
APPROVAL FROM SGX REGCO FOR WAIVER TO COMPLY WITH RULE 707(1) OF THE CATALIST RULES AND EXTENSION OF TIME TO HOLD THE ANNUAL GENERAL MEETING OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019

1. INTRODUCTION

The Board of Directors ("**Board**") of Ntegrator International Ltd. (the "**Company**") wishes to announce that the Company had, through its sponsor, submitted an application on 1 April 2020 to the Singapore Exchange Regulation ("**SGX RegCo**") for a waiver to comply with Rule 707(1) of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist ("**Catalist Rules**") in relation to the Company's Annual General Meeting ("**AGM**") for the financial year ended 31 December 2019 ("**FY2019**"), and extension of time of up to 29 June 2020 to hold the AGM for FY2019 (the "**Waiver**").

2. APPROVAL OF APPLICATION FOR WAIVER

The Board wishes to inform that the SGX RegCo had, on 2 April 2020, informed the Company that it has no objection to the Waiver with regards to compliance with Rule 707(1) of the Catalist Rules, subject to:-

(a) the Board's confirmation that the Company has fulfilled the criteria as set out in the SGX RegCo announcement on 27 February 2020 entitled "SGX RegCo gives additional two months to issuers to hold AGMs due to concerns about large-group meetings amid COVID-19" (the "**SGX RegCo Announcement**"), being:

- (i) the Company's financial year-end is 31 December 2019; and
- (ii) the Company has obtained approval of a similar application for extension of time from the Accounting and Corporate Regulatory Authority ("**ACRA**") or other relevant regulatory authorities (where applicable),

(collectively, the "**Criteria**");

(b) the Board's confirmation that the Waiver will not be in contravention of any laws and regulations governing the Company and its constitution (or equivalent in the Company's country of incorporation);

(c) the issuance of the Company's annual report to shareholders and the SGX-ST by 15 April 2020; and

(d) the Company obtaining approval from ACRA for the extension of time to (i) hold its AGM for FY2019 by 29 June 2020, and (ii) file its annual return by 30 July 2020, under Sections 175(2) and 197(1B) of the Companies Act (Chapter 50),

(collectively, the "**Waiver Conditions**").

The Waiver will not be valid if any of the Waiver Conditions have not been fulfilled.

3. REASONS FOR APPLICATION FOR WAIVER

The Company has applied for the Waiver and sought the extension of time to convene its AGM for FY2019 due to the current COVID-19 situation and guidelines issued by the Ministry of Health Singapore (“MOH”) in relation to the implementation of tighter measures to minimise further spread of COVID-19, which include, among others, measures to limit gatherings outside of work and school to 10 persons or fewer at any one time (issued by MOH on 24 March 2020).

The Company is also unable to comply with criteria and conditions (*inter alia* live webcasting) as stated in the Joint Statement released by ACRA, Monetary Authority of Singapore and SGX RegCo on 31 March 2020.

The extension of time sought under the Waiver will allow the Company more time and flexibility to consider measures to be put in place for its AGM for FY2019 to allow shareholders of the Company who want to participate in and vote at the upcoming AGM of the Company but may be concerned about attending large-group meetings amid the COVID-19 situation.

4. CONFIRMATION FROM BOARD

The Board confirms that:

- (a) the Company has fulfilled the Criteria (i) (as set out in the SGX RegCo Announcement), whilst the Criteria (ii) will be fulfilled upon receipt of the approval from ACRA;
- (b) the Waiver will not be in contravention of any laws and regulations governing the Company and its Constitution;
- (c) the Company will issue the annual report for FY2019 to its shareholders and the SGX-ST by 15 April 2020; and
- (d) the Company had on 31 March 2020 submitted an application to ACRA for an extension of time to (i) hold its AGM for FY2019 by 29 June 2020 and (ii) file its annual return by 30 July 2020. The Company will make an announcement on the outcome of its application to ACRA in due course.

5. INDICATIVE TIMELINE TO CONVENE AGM FOR FY2019

The Company sets out the indicative timeline to convene the AGM for FY2019, as follows:-

Event	Indicative Date (on or before)
Issuance of the Company’s Annual Report for FY2019	15 April 2020
Date of Notice of AGM for FY2019	12 June 2020
Expected date of AGM for FY2019	29 June 2020

Shareholders should note that the above timetable is indicative only and may be subject to changes. Please refer to future announcement(s) by the Company via SGXNet for the exact dates of such events.

The Company will continue to monitor and if the Group's operations are materially affected by the COVID-19 situation, timely disclosure on the financial impact or any other material aspects should be made immediately via SGXNet as required under Listing Rule 703. Where there is a material variance between the audited results and the full year results that was previously announced, the Company will also make immediate announcement including explanations for the change between the audited and unaudited results for FY2019.

The SGX-ST reserves the right to amend and/or vary the above confirmation and such confirmation is subject to changes in the SGX-ST's policies.

BY ORDER OF THE BOARD

Kenneth Sw Chan Kit
Company Secretary

2 April 2020

*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("**Sponsor**"), Asian Corporate Advisors Pte. Ltd., in accordance with Rules 226(2)(b) and 753(2) of the Singapore Exchange Securities Trading Limited ("**Exchange**") Listing Manual Section B: Rules of Catalist for compliance with the relevant rules of the Exchange. The Company's Sponsor has not independently verified the contents of this announcement including the correctness of any of the figures used, statements or opinions made.*

This announcement has not been examined or approved by the Exchange and the Exchange assumes no responsibility for the contents of this announcement including the correctness of any of the statements or opinions made or reports contained in this announcement.

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