

Fab-Form Industries Ltd.

Schedule B – ANALYSIS OF EXPENSES & DEFERRED COSTS
YEAR ENDED 31 December 2003

ANALYSIS OF EXPENSES AND DEFERRED COSTS

See consolidated financial statements for details.

1. RELATED PARTY TRANSACTIONS

See consolidated financial statements for details.

2. SUMMARY OF SECURITIES ISSUED AND OPTIONS GRANTED DURING THE PERIOD

a) Securities issued:

NONE

b) Options granted:

NONE

3. SUMMARY OF SECURITIES AS AT THE END OF THE REPORTING PERIOD

a) Authorized share capital:

See consolidated financial statements for details.

b) Shares issued and outstanding:

See consolidated financial statements for details.

c) Options, warrants and convertible securities outstanding:

See consolidated financial statements for details.

d) Shares subject to escrow or pooling agreements.

See consolidated financial statements for details.

4. NAMES OF DIRECTORS AND OFFICERS AS AT THE DATE THIS REPORT IS SIGNED AND FILED

Richard Fearn - President, Director, CEO, CFO

Herb Bentz - Director, Corporate secretary

Chris Mattock - Director

Fab-Form Industries Ltd.

Schedule C – MANAGEMENT DISCUSSION

YEAR ENDED 31 December 2003

DESCRIPTION OF BUSINESS

Fab-Form Industries Ltd. is a developer, manufacturer and marketer of forming products using poly membranes in place of lumber to form and damp proof concrete for the building industry (see www.fab-form.com for details of products, distribution structure and public company background). Fab-Form is the only company commercializing this technology.

The Company's long-term business goal is to take fabric-forming technology to mainstream distributors and earn significant profits for its shareholders.

The Company is a reporting issuer in British Columbia and Alberta, and trades on the TSX Venture Exchange under the symbol 'FBF'.

DISCUSSION OF OPERATIONS & FINANCIAL CONDITIONS

Sales

Sales for the year were \$151,624, a 42% decrease over the previous year's \$260,926, and below breakeven levels of approximately \$250,000 per year. Sales of Fastfoot® fabric were up 5% over 2002, while sales of Fast-Yokes™ (no longer in production) dropped 99%, and Fastbags® dropped 68% (single customer reduction).

	<u>Jan - Dec 03</u>	<u>%</u>	<u>Jan - Dec 02</u>	<u>%</u>	<u>\$ Change</u>	<u>% Change</u>
Fastfoot®	96,618	64%	91,697	35%	4,921	5%
Fastbag®	44,296	29%	138,277	53%	-93,981	-68%
Fast-Yoke	319	0%	22,693	9%	-22,375	-99%
Other	10,390	7%	8,258	3%	2,132	26%
Total Sales	151,624	100%	260,926	100%	-109,302	-42%

Cost of Goods Sold

Gross margins for the year were 54%, a small decrease over the previous year's 55%. The Cost of Goods Sold components remained relatively unchanged with material costs 65%, labour 23% and transportation 12%.

Expenses

Operating expenses of \$126,902 fell 2.4% from the previous year of \$130,029. Interest costs increased from \$5,582 in 2002 to \$9,581 due to a new loan for production machinery for the Fast-Tube™. Management fees dropped to \$5,369 from \$17,000 in the previous year, to conserve liquidity. Marketing increased from \$15,324 the previous year to \$26,805 this year as a result of new marketing personnel.

Statement of Operations & Deficit

The Company's loss for the year was \$45,199, compared with the previous year's profit of \$70,358. This loss is attributable to sales levels below breakeven.

Working Capital Position

The Company's working capital position at the end of the year was (\$151,186) an increase from 2002 year-end of (\$116,122), due to sales below the breakeven level.

Finance & Cash Flow

Operating activities for the year used cash of \$9,697, compared with a contribution of \$60,190 in 2002. Investing activities totalled \$57,634, compared with \$44,781 in 2002. The investment was machinery for the production of the Fast-Tube™, which totalled \$75,632 at year-end. Financing activities (primarily long term debt) were a source of \$48,333 in 2003, compared with (\$19,203) the previous year.

Fab-Form Industries Ltd.

Schedule C – MANAGEMENT DISCUSSION

YEAR ENDED 31 December 2003

Fast-Tube™ Production

The alignment guide to feed the fabric into the welder has been completed and tested. The rewind station is also complete, and produces flattened rolls 120' long weighing 16 pounds. The machinery is now fully functional and produces at design levels.

Distribution Strategy

As unit sales of footing fabric amount to about \$220 per house; it is not possible or profitable to spend large marketing and selling dollars on each sale. As a result, the marketing strategy is two fold: first, use the cost effective Internet to find early adopters; and second, find distributors with the ability to sell innovative technology into the construction marketplace. Both these strategies are being implemented.

The Fast-Tube™ will be distributed into the BC lumberyard market to ensure packaging and installation methodology is correct. The North America product launch will occur only after penetration in the local market has been achieved. This introduction is expected to occur in May or June of 2004.

MATERIAL CONTRACTS

There were no material contracts in 2003.

INVESTOR RELATIONS

There are no agreements for investor relations.

SUBSEQUENT EVENTS

On March 28 2004 the Company received a \$40,000 line of credit from the Business Development Bank of Canada to provide working capital for the introduction of the Fast-Tube™ into the North American market.

As of March 28th, the production machinery for the Fast-Tube™ was operating flawlessly. Full colour Fast-Tube™ Point-of-Purchase Displays are complete, and introduction of the Fast-Tube™ into lower mainland lumberyards is about to begin.