



NTEGRATOR International Ltd.

(Incorporated in the Republic of Singapore)
(Company Registration Number 199904281D)

PROPOSED PLACEMENT EXERCISE RECEIPT OF APPROVAL-IN-PRINCIPLE

*Unless otherwise defined or the context otherwise requires, all capitalised terms shall bear the same meaning as ascribed to them in the Company's announcement dated 20 October 2021 in relation to the Proposed Placement Exercise ("**Proposed Placement Exercise Announcement**").*

1. Introduction

1.1 The Board of Directors (the "**Board**") of NTEGRATOR International Ltd. (the "**Company**" and together with its subsidiaries, the "**Group**") refers to the announcement dated 20 October 2021 in relation to the entry into two Placement Agreements with Ms Zheng and Industrial Electronics Pte Ltd in relation to, *inter alia*:

- (a) proposed allotment and issuance of an aggregate of 102,050,000 Subscription Shares to Ms Zheng at a subscription price of S\$0.0082 per Subscription Share;
 - (b) a proposed allotment and issuance of an aggregate of 70,350,000 Subscription Shares to IEPL at a subscription price of S\$0.0082 per Subscription Share;
- (collectively the "**Proposed Placement**");
- (c) a proposed issuance of 102,050,000 free Warrants to Ms Zheng, each Warrant shall grant the holder thereof the right to subscribe for one Exercised Share at an exercise price of S\$0.0082 for each Exercised Share; and
 - (d) a proposed issuance of 70,350,000 free Warrants to IEPL, each Warrant shall grant the holder thereof the right to subscribe for one Exercised Share at the Exercise Price for each Exercised Share,

(collectively the "**Proposed Warrants Placement**").

2. Approval-in-principle

2.1 The Board wishes to announce that it has on 5 November 2021 received an approval-in-principle from the Singapore Exchange Securities Trading Limited (the "**Exchange**") (the "**AIP**") for the listing and quotation the Placement Shares and Warrant Shares subject to the Company's compliance with the Exchange's listing requirements:

2.2 The Exchange's in-principle approval is not to be taken as an indication of the merits of the Proposed Placement, Proposed Warrants Placement, Placement Shares, Warrants, Warrants Shares, the Company and/or its subsidiaries.

2.3 In the event that the Company acquires any asset / business from Ms Zheng and IEPL and/or their related parties/associates, the Exchange reserves the right to aggregate the acquisitions and the Proposed Placement and Proposed Warrants Placement, and deem the subsequent asset injections as a very substantial acquisition or reverse takeover under Catalist Rule 1015.

3. Cautionary Statement

3.1 **Shareholders and potential investors of the Company should note that there is no certainty or assurance as at the date of this announcement that the Proposed Placement Exercise will be completed.**

3.2 **Shareholders and potential investors of the Company are advised to read this announcement and any further announcements made by the Company carefully. Shareholders and potential investors of the Company are advised to refrain from taking any action with respect to their securities in the Company which may be prejudicial to their interests, and to exercise caution when dealing in the securities of the Company. Shareholders and potential investors of the Company should consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.**

By Order of the Board
Ntegrator International Ltd.

Leung Kwok Kuen Jacob
Independent Non-Executive Chairman and Independent Non-Executive Director

8 November 2021

This announcement has been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

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