

**BC FORM 53-901F
(PREVIOUSLY FORM 27)**

**MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF
*The Securities Act (British Columbia)***

Item 1. **Reporting Issuer**

Empower Technologies Corporation
Unit 120 – 13551 Verdun Place
Richmond, B.C. V6V 1W5

Telephone: 604-278-3100

Item 2. **Dates Of Material Changes**

September 29, 2003

Item 3. **Press Releases**

September 29, 2003

Item 4. **Summary Of Material Changes**

Empower Technologies Corporation (“Empower Corporation”) announced that Empower Technologies, Inc. (“Empower”), a wholly owned subsidiary, has signed a Supply Agreement with Finite Technology, Inc. a wireless Point Of Sale (“POS”) system solution provider (“Finite”). Finite has successfully ported their wireless POS system (“EasyCredit™”) software application from Palm OS to an embedded LinuxDA O/S using Empower’s LinuxDA Software Developer Kit (“SDK”).

Empower will supply Finite with their latest handheld computer “PowerPlay Vs” (embedded with LinuxDA Operating System and fully integrated with Finite’s EasyCredit™ wireless POS system) for use as the main processing unit for secured card payments for mobile merchants such as taxicabs and limousines.

Item 5. **Full Description Of Material Change**

See attached press release dated September 29, 2003.

Item 6. **Reliance On Section 85(2) of the Act**

Not applicable

Item 7. **Omitted Information**

None

Item 8. **Senior Officers**

The following senior officer the Issuer is knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Mr. Paul Leung
President and Chief Executive Officer
Unit 120 – 13551 Verdun Place
Richmond, B.C. V6V 1W5

Telephone: (604) 278-3100

Item 9. **Statement Of Senior Officer**

The foregoing accurately discloses the material changes referred to herein.

October 1, 2003
Date

“Paul Leung”
Signature

Paul Leung
Name

President and Chief Executive Officer

Richmond
Place of Declaration

*IT IS AN OFFENCE FOR A PERSON TO MAKE A STATEMENT IN A DOCUMENT
REQUIRED TO BE FILED OR FURNISHED UNDER THE APPLICABLE SECURITIES
LEGISLATION THAT, AT THE TIME AND IN THE LIGHT OF THE CIRCUMSTANCES
UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.*

TSX Venture - EPT

For Immediate Release

**Empower Technologies Signs Supply Agreement
With
Wireless Point of Sale System Solution Provider**

Richmond, BC – September 29, 2003 – Empower Technologies Corporation (“Empower Corporation”) is pleased to announce that Empower Technologies, Inc. (“Empower”), a wholly owned subsidiary, has signed a Supply Agreement with Finite Technology, Inc. a wireless Point Of Sale (“POS”) system solution provider (“Finite”). Finite has successfully ported their wireless POS system (“**EasyCredit™**”) software application from Palm OS to an embedded LinuxDA O/S using Empower’s LinuxDA Software Developer Kit (“SDK”).

Empower will supply Finite with their latest handheld computer “PowerPlay Vs” (embedded with LinuxDA Operating System and fully integrated with Finite’s **EasyCredit™** wireless POS system) for use as the main processing unit for secured card payments for mobile merchants such as taxicabs and limousines. **EasyCredit™** is a fast, secure and reliable wireless Point-Of-Sale system. With **EasyCredit™**, taxicab and limousine drivers can now securely accept credit card payments on-line and in real time in their vehicles and receive credit card approval in seconds.

Finite plans to deploy its **EasyCredit™** wireless POS system, equipped with Empower’s PowerPlay Vs PDA in taxicabs in Chicago, Illinois commencing October 2003. PowerPlay Vs PDA features a built-in MP3 player, digital voice recorder, SD/MMC card expansion slot and embedded LinuxDA Operating System. The unit has 2MB Flash Memory, 8MB of DRAM and uses a Motorola® Dragonball EZ MPU.

About Empower Technologies

Founded in 2000, Empower Technologies is a provider of Linux-based embedded system technologies and solutions for the consumer electronics industry and the intelligent appliance market.

Empower is an innovative company that introduced to the world Linux DA O/S, the first and only complete Palm® Handheld compatible Linux Operating System scaled down for the Motorola Dragonball CPU platform. By uniting top professionals from within the computer industry and developing quality partnerships and strategic alliances, Empower is committed to being the leading provider of Linux-based embedded system technologies and solutions for consumer electronics manufacturers.

Empower’s brands are “LinuxDA” (www.linuxda.com) a Linux-based embedded operating system and “PowerPlay” (www.powerplaydevices.com) smart consumer electronics.

About Finite Technology, Inc.

Finite Technology, Inc. (www.finitetechnologyinc.com) of Pueblo West, Colorado has recognized the explosion of the wireless telecommunication towards digital, personal, mobile services and, in particular, the wireless Credit Card Transaction. Finite is proud to have manufactured the first wireless Point-Of-Sale terminal in 1993.

Finite's mission is to provide a cost-effective wireless Point-Of-Sale solution to meet the need of credit card transactions in the Taxicab & Livery and Vending Machines industries.

Finite's products offer a simple, low-cost and state of the art wireless solution for Credit Card Transactions. Finite Technology's products provide convenient and cost-effective integration with many other types of existing equipment and information systems, thereby prolonging the life of existing capital equipment.

In addition to its innovative "**Wireless Point-Of-Sale**" products, Finite also provides credit card processing services, as well as operates a help desk and repair center for wireless credit card terminals, thus providing a **total solution** to its customers.

Contact Information:

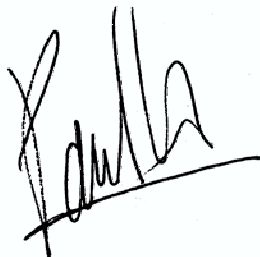
Media Enquiries:

Paul Leung - President & CEO. 604-278-3100 or pcleung@empowertechnologies.com

Linux DA O/S Sales Enquiries: sales@linuxda.com or Tel 425-881-0909

More Information on Empower Technologies Inc: www.empowertechnologies.com

Empower Technologies Corporation



Paul Leung
President & CEO

The statements contained in this news release that are not historical facts are forward looking statements. Such statements are based on management's estimates, assumptions and projections using available information. The company cautions that actual financial results could differ materially from the current expectations due to a number of factors.

The TSX Venture Exchange has in no way passed upon the merits of the proposed transactions and has neither approved nor disapproved the contents of this press release.

Palm is a trademark of Palm, Inc. PowerPlay and LinuxDA are the trademarks of Empower Technologies, Inc. All other brands are trademarks of their respective owners.