On May 11, 2007 the Corporation was served with notice of a lawsuit filed in the Eastern District of Texas by Lunar Eye Inc., alleging patent infringement by the Corporation. This lawsuit has since been scheduled for trial in November 2008.

The Corporation has reviewed the lawsuit and believes it to be without merit, and has taken the necessary steps to defend itself against the allegations contained therein. The Corporation has filed a Request for Re-examination of the underlying patent with the US Patent and Trademark Office ("USPTO"). Should the request for re-examination be successful, it is likely that the

related re-examination could take several years. The Corporation has also requested that the court in grant it a Stay of Proceedings pending the outcome of the Request for Re-examination.. At this time, neither the USPTO nor the court has responded to the Corporation's requests.

The Corporation is taking certain legal action in Brazil against Crown Telecom its former Value Added Reseller in Brazil. At this time the Corporation believes it unlikely that it will realize any recovery of the amounts owed by Crown as a result of these actions.

10. INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Except as disclosed below, the Corporation has not had any material transactions that involve:

- (a) a director or executive officer of the Corporation;
- (b) a person or corporation that is the direct or indirect beneficial owner of, or who exercises control or direction over, more than 10% of any class or series of the outstanding voting securities of the Corporation; and
- (c) an associate or affiliate of any of the persons or companies referred to in paragraphs (a) and (b) above.

11. REGISTRAR AND TRANSFER AGENT

The Registrar and Transfer Agent for the Corporation is Pacific Corporate Trust Company located at 2nd Floor – 510 Burrard Street, Vancouver, British Columbia V6C 3B9.

12. MATERIAL CONTRACTS

Other than described above (See Sections 3 and 4 above), the Corporation did not enter into any material contracts during the most recently completed financial year other than in the ordinary course of business.

13. INTERESTS OF EXPERTS

The auditor for the Corporation is PricewaterhouseCoopers, 250 Howe Street, Suite 700, Vancouver BC, Canada, V6C 3S7. PricewaterhouseCoopers reported on the Corporation's audited financial statement for the year ended July 31, 2007, from which certain financial information in this document is derived.

The Corporation has been advised that the partners and associates of PricewaterhouseCoopers, Chartered Accountants, own none of the issued and outstanding securities in the capital of the Corporation.

14. ADDITIONAL INFORMATION

14.1 Additional Information

The Corporation will provide to any person, upon request to the Chief Executive Officer of the Corporation at Suite 215-4299 Canada Way, Burnaby, BC the following documents:

- (1) When the securities of the Corporation are in the course of a distribution pursuant to a

short form prospectus, a preliminary short form prospectus or short form offering document has been filed in respect of a distribution of its securities,

- (a) one copy of this Annual Information Form of the Corporation, together with one copy of any document, or the pertinent pages of any document, incorporated by reference herein,
 - (b) one copy of the comparative financial statements of the Corporation for its most recently completed financial year together with the accompanying report of the auditor and one copy of any interim financial statements of the Corporation subsequent to the financial statements for its most recently completed financial year.
 - (c) one copy of the information circular of the Corporation in respect of its most recent annual meeting of shareholders that involved the election of directors or one copy of any annual filing prepared in lieu of that information circular, as appropriate, and
 - (d) one copy of any other documents that are incorporated by reference into the preliminary short form prospectus, the short form prospectus or short form offering document and are not required to be provided under (a) to (c) above; or
 - (e) at any other time, one copy of any other document referred to in (a) to (c) above, provided the Corporation may require the payment of a reasonable charge if the request is made by a person who is not a security holder of the Corporation.
- (2) Additional information including directors' and officers' remuneration and indebtedness, principal holders of the Corporation's securities, options to purchase securities and interests of insiders in material transactions, where applicable, is contained in the Corporation's information circular for its most recent annual meeting of shareholders that involved the election of directors, and additional financial information is provided in the Corporation's comparative financial statements and management's discussion and analysis for its most recently completed financial year.

