

NTEGRATOR INTERNATIONAL LTD.
(Company Registration No. 199904281D)
(Incorporated in the Republic of Singapore)

PROPOSED BONUS ISSUE (“BONUS ISSUE”) OF UP TO 112,908,703 WARRANTS (“WARRANTS”), EACH WARRANT CARRYING THE RIGHT TO SUBSCRIBE FOR ONE (1) NEW ORDINARY SHARE IN THE CAPITAL OF NTEGRATOR INTERNATIONAL LTD. (THE “COMPANY”), AT AN EXERCISE PRICE OF S\$0.02 FOR EACH NEW SHARE AND ON THE BASIS OF THREE (3) WARRANTS FOR EVERY TEN (10) EXISTING ORDINARY SHARES HELD BY SHAREHOLDERS OF THE COMPANY AS AT THE BOOKS CLOSURE DATE (AS DEFINED BELOW), FRACTIONAL ENTITLEMENTS TO BE DISREGARDED

RECEIPT OF IN-PRINCIPLE CONFIRMATION FROM THE ASIAN CORPORATE ADVISORS PTE. LTD. (THE “SPONSOR”)

Unless otherwise defined herein, all capitalised terms used in this announcement shall have the same meanings as defined in the announcement dated 13 August 2009.

Further to the announcement made by the Company on 13 August 2009, the board of directors (the “**Board**”) of the Company is pleased to announce that the Sponsor had on 28 August 2009 granted the in-principle confirmation for the listing and quotation of up to 112,908,703 Warrants and New Shares.

The in-principle confirmation from the Sponsor is subject to the following:

- i. compliance with continued listing requirements;
- ii. compliance with all relevant laws and regulatory requirements;
- iii. submission of confirmation from Company that it will
 - (a) make periodic announcements on the use of the proceeds arising from the exercise of the Warrants issued pursuant to the Bonus Issue, as and when the funds are materially disbursed; and
 - (b) provide status report on the use of the proceeds arising from the exercise of the Warrants in the Company’s annual report
- iv. submission of confirmation that on the completion of the Bonus Issue, there will be a sufficient spread of holdings of the Warrants;
- v. submission of confirmation from the Company that the Sponsor must be notified immediately if, before the commencement of dealing in any equity securities which are the subject of the application for listing and quotation of the Warrants and the New Shares, the Group becomes aware that (a) there has been a significant change affecting, *inter alia*, the Bonus Issue, the Company, the Group contained in the application or (b) a significant new matter has arisen, which would have been required to be included in the application if it had arisen before the application was submitted. For the purpose of this condition, “significant” means significant for the purpose of making an assessment of the activities, assets and liabilities, financial position, management and prospects of the Group, and of its profits and losses and of the rights attaching to the securities.

The in-principle confirmation of the Sponsor is not to be taken as an indication of the merits of the Company, its Subsidiaries, the Shares, the Bonus Issue, the Warrants or the New Shares.

The Bonus Issue, the listing of the Warrants and the New Shares on the SGX-Catalist is subject to the receipt of the listing and quotation notice from the SGX-ST and the submission of the requisite confirmation as required in Part II of Appendix 8B of the Listing Manual Section B: Rules of the Catalist as well as the fulfilment of such terms and conditions (if any) as may be required by the SGX-ST. In addition, no date will be fixed for the closing of books for the purposes of determining Shareholders' entitlements or allotments under the Bonus Issue, until the SGX-ST has issued a listing and quotation notice in respect of the Bonus Issue.

A submission will be made to the SGX-ST for the Bonus Issue, the listing of and quotation for the Warrants and the New Shares on SGX-Catalist. An appropriate announcement will be made by the Company on the receipt of the listing and quotation notice including the conditions that may be required to be fulfilled. In the event that the listing and quotation notice for the Bonus Issue is issued by the SGX-ST, it is not to be taken as an indication of the merits of the Bonus Issue, the Shares, the Warrants, the New Shares, the Company or the Group.

By Order of the Board

Jimmy Chang
Managing Director
Ntegrator International Ltd.

28 August 2009

*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., for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**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.

*The contact person for the Sponsor is Ms Foo Quee Yin
Telephone number: 6221 0271*