



**Johnstone & Company**  
**Barristers & Solicitors**  
 Experience, dedication, integrity

Exemption No. 82-4637

**COPY**

02 NOV 12 AM 8:15

PLEASE REPLY TO: KATHLEEN E. SKERRETT, LL.B.  
 Direct Line: (416) 860-7150 Ext. 251  
 Direct Email: kathleen@jcolaw.com

October 30, 2002

**VIA TELECOPIER ONLY**

Fax: (416) 593-3666

Fax: (780) 422-0777

Ontario Securities Commission  
 19th Floor  
 20 Queen Street West  
 Toronto, Ontario  
 M5H 3S8

Alberta Securities Commission  
 10025 Jasper Avenue  
 19th Floor  
 Edmonton, Alberta  
 T5J 3Z5

Attention: Insider Reports

Attention: Insider Reports

Fax: (604) 899-6550

British Columbia Securities Commission  
 12<sup>th</sup> Floor, Pacific Centre  
 701 West Georgia Street  
 Vancouver, B.C. V7Y 1L2

Attention: Insider Reports



SUPPL

Dear Sirs/Mesdames:

**RE: ZTEST Electronics Inc. ("ZTEST")**  
**File No. 1067**

Enclosed please find a copy of the Insider Report for **WILLIAM R. JOHNSTONE** dated October 30, 2002.

Yours very truly,

**JOHNSTONE & COMPANY**

**COPY**

Per: Kathleen E. Skerrett

cc: United States Securities and Exchange Commission  
 - 12g3-2(b) (Exemption No. 82-4637)

PROCESSED

NOV 21 2002

THOMSON  
 FINANCIAL

- Via Ordinary Mail

Encls.  
 KES/vl

Tel: 416 860 7150  
 Email: jcolaw@jcolaw.com  
 Fax: 416 860 9843  
 Web: www.jcolaw.com  
 Address: 390 Bay St. #1515, Toronto, ON M5H 2Y2

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*dlw 11/15*

FORM 55-102F6

INSIDER REPORT

(See instructions on the back of this report)

FOR THE USE OF THE REPORTING PERSONAL OR FIRM'S

ZTEI ELECTRONICS INC.

DATE OF REPORT: 11/27/82

REGISTRATION TO: [ ]

RENEWAL/REMARKS: [ ]

DATE OF LAST REPORT FILED: [ ]

FRONTAL REPORT: [ ]

DATE OF THIS REPORT: [ ]

DATE OF NEXT REPORT: [ ]

CHANGE OF JURISDICTION FROM USA TO OTHER: [ ]

NAME OF REPORTING PERSONAL OR FIRM'S: WOLCIECH

ADDRESS: 12 SULLIVAN AVENUE, BRAMPTON, ONTARIO

REPORTING PERSONAL OR FIRM'S: WOLCIECH

ADDRESS: 12 SULLIVAN AVENUE, BRAMPTON, ONTARIO

DATE OF REPORT: 11/27/82

DATE OF NEXT REPORT: [ ]

BOX 4 AFFIRMATION: I AM NOT A REPORTING PERSONAL OR FIRM'S

OTHER: [ ] ALBERTA [ ] ONTARIO [ ] BRITISH COLUMBIA [ ] QUEBEC [ ] MANITOBA [ ] SASKATCHEWAN [ ] NEWFOUNDLAND [ ] NEW BRUNSWICK [ ] YUKON [ ] N.W.T. [ ] OTHER: [ ]

CLASS A SPECIAL

OPTIOS	530,000
CONVERTIBLE DEBENTURES	824,750
COMMON SHARES	883,975
COMMON SHARES	183,175
COMMON SHARES	652,034
COMMON SHARES	88,800
COMMON SHARES	277,482

TRANSACTIONS

DATE	TYPE	AMOUNT	REMARKS
12	42	2001	
15			
15	2	2002	
16	7	2002	
25	10	2002	

DATE	TYPE	AMOUNT	REMARKS
12	42	2001	
15			
15	2	2002	
16	7	2002	
25	10	2002	

ATTACHMENT [ ] YES [X] NO

THIS FORM IS USED AS A RETURN REPORT BY THE HOLDER REPORTING... (See instructions on the back of this report)

CONFIDENTIAL [ ] PUBLIC [X] KEEP A COPY FOR YOUR FILE

Please see Schedule "A" attached hereto.