Additional information relating to WebTech, including the Corporation's annual Financial Statements and Management Discussion and Analysis, can be found at www.sedar.com.

14.2 Audit Committee

The Corporation's Audit Committee is currently comprised of Messrs. Pinder (Chairman), Metcalfe and Brownlee. All of the members of the Audit Committee are independent directors. All members of the Audit Committee, current and proposed, are financially literate. The Audit Committee has adopted a written charter, the text of which is attached to this AIF as Schedule "B".

Relevant Education and Experience

Each of the members of the Audit Committee has the education and/or experience that is relevant or necessary for them to carry out their duties as a member of the Audit Committee. Mr. Pinder (Chairman) holds a Bachelor of Commerce degree and earned his Chartered Accountant designation in Alberta. He has been an active advisor in numerous corporate finance matters and transactions, has served as a director of other public companies and has

served on the audit committee (and as chairman) on other public companies. Mr. Metcalfe has served as an officer and director of several other reporting issuers, has experience with issues relating to companies in WebTech's industry and has been a director of WebTech since April 2000. Mr. Brownlee has been a senior officer at a number of private and public companies throughout his career, and has served on the audit committee of certain of those companies from time to time and has been a director of WebTech since March 2004. For a further description of the Audit Committee members' backgrounds, see the profiles that appear herein under the heading, "Directors and Officers – Name, Occupation and Security Holding".

Reliance on Certain Exemptions

The Corporation did not at any time since the commencement of the most recently completed financial year rely on an exemption contained in Multilateral Instrument 52-110 *Audit Committees* ("MI 52-110") in whole or in part.

Audit Committee Oversight

The Directors accepted all recommendations of the Audit Committee since the commencement of the most recently completed financial year regarding the recommendation to nominate or compensate an external auditor.

Pre-Approval Policies and Procedures

The Audit Committee shall have authority and responsibility for pre-approval of all non-audit services to be provided to the Corporation or its subsidiary entities by the external auditors or the external auditors of the Corporation's subsidiary entities, unless such pre-approval is otherwise appropriately delegated or if appropriate specific policies and procedures for the engagement of non-audit services have been adopted by the Audit committee.

External Auditor Service Fees (By Category)

The aggregate fees billed by the Corporation's external auditors in each of the last two fiscal years for audit fees are as follows:

Financial Year Ending	Audit Fees	Audit Related Fees	Tax Fees	All Other Fees
2007	\$73,510	Nil	\$4,000	21,200
2006	\$76,400	Nil	\$4,000	Nil

SCHEDULE "A" BUSINESS TERMS

"**AVL**" means Automatic Vehicle Location, which is the ability to track a vehicle equipped with an in-vehicle GPS system that transmits location information over a wireless communications system;

"**Bluetooth**" is a computing and telecommunications industry specification that describes how mobile phones, computers and PDAs can easily interconnect with each other and with home and business phones and computers using a short wireless connection.

"**Carriers**" means wireless network operators that provide wireless services and products;

"**CDPD**" means Cellular Digital Packet Data, which is an enhanced system overlay for transmitting and receiving data over cellular networks;

"**CE**" means Certificate European, which is evidence that an object or process meets a particular standard that has been adopted in the European Economic Community;

"**City Search**" means the ability to search information such as the nearest gas station, automated teller machine or other plots on a map;

"**CSA**" means Canadian Standards Association, which is evidence that an object or process meets a particular standard that has been adopted in Canada;

"**DataTAC**" means one type of wireless data communications network that is used in various parts of the world;

"**digital communications**" means the newest form of wireless communications that takes all analog voice transmissions and converts it to digital computer format (zeros and ones, or "binary" language) for transmission and then reconstructs them into the original analog voice signal at the other end;

"**geofencing**" means the ability to create a virtual zone around a geographic location that can be used to monitor vehicles entering and exiting the zone;

