Management's Discussion and Analysis of Financial Condition and Result of Operations
November 24, 2005

The following Management's Discussion and Analysis of Financial Condition and Results of Operations should be read in conjunction with the interim financial statements and related notes for the period ended September 30, 2005 and the audited consolidated financial statements and accompanying notes, which are prepared in accordance with Canadian generally accepted accounting principles for the year ended December 31, 2004. All amounts are expressed in Canadian dollars unless otherwise noted.

This Management's Discussion and Analysis of Financial Condition and Operations contains forward-looking statements which may not be based on historical fact. Such forward looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results, events or developments to be materially different from any future results, events or developments expressed or implied by such forward-looking statements. Readers are cautioned not to place undue reliance on such forward-looking statements. Readers are also referred to risk factors described in the Company's MD&A for the year ended December 31, 2004 filed by the Company on May 3, 2005 with the relevant securities regulators which is available in electronic form on Sedar at www.sedar.com.

Overview

Automated Benefits Corp. (the "Company"), is a software company dedicated to applications for the insurance industry with its head office in Toronto, Ontario. Its wholly-owned subsidiary, Automated Benefits Inc. (Autoben), provides claims management software for health and dental plans in addition to other insurance products for employer groups. The proprietary software, offered by Autoben, assists in reducing the cost of employee benefits programs by allowing local adjudication and administration for employees across Canada. Autoben is located in Edmonton Alberta. In addition, effective May 31, 2004, the Company acquired Symbility Solutions Inc. ("Symbility") as a wholly-owned subsidiary. Symbility is a software development company focused on mobile communication and efficiency tools for the property and casualty insurance industry. Symbility has offices in Waterloo, Ontario and Montreal, Quebec.

Recent Events

During the nine month period ending September 30, 2005, Symbility announced the signing of three contracts following the successful completion of previously announced pilot programs. As well two new pilots were launched during this period. Subsequent to September 30, 2005, Symbility began their first U.S. pilot in the mid-west. More information is included in the "Symbility Solutions Inc." section below.

Version 2.3 of Symbility's advanced mobile claims software platform was launched on October 6, 2005. This new version provides claims adjusters/contractors with more functionality and options than the previous versions of the software.

On August 5, 2005, the Company announced that Symbility had been served with a complaint and a motion for preliminary injunction in the United States District Court for the Central District of Utah by Xactware, Inc, a Utah based company ("Xactware"). Xactware is the holder of certain United States patents and is alleging that Symbility is infringing on certain unidentified claims of those patents. Xactware's motion asks the court to enjoin Symbility from making, using, selling or importing its mobile claims product into the United States. The alleged infringement is apparently related to an aspect of the Xactware software which is common to the claims estimating business and is in use by a number of companies that serve the market in which Symbility and Xactware compete. US counsel has been engaged to vigorously defend the complaint and the Company has been advised by US patent attorneys that the Symbility products do not infringe any valid claim of any of the Xactware patents.

Automated Benefits Inc. ("Autoben")

Autoben launched an upgraded version of its "ABI" software for group insurance brokers on November 1, 2004. ABI enables group brokers to adjudicate and administer self-insured medical and dental claims on behalf of their employer group clients. Enhancements to the software include: the shift to a singular, web-based database from the current client-server model; multi-location usage over the internet; multiple-carrier and multiple-benefit tracking and billing; enhanced functionality and reporting; and a more intuitive and user-friendly interface.

As of November 24, 2005, Autoben had converted approximately 80% of it clients (80% of its revenue base) as well as adding five new clients to the new software. Originally, Autoben had planned to roll the software out to all of its existing brokers by the end of 2004. Management now believes that a more gradual roll out to the end of the first quarter of fiscal 2006 will achieve the best conversion results.

Autoben has, in early 2005, added additional sales and marketing personnel. These individuals have been re-evaluating the marketing strategy of the Company. Management believes that the establishment of relationships with a new core group of brokers who were not identified in the past will better position the Company's growth in the future. The software has evolved to allow larger, more complex organizations to consider integration into their operations. These organizations are more sophisticated, and while requiring additional resources, have large books of business and offer great potential to the Company. Finally, in a related vein, the Company intends to expand activity recently undertaken to integrate its software with other administration and/or accounting software packages being used at larger customer sites.

Symbility Solutions Inc. ("Symbility")

Symbility, since becoming a wholly-owned subsidiary on May 31, 2004, has continued to develop the final stages of its mobile claims software and take development from prototype to pilot to revenue producing contracts. Agreements with various vendors have been entered into by Symbility including a distribution partnership with Leica for promotion of the Disto laser range finder. Symbility has been researching and implementing a state-of-the-art call centre for handling customer service, tracking and technical support for its pilot launches. Management is of the view that these initiatives have created an atmosphere of positive momentum which is helping drive Symbility forward.

