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**Management Discussion: PARADIGM ADVANCED TECHNS INC (PRAV)**

### Management's Discussion and Analysis of Plan of Operation Results of Operations

The following discussion contains forward-looking statements and projections. Because these forward-looking statements and projections are based on a number of assumptions and are subject to significant uncertainties and contingencies, many of which are beyond the Company's

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control, there is no assurance that they will be realized, and actual results may vary significantly from those shown.

#### Three Months Ended September 30, 1999

The Company is a development stage company with a limited history of operations. It was incorporated on January 12, 1996.

Sales for the quarter ended September 30, 1998 comprised the sale of a portion of the VideoBank software rights to a third party. The Company recorded no sales for the quarter ended September 30, 1999 as the Company did not have the financial resources to complete the development of its VideoBank and GPS products and focussed its attention on the patent and license negotiations.

Selling, General and Administrative Expenses for the three months ended September 30, 1999 were \$66,800 as compared to \$83,524 for the three months ended September 30, 1998. The Company continued to reduce operating costs during the quarter.

The net loss for the three months ended September 30, 1999 was \$80,463 compared to \$66,058 for the three months ended September 30, 1998. Although total expenses for the three months ended September 30, 1998 were higher, the company was able to record a lower loss due to the VideoBank sale. There were no costs expensed for the sale, as all expenses incurred on the software had been written off in prior years.

#### Nine Months Ended September 30, 1999

The Company recorded no sales for the nine months ended September 30, 1999 and \$23,465 sales for the nine months ended September 30, 1998. The 1998 sale represents a one-time sale of a portion of the VideoBank software that the Company was no longer using. The Company concentrated its energies on patent and license negotiations during the nine months ended September 30, 1999 and also explored a number of new initiatives in the video surveillance software business.

Selling, General and Administrative Expenses for the nine months ended September 30, 1999 were \$293,264 as compared to \$243,060 for the nine months ended September 30, 1998. The Company incurred higher operating costs in the first quarter due to increased consultants fees and patent costs, but was able to reduce costs in the second and third quarters of the 1999 fiscal year.

The net loss for the nine months ended September 30, 1999 was \$332,693 compared to \$1,166,942 for the nine months ended September 30, 1998. The loss for the nine months ended September 30, 1998 includes a charge of \$930,000 being the write-off of the investment in 1280884 Ontario Inc.- see below. Interest expense increased from \$15,250 for the nine months ended September 30, 1998 to \$34,875 for the nine months ended September 30, 1999 due to

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interest accrued on the convertible promissory notes. The Company was able to reduce operating expenses in the second and

third quarters of the 1999 fiscal year.

### Liquidity and Capital Resources

As of September 30, 1999, the Company had cash on hand and in trust in the amount of \$5,133. In order to finance future operations, the Company needs to raise additional funds through the issue of additional shares and debt.

### Plan of Operation

The Company's efforts continue to center on the development and distribution of its Global Positioning Satellite tracking devices and VideoBank and VideoBank-Remote video surveillance products. The Company has entered into an agreement to be the exclusive licensing agent for a broad based patent which covers the process whereby GPS signals are transmitted over a cellular network to a base unit. The Company plans to license parties using this process and expects to earn licensing revenue from these agreements. The Company is working on developing and solidifying its manufacturer's representative network by entering into distribution and sales representation agreements with manufacturers and developers of software-based video surveillance systems and GPS tracking units. The Company is continually reviewing and evaluating its marketing and distribution methods in order to determine whether better or more efficient practices may be available. The Company continues to concentrate on generating revenues from existing relationships with businesses that are already familiar with the Company's products and have expressed a willingness to buy. The Company is striving to consolidate its distribution networks, cement its client relationships, and establish an image and brand-name recognition for the Company in the marketplace in which it competes.

The Company does not currently have any intentions to acquire a plant or any significant equipment as the Company's warehouse and production facility requirements are minimal. The Company may increase the number of its employees as it continues to grow and further solidifies and consolidates its distribution networks.