"**GPRS**" means general packet radio services, which is a 2.5-generation technology (being implemented in GSM networks) that may offer wireless data access speeds of up to 144 kilobits per second in end-user devices;

"**GPS**" means global positioning system, which is a series of 24 geosynchronous satellites that continuously transmit their position that are used in personal tracking, navigation and automatic vehicle location technologies;

"**GSM**" means global system for mobile communications, which is a type of digital cellular or personal communications services network used throughout the world;

"**J1708**" refers to a vehicle computer interface standard used in heavy duty trucks that provides engine and vehicle status information such as fuel use, engine RPM, brake usage and engine fault code information;

"MDT" or **"Mobile Data Terminal"** means a device that may be installed in a vehicle and that consists of a screen, a keyboard or other operator interface, and various amounts of memory and processing capabilities;

"NOC" means network operations center, which is the operations control center for various types of networks including wireless, data, and Telematics services;

"OEM" means original equipment manufacturer;

"PDA" means personal digital assistant, which is a portable computing device that may also be capable of transmitting data;

"services portal" means the website where Internet based services are accessed by subscribers to the portal services;

"TDMA" means time division multiple access, which is a method of digital wireless communications transmissions allowing a large number of users to access a single radio frequency channel without interference;

"Telematics" refers to the use of computers in concert with telecommunications systems used in automobiles that combine wireless communications with GPS tracking, navigation and other telecommunication functions that originate or end inside automobiles;

"Tracking" means locating or identifying a vehicle's present whereabouts on a map, achieved through GPS and wireless networks;

"wireless" means using the radio-frequency spectrum for transmitting and receiving voice, data and video signals for communications;

"wireless application service provider" means a corporation that hosts wireless services and or applications in a subscription model; and

"WiFi" is short for 'wireless fidelity' and refers to certain types of wireless local area networks. Many airports, hotels, and other services offer public access to WiFi networks so people can log onto the Internet and receive emails on the move.

SCHEDULE "B" AUDIT COMMITTEE CHARTER

Audit Committee Charter

1. **Establishment of Audit Committee:** The directors of the Corporation (the "Directors") hereby establish an audit committee (the "Audit Committee").
2. **Membership:** The membership of the Audit Committee shall be as follows:
 - (a) The Audit Committee shall be composed of three members or such greater number as the Directors may from time to time determine.
 - (b) All members of the Audit Committee shall be independent Directors.
 - (c) Each member of the Audit Committee shall be financially literate. For purposes hereof "financially literate" has the meaning set forth under MI 52-110 (as amended from time to time) and currently means the ability to read and understand a set of financial statements that present the breadth and level of complexity of accounting issues that are generally comparable to the breadth and complexity of issues that can be reasonably be expected to be raised by the Corporation's financial statements.
 - (d) Members shall be appointed annually from among members of the Directors. A member of the Audit Committee shall *ipso facto* cease to be a member of the Audit Committee upon ceasing to be a Director of the Corporation.
3. **Oversight Responsibility:** The external auditor is ultimately accountable to the Directors and the Audit Committee, as representatives of the shareholders and such shareholders representatives have the ultimate authority and responsibility to select, evaluate, and where appropriate, replace the external auditors (or to nominate the external auditors to be proposed for shareholder approval in any management information circular and proxy statement). The external auditor shall report directly to the Audit Committee and shall have the responsibilities as set forth herein.
4. **Mandate:** The Audit Committee shall have responsibility for overseeing:
 - (a) the accounting and financial reporting processes of the Corporation; and
 - (b) audits of the financial statements of the Corporation.