In December 2004, Symbility launched a software pilot program with The Economical Insurance Group ("Economical"). During the pilot, Economical claims adjustors and independent contractors significantly benefited from the use of Symbility's mobile claims system. The pilot, which was conducted in Southwestern Ontario, was used to: verify the ease of transmitting estimate information between contractors and adjusters; the efficiency of storing and retrieving estimate data; the extent of business intelligence capabilities for comparative and trend analysis; and the expense reduction and overall return on investment in the software technology for Economical. On June 21, 2005, the Company announced the completion of contract negotiations with Economical and the signing of a five year contract. Symbility is now training adjusters and independent contractors designated by Economical as part of a national rollout which began in early July. The rollout began in the pilot regions and is moving out to the remaining regions of Ontario and then west to Alberta and British Columbia later in the year.

Symbility launched another software pilot program with Allstate Insurance Company of Canada ("Allstate") in October 2004. The pilot allowed Allstate claims adjustors and independent contractors to utilize the Symbility mobile claims system for property claims estimation using hand-held, pen-based computers to: verify the improved ease of transmitting estimate information between contractors and adjusters; to enhance the efficiency of storing and retrieving estimate data; to augment the extent of business intelligence capabilities for comparative and trend analysis; and the expense reduction and overall return on investment in the software technology for Allstate. The success of the pilot culminated, at the end of June, 2005, in a signed five year contract with Allstate. The contract allows for the implementation of the Symbility mobile claims system throughout the Allstate property insurance operations in Canada.

In March 2005, Symbility launched its third pilot with Waterloo Ontario based Gore Mutual Insurance Company ("Gore Mutual"). The aims of the pilot were similar to the first two pilots and assisted Gore Mutual to identify the tool's usefulness in enhancing their tracking ability and auditing of claims. Following the successful completion of the five month pilot, Symbility and Gore Mutual announced, on August 31st, the signing of a five year contract. The contract will allow Gore Mutual adjusters to write and process claims on-site using the Symbility wireless network solution throughout their network in Ontario and British Columbia.

On April 19, 2005 Symbility launched its USA sales and marketing campaign with a significant presence at the 2005 Property Loss Research Bureau National Claims Conference ("PLRB"). The PLRB is the number one claims conference by annual attendance in North America with in excess of 2,000 property insurance professionals. Months of preparation resulted in the construction of a first class exhibition booth with a giant sized pen-based computer on display, a series of working floor models including tablets and pocket PC's for live web-based demonstrations and a professional video encapsulating product features with client testimonials. Since that conference, representatives of Symbility have attended two other trade shows in the U.S. Success of this initial thrust into the U.S. market is reflected by the fact that several insurance companies have met with representatives of the Company. As well, a number of independent adjusters have begun using the Symbilty system. Subsequent to September 30, 2005, Symbility launched its first U.S. pilot with an insurance company in the mid-west of the United States.

As noted above, under "Recent Events", a notice for preliminary injunction has been filed by a U.S competitor. Management does not believe the motion has merit nor that the threat of an injunction will affect materially the Company's marketing efforts in the U.S. However, the legal costs have been significant and may be even more significant in the future depending on the length of time for resolution of this motion.

On April 22, 2005, the Company announced a software pilot program with Disaster Kleenup International (Canada) Ltd. ("DKC"). DKC is Canada's leading network of restoration professionals, with locations in every major centre from coast to coast. Since June 1, 2005 DKC has been conducting the pilot and paying for the usage of the system. DKC has suggested several enhancements that they would require before signing a formal contract. Symbility has been working with DKC to meet their requirements. In a similar situation, Symbility has, since July 1, 2005, been conducting a revenue producing pilot with ServiceMaster of Canada Limited ("ServiceMaster").

Description of the Business of Autoben

In the Company's financial statements the segmented information for Autoben is described as "Group Insurance Software". Autoben's software product and value-added services allow independent insurance agents the ability to replace traditional insurance company health and dental benefit plans with self-insured plans by allowing for local adjudication and administration of employee claims. Management of the Company believes that a market exists for widespread use of its proprietary product as employers seek ways to reduce their benefit costs and insurance agents seek ways to improve service delivery to their clients. Currently, insurance agents are differentiated not by product, but by their knowledge and value-added services. Autoben's product and services allow independent insurance agents to further differentiate themselves in the competitive marketplace by providing unique products and services.

Autoben's first commercial product called "ABI" is a custom authored Microsoft-based proprietary product that allows for local adjudication and administration of self-insured health and dental benefit programs. It allows for claims adjudication and administration to be conducted locally by group insurance agents, general insurance agents or office staff involved with self-insured health benefit plans.

