

Form 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 Name and Address of Company

ESTec Systems Corp.
#209, 17510 - 102 Avenue
Edmonton, Alberta T5S 1K2

ITEM 2 Date of Material Change

May 6, 2011

ITEM 3 News Release

News Release dated May 9, 2011 was issued and disseminated on May 9, 2011 through the services of Canada Newswire and filed that same date on SEDAR.

ITEM 4 Summary of Material Change

ESTec Systems Corp. (the "Corporation") announced an acquisition of assets of Encore Electronics, Inc., a corporation in the State of New York.

ITEM 5 Full Description of Material Change

The Corporation announced that, through its wholly owned US subsidiary, Encore Electronics Inc., a Delaware corporation, effective April 29th, 2011 it has completed the acquisition of substantially all of the business assets (excluding real property assets) of Encore Electronics, Inc. ("Encore"), a New York corporation. The purchase price paid for these assets was USD\$1,500,000 which is subject to certain customary adjustments. The acquisition was entirely financed through a commercial loan facility by a Canadian chartered bank. Encore is an electronics design and manufacturing business located in Saratoga Springs, New York. Its product line includes signal conditioners, strain gage amplifiers, vibration monitoring equipment and computer controlled signal conditioning instrumentation. Encore is an OEM supplier to some of America's largest aerospace, power generation and technology based industrial multi-national conglomerates. The Corporation's products and services are used in a wide variety of engineering, industrial and technology applications including aircraft engine design, automotive and turbine testing, and research and development in aerospace electronics.

ITEM 6 Reliance on Subsection 7.1(2) of National Instrument 51-102

None

ITEM 7 Omitted Information

Not Applicable

ITEM 8 Executive Officer

Anthony Nelson
President
Telephone: (780) 483-7120

ITEM 9 Date of Report

May 11, 2011