

## **NEWS RELEASE**

### **Bridges Announces Completion of Acquisition by Xap Corporation**

**Kelowna, B.C. – July 21, 2006** – Bridges Transitions Inc. (“Bridges”) announced today that the previously announced acquisition of Bridges by Xap Corporation, by way of a statutory plan of arrangement, has closed. Under the plan of arrangement 1239381 Alberta Inc. (the “Purchaser”) acquired 11,762,979 common shares of Bridges, representing 100% of the issued and outstanding common shares of Bridges. Shareholders are entitled to receive \$0.98 for each common share held. In addition, the Purchaser acquired 1,190,800 options to acquire common shares, which represents 100% of the issued and outstanding options. Optionholders are entitled to receive \$0.01 for each option with an exercise price greater than or equal to \$0.98 and for each option held with an exercise price lower than \$0.98, the difference between \$0.98 and the exercise price. The options were terminated upon acquisition by the Purchaser. As part of the transaction Bridges amalgamated with the Purchaser, a wholly-owned subsidiary of Xap.

Letters of Transmittal were mailed to registered Shareholders on July 5, 2006. If you are a registered Shareholder and have not received a Letter of Transmittal, contact CIBC Mellon Trust Company at 1-800-387-0825 to obtain a Letter of Transmittal or one can be obtained on the Internet at [www.sedar.com](http://www.sedar.com). If you hold your Shares through a broker or other intermediary, you should carefully follow the instructions of such broker or intermediary in order to submit your Shares. Completed Letters of Transmittal, along with certificates representing your shares, must be submitted in accordance with the Letters of Transmittal to receive the consideration payable pursuant to the transaction.

#### **About Bridges**

Bridges is the leading provider of software-based and online education planning, career exploration, and high school/college test prep resources designed to help students achieve education and career success. Bridges’ planning and exploration products give students and adults in transition reasons to achieve more – exploring all their options, setting goals and making plans to get there. Test prep products available from Bridges give students ways to achieve – by improving math, reading and other academic skills, raising test scores, and by giving educators and administrators instant performance feedback that enables data-driven instruction. Over 14,500 schools and other agencies across the U.S. and Canada use Bridges’ products and services. Bridges serves the needs of more than one million annually graduating high school students seeking educational or career planning assistance. For more information, visit <http://www.bridges.com>. The Company is listed on the Toronto Stock Exchange under the symbol: BIT.

#### **Cautionary Statements**

The information in this news release contains certain forward-looking statements that involve substantial known and unknown risks and uncertainties, which are beyond Bridges’ control. Actual results and performance could differ materially from those expressed in, or implied by, such forward-looking

statements as a result of, among other things, plans and timing for the introduction or enhancement to services and products, customer demand for services and products; expectations concerning future revenue and earnings; general economic and business conditions; control of costs and expenses; loss of key employees; stock market volatility; changes in laws and regulations; ability to compete successfully and adapt to technological advances and changing industry standards; currency exchange rate fluctuations; economic, political and other risks associated with national and international sales and operations; Canadian and U.S. government regulations; price and product competition; the ability to form and implement alliances; and other factors and risks. Accordingly, no assurances can be given that any of the events anticipated by the forward-looking statements will transpire or occur or, if any of them do, what benefits Bridges will derive from them.

For further information, please contact:

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