

MATERIAL CHANGE REPORT

Section 75 of the *Securities Act* (Ontario)
Section 85 of the *Securities Act* (British Columbia)
Section 118 of the *Securities Act* (Alberta)
Section 84 of *The Securities Act, 1988* (Saskatchewan)
Section 73 of the *Securities Act* (Québec)
Section 81 of the *Securities Act* (Nova Scotia)
Section 76 of *The Securities Act, 1990* (Newfoundland)

ITEM 1: *REPORTING ISSUER*

Primetech Electronics Inc.
18107 Trans-Canada Highway West
Kirkland, Quebec H9J 3K1

ITEM 2: *DATE OF MATERIAL CHANGE*

August 1, 2001

ITEM 3: *PRESS RELEASE*

A press release was issued on August 1, 2001 by Primetech Electronics Inc. ("Primetech").

ITEM 4: *SUMMARY OF MATERIAL CHANGE*

On August 1, 2001 Primetech announced that, at a special meeting of its securityholders held on August 1, 2001, a plan of arrangement (the "Arrangement") involving Primetech and Celestica Inc. ("Celestica") was approved by Primetech securityholders. The arrangement became effective on August 3, 2001.

ITEM 5: *FULL DESCRIPTION OF MATERIAL CHANGE*

On August 1, 2001, Primetech announced that, at a special meeting of its securityholders held on August 1, 2001, the Arrangement was approved by Primetech securityholders. The final results, indicated that approximately 97% of the votes cast were in favour of the approval of the Arrangement. The Arrangement became effective on August 3, 2001, following the approval of the Arrangement by the Superior Court of Québec, District of Montréal on August 3, 2001.

Under the Arrangement, each outstanding Primetech common share was exchanged for 0.22 of a Celestica subordinate voting share.

*ITEM 6: RELIANCE ON SUBSECTION 75(3) OF THE
ONTARIO SECURITIES ACT OR EQUIVALENT PROVISIONS*

Not applicable.

ITEM 7: OMITTED INFORMATION

Not applicable.

ITEM 8: SENIOR OFFICER

For further information, please contact Todd Melendy, Secretary of Primetech at (416)
448-5800.

ITEM 9: STATEMENT OF SENIOR OFFICER

The foregoing accurately discloses the material change referred to herein.

DATED at Toronto, Ontario this 10th day of August, 2001

(signed) Todd Melendy
Todd Melendy
Secretary