

Johnstone & Company

Barristers & Solicitors

Experience, dedication, integrity

Exemption No. 82-4637

COPY

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

November 7, 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
12th Floor, Pacific Centre
701 West Georgia Street
Vancouver, B.C. V7Y 1L2



02060419

Attention: Insider Reports

Dear Sirs/Mesdames:

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

SUPPL

Enclosed please find a copy of the Insider Report for **MICHAEL KINDY** dated November 6, 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

PROCESSED

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**THOMSON
FINANCIAL**

Encls.
KES/vl

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Web: www.jcolaw.com
Address: 390 Bay St. #1515, Toronto, ON M5H 2Y2

FORM 55-102F6

INSIDER REPORT

(See instructions on the back of this report)

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

ZTEST ELECTRONICS INC.

BOX 2. INSIDER DATA

RELATIONSHIP TO REPORTING ISSUER	DATE OF LAST REPORT FILED	DAY	MONTH	YEAR
5	4	3	2002	
OR	DATE ON WHICH YOU BECAME AN INSIDER	DAY	MONTH	YEAR
CHANGE IN RELATIONSHIP FROM LAST REPORT	YES	X	NO	

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

FAMILY NAME OR CORPORATE NAME	
KINDY	
OFFICIAL NAME	APT
MICHAEL	
STREET	
7117 HICKLING CRESCENT	
CITY	
MISSISSAUGA	
PROV.	POSTAL CODE
ONTARIO	LSN 5A3
BUSINESS TELEPHONE NUMBER	
905-608-2929	
BUSINESS FAX NUMBER	
905-608-2926	
CHANGE IN NAME, ADDRESS OR TELEPHONE NUMBER FROM LAST REPORT	YES
	X
	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, 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	MONTH	YEAR	NATURE	NUMBER VALUE ACQUIRED	NUMBER VALUE DISPOSED OF	UNIT PRICE/ EXERCISE PRICE	UNIT PRICE/ EXERCISE PRICE	PRESENT BALANCE OF CLASS OF SECURITIES HELD	IDENTIFY THE REGISTERED HOLDER WHERE OWNERSHIP OR CONTROL OR DIRECTION IS EXERCISED ON REPORT
OPTIONS	244,000	25	10	2002	16	\$10,000				244,000	1
COMMON SHARES	16,000									16,000	1
CONVERTIBLE DEBENTURE	Nil									\$10,000	1
											See Remark 1

BOX 6. REMARKS

1. 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.

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, in 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)	SIGNATURE	DAY	MONTH	YEAR
MICHAEL KINDY				2002

CORRESPONDENCE

ENGLISH

FRENCH

KEEP A COPY FOR YOUR FILE