Autoben released a new version of its software in November 2004. The new version has the ability to handle multi-insurance carrier suppliers for pooled benefit products.

Description of the Business of Symbility

In the Company's financial statements the segmented information for Symbility is described as "Property and Casualty Software". Symbility has developed Symbility "mobile claims", a wireless mobile technology for property insurance claims professionals. Symbility's technology facilitates the processing of property loss insurance claims without the inefficiencies of existing technology, thereby reducing claim processing costs and increasing customer satisfaction.

As described earlier, Symbility now has three signed contracts as well as two pilots. All three of the insurance company contracts as well as the revenue producing pilots began in the last six months of fiscal 2005 and hence Symbility is not expected to earn substantial revenues from these contracts and pilots until near the end of fiscal 2005 running into early 2006. In addition, Symbility has, in the first three quarters of 2005, begun to earn nominal revenue from independent contractors and adjusters.

Comprehensive descriptions of the businesses of Autoben and Symbility are included in the Filing Statement of the Company dated May 31, 2004 available in electronic form on Sedar at www.sedar.com.

Selected Second Quarter Financial Information

	3 months ended Sept 30, 2005	3 months ended Sept 30, 2004	9 months ended Sept 30, 2005	9 months ended Sept 30, 2004
Revenues	$ 408,424	$310,226	$1,198,575	$869,645
Net Loss	$(1,432,457)	$(742,777)	$(3,474,874)	$(1,280,719)
Loss per share	$(0.03)	$(0.02)	$(0.06)	$(0.05)
Total Assets	$3,349,920	$2,302,473	$3,338,970	$2,302,473

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Results of Operations
Three and Nine Month Periods Ended September 30, 2005 Compared to Three and Nine Month Periods Ended September 30, 2004

The results of operations reflect the operations of Symbility since June 1, 2004, being the date that Symbility became a wholly-owned subsidiary. As previously noted, Symbility has been in the development stage and therefore has minimal revenues to date.

Accounts Receivable:

As noted in the first and second quarter results, the Company's accounts receivable balance had increased significantly since December 31, 2004 as a result of system conversion problems which resulted in delays of up to three months in the billing process during the first quarter. Management has completed the majority of the system conversions and believes that the delays in billings have been corrected. The level of receivable balance at September 30, 2005 has improved over the first and again in the second quarter but have yet to decrease to normal levels. Management continues to work on collections and believes that positive progress is being made.

Software development costs:

Software development costs included on the consolidated balance sheet include an amount of $198,945, net of amortization, relating to the acquisition of Symbility.

Revenues:

Revenues for the three months and nine months ended September 30, 2005 increased $98,198 or approximately 32% and $329,930 or approximately 38%, respectfully in comparison to the same periods last year. The increase is attributed primarily to the continuance of the growth in business being generated as a result of the acceptance of new technology and new insurance products being offered by the Company at the beginning of the fiscal year 2005 which also led to an increase in direct insurance costs.

Cost of sales:

Cost of sales includes both direct insurance costs and, when applicable, cost of hardware sales by Symbility. Cost of sales for the three months and nine months ended September 30, 2005 increased by $80,429 to $274,702 and $245,852 to $746,747 respectfully in comparison to the same periods last year. The primary reason for the increase in direct insurance costs, period over period, is the result of new insurance products sold in 2005 which had higher associated direct insurance costs. Direct costs attributed to hardware sales in the first and second quarters of 2005 were minimal as were the related sales.

General and Administration:

General and administration for the three months and nine months ended September 30, 2005 increased by $487,273 to $749,980 and $1,347,356 to $2,002,643 respectfully in comparison to the same periods last year. The Company has increased customer service, finance and head office personnel in 2005 to equip the organization with the proper resources necessary to ensure growth and expansion in the future. In addition there have been significant legal costs in connection with the preliminary injunction motion referred to in "Recent Events"

One of the risks faced by the Company is credit risk associated with insurance brokers defaulting on their obligations relating to either the payment of premiums or settlement of claims. In this context, and in the nine months period ended September 30, 2005, the Company charged to General and Administration $194,632 in allowance for doubtful accounts, most of which relates to one customer.

Research and Development:

Research and development for the three months and nine months ended September 30, 2005 decreased by $935 to $298,120 and $324,961 to $771,652 respectively in comparison to the same periods last year. As noted previously, last year's three month numbers included Symbility for the first time and therefore the three month change over the same period last year was minimal. Included in the nine month results in 2005 is approximately $382,000 relating to Symbility. The balance of the increase in the nine month comparison is the results of additional staff to complete development of the next version of the Autoben technology (ABI) and ensure proper maintenance of the new system.