In addition to any other duties assigned to the Audit Committee by the Directors, from time to time, the role of the Audit Committee shall include meeting with the external auditor and the senior financial management of the Corporation to review all financial statements of the Corporation which require approval by the Directors, including year end audited financial statements. Specifically, the Audit Committee shall have authority and responsibility for:

- (a) reviewing the Corporation's financial statements, MD&A and earnings press releases before the information is publicly disclosed;

- (b) overseeing the work of the external auditors engaged for purpose of preparing or issuing , an audit report or performing other audit, review or attest services for the Corporation, including the resolution of disagreements between management and the external auditors regarding financial reporting;
- (c) reviewing annually and recommending to the Directors:
 - i. the external auditors to be nominated for purposes of preparing or issuing an audit report or performing other audit, review or attest services for the Corporation; and
 - ii. the compensation of the external auditors.
- (d) discussing with the external auditor:
 - i the scope of the audit, in particular their view of the quality of the Corporation's accounting principles as applied in the financials in terms of disclosure quality and evaluation methods, inclusive of the clarity of the Corporation's financial disclosure and reporting, degree of conservatism or aggressiveness of the Corporation's accounting principles and underlying estimates and other significant decisions made by management in preparing the financial disclosure and reviewed by the auditors;
 - ii significant changes in the Corporation's accounting principles, practices or policies; and
 - iii new developments in accounting principles, reporting matters or industry practices which may materially affect the Corporation.
- (e) reviewing with the external auditor and the Corporation's senior financial management the results of the annual audit regarding:
 - i the financial statements;
 - ii MD&A and related financial disclosure contained in continuous disclosure documents;
 - iii significant changes, if any, to the initial audit plan;
 - iv accounting and reporting decisions relating to significant current year events and transactions;
 - v the management letter, if any, outlining the auditor's findings and recommendations, together with management's response, with respect to internal controls and accounting procedures; and
 - vi any other matters relating to the conduct of the audit, including such other matters which should be communicated to the Audit Committee under generally accepted auditing standards.
- (f) reviewing and discussing with the Corporation's senior financial management and, if requested by the Audit Committee, the external auditor:

- i the interim financial statements;
 - ii the interim MD&A; and
 - iii any other material matters relating to the interim financial statements, including, inter alia, any significant adjustments, management judgments or estimates, new or amended accounting policies.
- (g) receipt from external auditor of a formal written statement delineating all relationships between the auditor and the Corporation and considering whether the advisory services performed by the external auditor during the course of the year have impacted their independence, and also ensuring that no relationship or services between the external auditor and the Corporation is in existence which may affect the objectivity and independence of the auditor or recommending appropriate action to ensure the independence of the external auditor.
- (h) pre-approval of all non-audit services to be provided to the Corporation or its subsidiary entities by the external auditors or the external auditors of the Corporation's subsidiary entities, unless such pre-approval is otherwise appropriately delegated or if appropriate specific policies and procedures for the engagement of non-audit services have been adopted by the Audit committee.
- (i) reviewing and discussing with the external auditors and senior financial management: the adequacy of procedures for review of disclosure of financial information extracted or derived from financial statements, other than the disclosure referred to in subparagraph (a) above.
- (j) establishing and reviewing of procedures for:
- i receipt, retention and treatment of complaints received by the Corporation and its subsidiary entities regarding internal accounting controls, or auditing matters;
 - ii anonymous submission by employees of the Corporation and its subsidiary entities of concerns regarding questionable accounting or auditing matters; and
 - iii hiring policies regarding employees and former employees of present and former external auditors of the Corporation and its subsidiary entities.
- (k) reviewing with the external auditor, within the scope of the audit, the adequacy of management's internal control over financial reporting relating to financial information and management information systems and inquiring of management and the external auditor about significant risks and exposures to the Corporation that may have a material adverse impact on the Corporation's financial statements, and inquiring of the external auditor as to the efforts of management to mitigate such risks and exposures.
- (l) reviewing and/or considering that, with regard to the previous fiscal year,
- management has reviewed the Corporation's audited financial statements with the Audit Committee, including a discussion of the quality of the accounting principles as applied and significant judgments affecting the financial statements;

