

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 89943 / September 21, 2020

ADMINISTRATIVE PROCEEDING
File No. 3-20037

In the Matter of

RESPONDENT'S ANSWER

Integral Technologies, Inc.,

Respondent

Respondent, Integral Technologies, Inc., answer the allegations in the Commissions Oder as follows:

1. The Company admits that it has been delinquent in meeting its filing obligations under the Securities Exchange Act of 1934.
2. The Company's delinquencies arose solely because it lacked the funds to pay an accounting consultant and lawyers to assist it and auditors to audit its financial statements as required by law.
3. The Company reached out to prior investors in about August 2020 seeking to obtain interim bridge capital and in September it reached an oral agreement with investors.
4. As a result, the Company received an engagement letter from this law firm to represent it in connection with its delinquent filings which it executed and returned prior to learning of the institution of this proceeding.

5. Permitting the Company to cure the delinquencies will be in the public interest and the protection of investors.
6. Increasing public information is always in the public interest particularly when it is in compliance with applicable laws and rules. Alternatively revoking the registration will simply have the effect of causing the Company to file a Form 10 and re-register, which is an unfair waste of investors' funds.
7. If the Company is given the opportunity to cure its delinquencies, existing small investors will have appropriate disclosure and be able to decide whether to hold or sell their common stock, or even buy more shares.
8. Accordingly, the Company respectfully requests that no action be taken for 120 days after the staff of the Commission communicates with the undersigned and agrees to an informal stay.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that the foregoing document was mailed to the Division of Enforcement at the Securities and Exchange Commission 100 F Street, NE, Washington, DC 20549, dated this 25th day of September, 2020.

Respectfully submitted,

NASON, YEAGER, GERSON, HARRIS & FUMERO, P.A.
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By: 
MICHAEL D. HARRIS

Althea Armstrong

From: Michael Harris
Sent: Thursday, September 24, 2020 9:35 AM
To: DelinquentFilings@sec.gov
Cc: Brian Bernstein
Subject: Integral Technologies, Inc.

We are counsel to Integral Technologies, Inc., which is the subject of a Section 12(j) proceeding instituted on September 21, 2020. Ironically our engagement letter was executed by the company that day prior to knowledge of the proceeding. We were retained to assist the company in curing the delinquency in filings its required reports under Section 13 of the Securities Exchange Act of 1934. Upon learning of the 12(j) proceeding I called the main number of the Division of Enforcement and left a voice mail. I again left a voice mail this morning. I would appreciate a call to see if we can resolve this matter and permit the company to cure the delinquency and thereby protect investors.

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