The Company intends to raise additional funds on an as-needed basis to finance its future activities through the issuance and sale of additional shares of stock, patent licensing, the sale of new products and the assumption of additional debt.

### Purchase of 1280884 Ontario Inc.

In February 1998, the Company acquired all the shares of 1280884 Ontario Inc. and its wholly owned subsidiary North York Leasing Inc. The Company issued 3,720,000 Common Shares to the vendors of these companies at a price of 25 cents per share representing a cost of

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\$930,000 and is required to issue additional shares to these vendors if during any one consecutive 60 day trading period between April 1998 and February 1999, the average closing price of the Company's shares is less than 25 cents, so that the total consideration is the equivalent of \$930,000. The Company has instituted legal action against the legal firm who represented all the parties in the above transaction and who are the escrow agents for the above shares and is claiming that these shares be canceled and that damages be paid to the Company. No provision has been made in the financial statements for the issue of any additional shares to the vendors of these companies.

The company sold the above companies in June 1998 to an unrelated party for a nominal sum. Under the terms of the purchase agreement, the purchaser and the secured creditors of 1280884 Ontario Inc. and North York Leasing Inc. granted the Company a full release from all its commitments concerning 1280884 Ontario Inc. and North York Leasing Inc. The Company wrote off its investment in 1280884 Ontario Inc. and North York Leasing Inc. at the end of March 1998.

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News: PARADIGM ADVANCED TECHNOLOGIES INC (PRAV)

### Paradigm Advanced Technologies, Inc. Announces Agreement to Acquire GPS Personal Position-location Company

BusinessWire  
Thursday February 24 10:30am

TORONTO--(BUSINESS WIRE)--Feb. 24, 2000--Paradigm Advanced Technologies, Inc. ("Paradigm") (OTCBB:PRAV) announced today that it has entered into an agreement to acquire all the outstanding shares of PowerLOC Technologies Inc. ("PowerLOC"). The acquisition is subject to customary conditions and is expected to close in March 2000.

Ontario based PowerLOC acquired the GPS businesses of Powerpoint Microsystems Inc.; a world leader in GPS based personal position-location systems and technologies. PowerLOC recently unveiled its new MML(tm) module, which consists of a low cost miniature mobile-location GPS unit that transmits its position to a base station through existing PCS, pager or cellular phone wireless networks. PowerLOC systems solutions consists of three components - 1) PL.mobile - the portable unit based on PowerLOC's MML(tm) technology, 2) PL.tracker - a carrier grade server that acts as network controller, GPS location server, Internet gateway and billing system, and 3) PL.client - a client's software only solution that includes a fully featured geographical information software (GIS) engine.

PowerLOC MML(tm) modules are now available for OEMs and VARs. PowerLOC's personal location product (PerFIND(tm)) is now in beta stage and is being customized for specific vertical markets. It is anticipated that the products will be launched during the third quarter of 2000.

" We are very excited about this acquisition", said David

Kerzner President and CEO of Paradigm. "PowerLOC has a unique postage-stamp-sized GPS module as well as a complete system solution for this explosive market. We anticipate a large demand for these ground breaking products, which will help save lives and provide users with a greater sense of security".

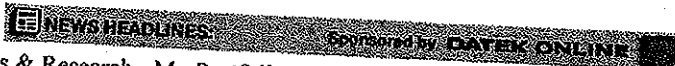
Paradigm Advanced Technologies, Inc. of Toronto, Ontario (OTCBB: PRAV) is the exclusive worldwide licensing agent for a wireless location patent, that covers the apparatus and method of transmitting satellite positioning system signals (such as GPS) over cellular networks to a base unit, and displaying the location of a person or an object so equipped. Paradigm's exclusive agency covers all fields of use for the patented system, outside of criminal justice applications. The reexamined patent has 4 apparatus claims and 2 method claims.

