



NTEGRATOR INTERNATIONAL LTD.

(the "Company")

(Registration No.199904281D)

(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Company will be held at 4 Leng Kee Road #06-04 SIS Building Singapore 159088 on 15 October 2007 at 3.00 p.m., for the purpose of considering and if thought fit, passing with or without modifications, the following resolutions:-

Ordinary Resolutions:

Resolution 1 :

Approval of the Rights Issue

That:

(A) the renounceable non-underwritten rights issue ("**Rights Issue**") of up to 260,416,758 new Shares ("**Rights Shares**") be and is hereby approved and the Board of Directors be and is hereby authorised to provisionally allot and issue up to 260,416,758 Rights Shares at an issue price of S\$0.015 for each Rights Share on the basis of three (3) Rights Share for every one (1) existing ordinary share of the Company ("**Shares**") held by the shareholders of the Company ("**Shareholders**") as at a time and date to be determined by the Directors, at and on which the Register of Members and Share Transfer Books of the Company will be closed to determine, *inter alia*, the provisional allotments of Rights Shares of Entitled Shareholders (as defined in the circular to Shareholders dated 28 September 2007) under the Rights Issue ("**Books Closure Date**") on the terms and conditions set out below and/or otherwise on such terms and conditions as the Directors may determine in their absolute discretion:

- (i) the provisional allotments of the Rights Shares under the Rights Issue shall be made on a renounceable basis to Shareholders whose names appear in the Register of Members of the Company or the records of The Central Depository (Pte) Limited ("**CDP**") as at the Books Closure Date with registered addresses in Singapore or who have, at least five (5) market days prior to the Books Closure Date, provided to CDP or the Company, as the case may be, addresses in Singapore for the service of notices and documents;
 - (ii) no provisional allotment of the Rights Shares shall be made in favour of Shareholders with registered addresses outside Singapore as at the Books Closure Date or who have not, at least five (5) market days prior thereto, provided to CDP or the Company, as the case may be, addresses in Singapore for the service of notices and documents (the "**Foreign Shareholders**");
 - (iii) the entitlements to the Rights Shares which would otherwise accrue to Foreign Shareholders may if it is practicable to do so, and at the discretion of the Directors, be disposed of in such manner and on such terms and conditions as the Directors shall deem fit for the purpose of renouncing the rights entitlements relating thereto to purchasers thereof and to pool and thereafter distribute the net proceeds thereof, if any (after deducting all expenses), proportionately among such Foreign Shareholders in accordance with their respective shareholdings as at the Books Closure Date provided that if the amount to be distributed to any single Foreign Shareholder is less than S\$10.00, such amount shall instead be dealt with as the Directors may, in their absolute discretion, deem fit in the interests of the Company;
 - (iv) the entitlements to the Rights Shares not taken up or allotted for any reason (other than allotments to Foreign Shareholders referred to above) shall be allotted in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company; and
 - (v) the Rights Shares when issued and fully paid up will rank *pari passu* in all respects with the then existing Shares save for any dividend, rights, allotments or other distribution, the record date for which falls before the date of issue of the Rights Shares; and
- (B) the Directors be and are hereby authorised to complete and do all acts and things (including executing all such documents as may be required in connection with the Rights Issue) and exercise such discretion as the Directors may in their absolute discretion deem fit, advisable or necessary to give full effect to this Ordinary Resolution and the Rights Issue.

Resolution 2 :

The Proposed Change of Auditors

That the resignation of Messrs Ernst & Young as Auditors of the Company be and is hereby accepted and that Messrs Nexia TS Public Accounting Corporation be and is hereby appointed Auditors of the Company in place of Messrs Ernst & Young, to hold office until the conclusion of the next Annual General Meeting, at a fee to be agreed between the Directors and Messrs Nexia TS Public Accounting Corporation.

By Order of the Board

Kenneth Sw Chan Kit

Company Secretary

28 September 2007

Notes:

- (1) Terms and expressions not defined herein shall have the same meanings ascribed to them in the Circular.
- (2) Every Shareholder entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint one or two proxies to attend and vote on his behalf. A proxy need not be a shareholder of the Company.
- (3) The instrument appointing a proxy must be signed by the appointor or his attorney duly authorised in writing or, if the appointer is a body corporate, signed by an attorney duly authorised, or by an officer on behalf of the corporation, or the common seal must be affixed thereto.
- (4) The instrument appointing a proxy must be deposited at the registered office of the Company at 4 Leng Kee Road #06-04 SIS Building Singapore 159088 at least 48 hours before the time fixed for the Extraordinary General Meeting or any postponement or adjournment thereof.