- the external auditors and the Audit Committee have discussed the external auditors' judgments of the quality of the accounting principles applied and the type of judgments made with respect to the Corporation's financial statements;
 - the Audit Committee, on its own (without management or the external auditors present), has considered and discussed all the information disclosed to the Audit Committee from the Corporation's management and the external auditor; and
 - in reliance on review and discussions conducted with senior financial management and the external auditors, the Audit Committee believes that the Corporation's financial statements are fairly presented in conformity with Generally Accepted Accounting Principles (GAAP) in all material respects and that the financial statements fairly reflect the financial condition of the Corporation.
5. **Administrative Matters:** The following general provisions shall have application to the Audit Committee:
- (a) A quorum of the Audit Committee shall be the attendance of a majority of the members thereof. No business may be transacted by the Audit Committee except at a meeting of its members at which a quorum of the Audit Committee is present or by a resolution in writing signed by all the members of the Audit Committee.
 - (b) Any member of the Audit Committee may be removed or replaced at any time by resolution of the Directors of the Corporation. If and whenever a vacancy shall exist on the Audit Committee, the remaining members may exercise all its powers so long as a quorum remains. Subject to the foregoing, each member of the Audit Committee shall hold such office until the close of the annual meeting of shareholders next following the date of appointment as a member of the Audit Committee or until a successor is duly appointed.
 - (c) The Audit Committee may invite such Directors, directors, officers and employees of the Corporation or affiliates thereof as it may see fit from time to time to attend at meetings of the Audit Committee and to assist thereat in the discussion of matters being considered by the Audit Committee. The independent auditor is to appear before the Audit Committee when requested to do so by the Audit Committee.
 - (d) The time and place for the Audit Committee meetings, the calling and the procedure at such meetings shall be determined by the Audit Committee having regard to the Articles and By-Laws of the Corporation.
 - (e) The Chair shall preside at all meetings of the Audit Committee and shall have a second and deciding vote in the event of a tie. In the absence of the Chair, the other members of the Audit Committee shall appoint a representative amongst them to act as Chair for that particular meeting.
 - (f) Notice of meetings of the Audit Committee may be given to the independent auditor and shall be given in respect of meetings relating to the annual audited financial statements. The independent auditor has the right to appear before and to be heard at any meeting of the Audit Committee. Upon the request of the independent auditor, the Chair of the Audit Committee shall convene a meeting of

the Audit Committee to consider any matters which the external auditor believes should be brought to the attention of the Directors or shareholders of the Corporation.

- (g) The Audit Committee shall report to the Directors of the Corporation on such matters and questions relating to the financial position of the Corporation or any affiliates of the Corporation as the Directors of the Corporation may from time to time refer to the Audit Committee.
- (h) The members of the Audit Committee shall, for the purpose of performing their duties, have the right to inspect all the books and records of the Corporation and its affiliates, and to discuss such books and records that are in any way related to the financial position of the Corporation with the Directors, directors, officers, employees and independent auditor of the Corporation and its affiliates.
- (i) Minutes of the Audit Committee meetings shall be recorded and maintained. The Chair of the Audit Committee will report to the Directors on the activities of the Audit Committee and/or the minutes of the Audit Committee meetings will be promptly circulated to the Directors or otherwise made available at the next meeting of Directors.
- (j) The Audit Committee shall, upon the approval of the Directors, adopt a formal written charter, which sets out the Audit Committee's responsibilities, the way they should be implemented and any other requirement such as membership and structure of the Audit Committee. The Audit Committee shall review and reassess the adequacy of the charter on an annual basis.
- (k) The Audit Committee shall have the authority to:
 - i engage independent counsel and other advisors or consultants as it determines necessary to carry out its duties;
 - ii set and pay the compensation for any advisors employed by the Audit Committee; and
 - iii communicate directly with the internal (if any) and external auditors and qualified reserves evaluators or auditors.