NAME OF REPORTING PERSONAL OR FIRM'S: WOLCIECH DIRZAZGA

ADDRESS: [ ]

DATE OF REPORT: 11/27/82

DATE OF NEXT REPORT: [ ]

Registration No. 82-4637

## SCHEDULE "A"

### Insider Report of Wojciech Drzazga re Ztest Electronics Inc.

#### BOX 6. REMARKS

1. Convertible Debenture in the principal amount of \$24,750 bearing interest at 10.5% for a period of two years and convertible into units at the rate of one (1) unit for each \$0.11 of debt converted with each unit consisting of one (1) common share and one (1) share purchase warrant entitling the holder to acquire a further share at \$0.11 for a period of no more than two years.
2. Convertible Debenture in the principal amount of \$38,125 bearing interest at 8% for a period of two years and convertible into units at the rate of one (1) unit for each \$0.125 of debt converted with each unit consisting of one (1) common share and one (1) share purchase warrant entitling the holder to acquire one (1) additional common share at \$0.125 if converted in the first year or \$0.15 otherwise for a period of no more than two years.
3. Convertible Debenture in the principal amount of \$21,000 bearing interest at 8% for a period of two years and convertible into units at the rate of one (1) unit for each \$0.15 of debt converted with each unit consisting of one (1) common share and one (1) share purchase warrant entitling the holder to acquire a further share at \$0.15 for a period of no more than two years.
4. Convertible Debenture in the principal amount of \$25,000 bearing interest at 8% for a period of two years and convertible into units at the rate of one (1) unit for each \$0.10 of debt converted with each unit consisting of one (1) common share and one (1) share purchase warrant entitling the holder to acquire a further share at \$0.10 for a period of no more than two years.
5. Held in self-directed RRSP.
6. Held in MADA Trust in which the undersigned is one of three trustees and one of the beneficiaries.

**INSIDER REPORT**

(See instructions on the back of this report)

**Notice - Collection and Use of Personal Information:** The personal information required under this form is collected on behalf of and used by the securities regulatory authorities set out below for purposes of the administration and enforcement of certain provisions of the securities legislation in British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Quebec, Nova Scotia and Newfoundland. Some of the required information will be made public pursuant to the securities legislation in each of the jurisdictions indicated above. Other required information will remain confidential and will not be disclosed to any person or company except to any of the securities regulatory authorities or their authorized representatives. If you have any questions about the collection and use of this information, you may contact the securities regulatory authority in any jurisdiction(s) in which the required information is filed, at the address(es) or telephone number(s) set out on the back of this report.

**BOX 1. NAME OF THE REPORTING ISSUER (BLOCK LETTERS)**

ZIEST ELECTRONICS INC.

**BOX 3. NAME, ADDRESS AND TELEPHONE NUMBER OF THE ISSUER (BLOCK LETTERS)**

FACILE NAME OR CORPORATE NAME  
**DRZAZGA**  
 ORIGINAL NUMBER  
**WOJCIECH**  
 NO. **12** STREET **SOLWAY AVENUE** APT  
 CITY **BRAMPTON** POSTAL CODE **L4Z 4E4**  
 PROVINCE **ONTARIO**  
 BUSINESS TELEPHONE NUMBER  
**416-297-5155**  
 BUSINESS FAX NUMBER  
**416-297-5156**

CHANGE IN NAME, ADDRESS OR TELEPHONE NUMBER FROM LAST REPORT  
 YES  NO

**BOX 4. JURISDICTION(S) WHERE THE ISSUER IS A REPORTING ISSUER OR THE EQUIVALENT**

ALBERTA  ONTARIO  
 BRITISH COLUMBIA  QUEBEC  
 MANITOBA  SASKATCHEWAN  
 NEWFOUNDLAND  
 NOVA SCOTIA  
 OTHERS  U.S.S.E.C. - Exemption No. 82-4637