Paradigm also develops and distributes PC based video surveillance products. The Company's VideoBank and Satcom products are designed to record, store and playback full motion, high-resolution color images which can be remotely viewed or transmitted over various types of communication media including T1, ADSL, ISDN, Cellular, Satellite, and POTS.

Special Note: Management believes certain statements in this press release may constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are made based on management's views and assumptions regarding future events and business performance at the time the statements are made. Actual results may differ materially from these statements as a result of various factors including but not limited to competition, product development, market acceptance of our products, as well as other risks detailed in our reports filed with the Securities and Exchange Commission.

Contact: Paradigm Advanced Technologies, Inc.  
Selwyn Wener, 416/ 447-3235  
e-mail - [swener@better.net](mailto:swener@better.net)

Source: BusinessWire



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News: PARADIGM ADVANCED TECHNS INC(PRAV)

**Paradigm Advanced Technologies, Inc. Names Eduardo Guendelman to Head Wireless GPS Division**

BusinessWire  
Tuesday February 29 11:17am

TORONTO--(BUSINESS WIRE)--Feb. 29, 2000--  
Paradigm(OTC Bulletin Board:PRAV)

Paradigm Advanced Technologies, Inc. ("Paradigm") (OTC BB:PRAV) announced today that Eduardo Guendelman has been appointed Chief Executive Officer of PowerLOC Technologies Inc. ("PowerLOC"). Paradigm recently reported an agreement to acquire all of the outstanding shares of PowerLOC, a world leader in wireless, GPS position-location systems and technologies.

"We are delighted that Mr. Guendelman, who has such significant leadership experience in the wireless and telecommunications fields, has joined our team," said David Kerzner, President and CEO of Paradigm. "As the head of our wireless GPS development and commercialization activities, Mr. Guendelman will play a key role in helping us to leverage the capabilities of our proprietary technology assets to provide low-cost internet-accessible location tracking for a broad and expanding range of markets and applications."

Guendelman comes to this role with more than 20 years of engineering, research, operations and senior management experience in the telecommunications and technology industries. He joins PowerLOC following 5 years as CEO of Powerpoint Microsystems Inc., an international telecommunications consulting company which implemented voice and data networks in the USA, China, Israel, Taiwan, Venezuela, Turkey, India, Pakistan and other countries. He formerly served as the Chief Operating Officer of TelePower International Inc; a firm specializing in the development of Computer-Telephony

Integration (CTI) solutions and technologies.

As Chief Technology Officer of Sesame Systems, Guendelman led the successful development of proprietary speech recognition, voice verification, and voice compression technologies. He subsequently served as Chief Scientist and Executive Vice President of Lexicom International, a division of a major multi-national manufacturer with annual sales exceeding 8 billion dollars, established to commercialize this technology for applications in the automotive industry.

Guendelman holds a B.Sc. in Electrical Engineering from the Israel Institute of Technology (The Technion) and spent the first 9 years of his career working in the development of airborne navigation and avionics systems for military applications. He is the recipient of numerous professional distinctions and awards and is much in demand as a telecom conference speaker and workshop leader.

Paradigm Advanced Technologies, Inc.

Paradigm Advanced Technologies, Inc. of Toronto, Ontario (OTCBB: PRAV) is the exclusive worldwide licensing agent for a broad based wireless location patent that covers the apparatus and method of transmitting position information from satellite navigational signals (such as GPS) over cellular systems to a base unit, and displaying the location of a person or object so equipped. Paradigm's exclusive agency covers all fields of use for the patented system, outside of criminal justice applications. The reexamined patent has 4 apparatus claims and 2 method claims.

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3) PL.client - a client's software only solution that includes a fully featured geographical information software (GIS) engine.

Special Note: Management believes certain statements in this press release may constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are made based on management's views and assumptions regarding future events and business performance at the time the statements are made. Actual results may differ materially from these statements as a result of various factors including but not limited to competition, product development, market acceptance of our products, as well as other risks detailed in our reports filed with the Securities and Exchange Commission.

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As Chief Technology Officer of Sesame Systems,