

ZTEST ELECTRONICS INC.
523 McNicoll Avenue
North York, Ontario
M2H 2C9

VIA SEDAR

Ontario Securities Commission
19th Floor, 20 Queen Street West
Toronto, Ontario M5H 3S8
Attention: Continuous Disclosure

British Columbia Securities Commission
12th Floor, Pacific Centre, 701 W. Georgia St.
Vancouver, B.C. V7Y 1L2
Attention: Continuous Disclosure

Alberta Securities Commission
#600, 250 – 5th Street SW
Calgary, Alberta, T2P 0R4
Attention: Continuous Disclosure

TSX Venture Exchange
3rd Floor, 130 King Street West
Toronto, Ontario M5X 1E5
Attention: Market Operations

Dear Sirs/Mesdames:

RE: Material Change Report

1. The name of the Reporting Issuer is **ZTEST Electronics Inc.** (“ZTEST” or the “**Corporation**”) whose principal office is at 523 McNicoll Avenue, North York, Ontario, Canada, M2H 2C9.
2. The material change occurred on March 11, 2013.
3. A Press Release was published at Toronto on March 11, 2013 on the Marketwire - TSX Venture Disclosure Wire.
4. ZTEST announced that Arn Schoch had joined the Board of Directors of the Corporation effective March 11, 2013. The Corporation also granted Mr. Schoch 200,000 stock options exercisable at \$0.15 per share for five (5) years.
5. Mr. Schoch is currently the Chairman and a Director of Strategic Oil & Gas Ltd., having been its founder, and serving as Strategic’s CEO from 2004 to 2012. Previously, Mr Schoch was the founder and CEO of Pan-Global Energy Ltd., a TSX listed company, which became Pearl Exploration and Production Ltd.

Mr. Schoch participated in the recently completed private placement of ZTEST and currently holds 13.36 % of the issued and outstanding capital of ZTEST.
6. This report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.
7. No information has been omitted because it is believed it should remain confidential.

8. For further information, please contact Mr. Ted Drzazga, Tel. #: (416) 297-5155 or Email: info@ztest.com.
9. The foregoing accurately discloses the material changes referred to herein.

DATED at Toronto, Ontario this 12th day of March, 2013.

ZTEST ELECTRONICS INC.

“William R. Johnstone”

Per: _____
WILLIAM R. JOHNSTONE
Corporate Secretary