**BOX 2. INSIDER DATA**

RELATIONSHIP(S) TO REPORTING ISSUER  
 4  5  6  
 DATE OF LAST REPORT FILED **27 3 2002**  
 OR  
 IF INITIAL REPORT, DATE ON WHICH YOU BECAME AN INSIDER  
 YES  NO

**BOX 5. INSIDER HOLDINGS AND CHANGES (IF INITIAL REPORT, COMPLETE SECTIONS A, D, E AND F ONLY. SEE ALSO INSTRUCTIONS TO BOX 5)**

A		B		C				D		E		F	
DESCRIPTION OF CLASS OF SECURITIES	BALANCE OF CLASS OF SECURITIES ON LAST REPORT	DATE	DATE	DATE	DATE	DATE	DATE	DATE	DATE	DATE	DATE	DATE	
CLASS A SPECIAL	4,135	12 12 2001	16	12 12 2001	16	12 12 2001	16	12 12 2001	16	12 12 2001	16	12 12 2001	
OPTIONS	520,000												
CONVERTIBLE DEBENTURES	NIL												
	\$24,750	15 2 2002	\$38,125	15 2 2002	\$21,000	15 2 2002	\$25,000	15 2 2002	15 2 2002	\$108,875	1 1 2002	\$62,034	
COMMON SHARES	\$83,875	25 10 2002	16										
COMMON SHARES	\$82,034												
COMMON SHARES	89,800												
COMMON SHARES	277,492												

**BOX 6. REMARKS**

Please see Schedule "A" attached hereto.

This form is used as a uniform report for the insider reporting requirements under all provincial securities Acts. The terminology used is generic to accommodate the various Acts.

The undersigned certifies that the information given in this report is true and complete in every respect. It is an offence to submit information that is a material respect and at the time and in the light of the circumstances in which it is submitted is misleading or untrue.

**BOX 7. SIGNATURE**

NAME (BLOCK LETTERS)  
**WOJCIECH DRZAZGA**

SIGNATURE

DATE OF THE REPORT  
 30  10  2002

ATTACHMENT  YES  NO

CORRESPONDENCE  ENGLISH  FRENCH

KEEP A COPY FOR YOUR FILE



**Johnstone & Company**

**Barristers & Solicitors**  
Experience, dedication, integrity

Exemption No. 82-4637

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Direct Line: (416) 860-7150 Ext. 251  
Direct Email: kathleen@jcolaw.com

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Ontario Securities Commission  
19th Floor  
20 Queen Street West  
Toronto, Ontario  
M5H 3S8

Alberta Securities Commission  
10025 Jasper Avenue  
19th Floor  
Edmonton, Alberta  
T5J 3Z5

Attention: Insider Reports

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British Columbia Securities Commission  
12<sup>th</sup> Floor, Pacific Centre  
701 West Georgia Street  
Vancouver, B.C. V7Y 1L2

Attention: Insider Reports

Dear Sirs/Mesdames:

**RE: ZTEST Electronics Inc. ("ZTEST")**  
**File No. 1067**

Enclosed please find a copy of the Insider Report for **WOJCIECH DRZAZGA** dated October 30, 2002.