Sales and marketing:

Sales and marketing for the three months and nine months ended September 30, 2005 increased by $131,391 to $245,642 and $302,050 to $526,471 respectfully in comparison to the same periods last year. Over the last year, the Company has hired additional marketing staff in both Autoben and Symbility to develop new markets for their technologies. The Company expects sales and marketing costs to continue to increase with the Company's continuing efforts to better position itself in the group benefits market and the entrance into the U.S market place by Symbility.

Stock - based Compensation:

Stock – based compensation expense for the nine months ended September 30, 2005 was $470,266 (nil for the nine months ended September 30, 2004). The board of directors feels that, with the acquisition of Symbility and new management, the ability to participate in the expected growth and prosperity of the Company is one of the main means of compensating employees and others who help advance the Company's objectives.

Changes in Accounting Policies:

Effective January 1, 2004, the Company prospectively adopted the Canadian Institute of Chartered Accountants ("CICA") recommendations that define the primary sources of GAAP. The adoption of this recommendation had no effect on the prior year's quarterly financial statements.

Effective January 1, 2004, the Company prospectively adopted the CICA recommendations on accounting for impairment of long-lived assets. These recommendations require that when events or circumstances indicate that the carrying value of the Company's long-lived assets, which include equipment and software development costs, may be impaired, a recoverability evaluation be performed. If the evaluation indicates that the carrying amount of the asset is not recoverable from the undiscounted cash flows to be received from that asset over its estimated useful life, an impairment loss is then calculated as the difference between the asset's carrying value and its fair value. Adoption of this recommendation had no impact on the prior year's quarterly financial statements.

Effective January 1, 2004, the Company adopted the CICA recommendations of accounting for asset retirement obligations associated with the retirement of tangible long lived assets. To the extent that they can be quantified, these obligations are measured and recognized at fair value, which is determined using present value techniques. This change in accounting had no effect on the prior year's quarterly financial statements.

Effective January 1, 2005, the Company adopted the new Canadian Institute of Chartered Accountants guideline with respect to the consolidation of variable interest entities ("VIE"). This guideline required the Company to identify VIE's in which it had an interest, determine if it is the primary beneficiary and if so, to consolidate the VIE. The adoption of this guideline had no effect on the Company's financial statements.

Liquidity and Capital Resources

On February 10, 2005, the Company completed the closing of a private placement financing of 5,000,000 units of the Company at a price of $0.51 per unit, each unit consisting of one (1) common share of the Company and one-half share purchase warrant, with each whole warrant exercisable at a price of $0.64 per common share until August 8, 2006, for gross proceeds to the Company of $2,550,000. In connection with this offering the Company incurred various professional and filing costs of $105,837.

At September 30, 2005, the Company's consolidated cash position was $2,006,277 compared to $1,303,297 at December 31, 2004. Management believes that it may be necessary to raise additional capital to further fund the development of the Company.

Since September 30, 2005, the Company has received approximately $10,800 proceeds from the exercise of 27,000 warrants.

On April 6, 2005 the Company entered into a letter of credit in the amount of $250,000 in favour of one of its major suppliers. This letter of credit expires March 31, 2006.

As at September 30, 2005, the Company has not entered into any contractual obligations which will require future payments, including long-term debt other than operating leases for equipment and premises. Additionally, the Company has not entered into commitments for any material capital expenditure.

Related Party Transactions

During the first three quarters of 2005, the Company was involved in the following related party transactions:

In connection with the acquisition of Symbility, the Company entered into a consulting agreement, dated May 31, 2004, with a private company controlled by a former director and officer pursuant to which the consultant is entitled to receive a consulting fee of $10,000 per month for a term of 12 months. This agreement is now complete.

The Company entered into a consulting agreement, dated May 31, 2004, with a private company controlled by a director, pursuant to which the consultant is entitled to receive a consulting fee of $7,500 per month for a term of 24 months. In the first quarter of 2005, the consultant was also reimbursed for costs relating to the above mentioned private placement of $76,000.

The Company used to retain, on a fee for services basis, the spouse of a director and officer of the Company, pursuant to which the consultant received $20,002 for research and development consulting during the first nine months of 2005.

Off Balance Sheet Arrangements

The Company has not entered into any off balance sheet arrangements as at September 30, 2005.

Financial Instruments

There are no outstanding financial instruments not included in the financial statements as at September 30, 2005.

Risk and uncertainties

Readers are referred to risk factors found in the Company's December 31, 2004 MD&A filed May 3, 2005 on Sedar, which is available in electronic form at www.sedar.com.