

IROC SYSTEMS CORP. AND SAT-TEL CORPORATION TO AMALGAMATE

Red Deer, AB / May 31, 2002 / CNW / IROC Systems Corp. (TSXV: IRC) (“IROC”) and Sat-Tel Corporation (TSXV: SAJ) (“Sat-Tel”) today announced that IROC and Sat-Tel have entered into an agreement to proceed with an amalgamation of the companies. The amalgamation will be completed on the basis that each IROC shareholder will receive one (1) share in the resulting company from the amalgamation (“AMALCO”) for each one (1) IROC share they hold, and each Sat-Tel shareholder will receive one (1) share of AMALCO for each six (6) Sat-Tel shares they hold. The completion of the amalgamation is subject to a number of conditions including the completion and execution of a formal Amalgamation Agreement, approval of the amalgamation by the Board of Directors of each company, approval of the amalgamation by the shareholders of each company, receipt of all required regulatory approval including, but not limited to the approval of the TSX Venture Exchange, and each company obtaining a fairness opinion for the transaction acceptable to its directors. Subject to the satisfaction of the conditions precedent, the amalgamation is expected to close on or before September 30, 2002.

In conjunction with proceeding with the amalgamation, Sat-Tel has also agreed to immediately begin the construction of a Data Acquisition Centre at IROC’s head office facility in Red Deer, Alberta. When operational the Data Acquisition Centre will provide monitoring on a 24 hour – 7 day basis for IROC’s SMART Monitoring Systems.

Mr. Tom Alford, President and Chief Executive Officer of IROC commented, “the amalgamation between IROC and Sat-Tel provides a natural fit since Sat-Tel and IROC are development partners for the SMART System technologies and its related wireless monitoring systems. The amalgamated company will provide a full service package for clients who require the SMART Systems services.” Mr. Trevor Diamond, Chief Operating Officer of Sat-Tel commented, “We are very pleased with the potential benefits which will arise through an amalgamation with IROC. We believe the amalgamation will create a stronger position from which to introduce the next generation of SMART applications and will enhance Sat-Tel’s ability to continue to develop in the oil and gas arena.”

About IROC Systems Corp.:

IROC Systems Corp. is an Alberta based, fully integrated safety services company that has provided downwind air quality monitoring and related safety services to the energy sector since 1984. IROC has developed key technologies to address remote air quality monitoring, and has recently expanded operations to provide the fully safety services for drilling completion, production and plant shutdown/turnaround projects for its clients.

About Sat-Tel Corporation:

Sat-Tel Corporation specializes in the integration of wireless and satellite technologies to deliver connectivity solutions for specialized markets. Sat-Tel’s wireless technologies deliver custom solution and innovative products to meet industry specific applications. Sat-Tel offers high quality solutions for sharing internet access across multiple users, real time data reporting from remote field locations, and internet access in areas that have no land based alternative.

FOR FURTHER INFORMATION, PLEASE CONTACT:

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