Yours very truly,

**JOHNSTONE & COMPANY**

**COPY**

Per: Kathleen E. Skerrett

cc: United States Securities and Exchange Commission  
- 12g3-2(b) (Exemption No. 82-4637)

- Via Ordinary Mail

Encls.  
KES/v1

Tel: 416 860 7150  
Email: jcolaw@jcolaw.com  
Fax: 416 860 9843  
Web: www.jcolaw.com  
Address: 390 Bay St. #1515, Toronto, ON M5H 2Y2

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**INSIDER REPORT**  
(See instructions on the back of this report)

*Exemption No. 82-4637*

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BOX 1. NAME OF THE REPORTING ISSUER (BLOCK LETTERS)

**ZTEST ELECTRONICS INC.**

BOX 2. INSIDER DATA

RELATIONSHIP TO REPORTING ISSUER:  5

DATE OF LAST REPORT FILED: DAY 26 MONTH 9 YEAR 2002

IF INITIAL REPORT: DATE ON WHICH YOU BECAME AN INSIDER: DAY MONTH YEAR

CHANGE IN RELATIONSHIP FROM LAST REPORT: YES  NO

BOX 3. NAME, ADDRESS AND TELEPHONE NUMBER OF THE INSIDER (BLOCK LETTERS)

FAMILY NAME OR COMPANY NAME: **JOHNSTONE**

PREVIOUS NAME: **WILLIAM ROY**

STREET: **88 DIVADALE DRIVE**

CITY: **TORONTO**

PROV: **ONTARIO**

POSTAL CODE: **M4G 2P2**

BUSINESS TELEPHONE NUMBER: **416-860-7150**

BUSINESS FAX NUMBER: **416-860-9843**

CHANGE IN NAME, ADDRESS OR TELEPHONE NUMBER FROM LAST REPORT: YES  NO

BOX 4. JURISDICTIONS WHERE THE ISSUER IS A REPORTING ISSUER OR THE EQUIVALENT

ALBERTA  ONTARIO

BRITISH COLUMBIA  QUEBEC

MANITOBA  SASKATCHEWAN

NEWFOUNDLAND

NOVA SCOTIA

Others: U.S.S.E.C. - Exemption No. 82-4637

BOX 5. INSIDER HOLDINGS AND CHANGES (IF INITIAL REPORT, COMPLETE SECTIONS A, D, AND F ONLY. SEE ALSO INSTRUCTIONS TO BOX 5)

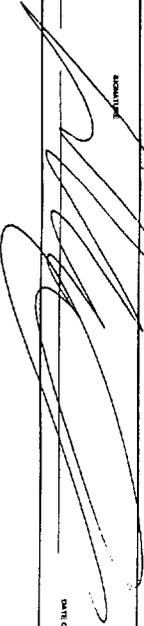
A		B		C						D		E		F	
DESCRIPTION OF CLASS OF SECURITIES		BALANCE OF CLASS OF SECURITIES ON LAST REPORT		DATE	TYPE	MAJORITY	AMOUNT/VALUE ACQUIRED	AMOUNT/VALUE DISPOSED OF	UNIT PRICE	UNIT VALUE	PERCENT BALANCE OF CLASS OF SECURITIES	REASON FOR CHANGE IN BALANCE	DATE OF CHANGE	REASON FOR CHANGE IN BALANCE	DATE OF CHANGE
COMMON SHARES		45,000									45,000				
COMMON SHARES		37,500									37,500				
OPTIONS		179,000									179,000				
CONVERTIBLE DEBENTURE		NIL		25	10	2002	16				\$10,000				

BOX 6. REMARKS

- 45,000 common shares are held by Merlin Capital Corp. of which the undersigned is the sole shareholder.
- Convertible Debenture in the principal amount of \$10,000 bearing interest at 8% for a period of two years and convertible into units at the rate of one (1) unit for each \$0.10 of debt converted with each unit consisting of one (1) common share and one (1) share purchase warrant entitling the holder to acquire a further share at \$0.10 for a period of no more than two years.

BOX 7. SIGNATURE

NAME (BLOCK LETTERS): **WILLIAM R. JOHNSTONE**

SIGNATURE: 

DATE OF THE REPORT: DAY 30 MONTH 10 YEAR 2002

ATTACHMENT: YES  NO

CORRESPONDENCE: ENGLISH  FRENCH

KEEP A COPY FOR YOUR FILE

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The undersigned certifies that the information given in this report is true and complete in every respect. It is an offence to submit information that, in a material respect and at the time and in the light of the circumstances in which it is submitted, is misleading or untrue.