

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-QSB

(Mark One)

☒ QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934

For the quarterly period ended March 31, 2000

☐ TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE EXCHANGE ACT

For the transition period from _____ to _____

Commission file number: 0-28353

INTEGRAL TECHNOLOGIES, INC.

(Exact name of small business issuer as specified in its charter)

NEVADA

98-0163519

(State or other jurisdiction of
incorporation or organization)

(IRS Employer
Identification No.)

#3 - 1070 WEST PENDER STREET, VANCOUVER, BRITISH COLUMBIA, CANADA V6E 2N7

(Address of principal executive offices)

(604) 685-9933

(issuer's telephone number)

(Former name, former address and former fiscal year,
if changed since last report)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or such shorter period that the issuer was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☐ No ☒
[the issuer did not become subject to such filing requirements until January 31, 2000].

APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY
PROCEEDINGS DURING THE PRECEDING FIVE YEARS

Check whether the issuer filed all documents and reports required to be filed by Section 12, 13 or 15(d) of the Exchange Act after the distribution of securities under a plan confirmed by a court. Yes ☐ No ☐

APPLICABLE ONLY TO CORPORATE ISSUERS

State the number of shares outstanding of each of the issuer's classes of common equity, as of the latest practicable date: AS OF MAY 8, 2000, THE ISSUER HAD 25,897,062 SHARES OF COMMON STOCK OUTSTANDING.

Transitional Small Business Disclosure Format (Check one): Yes ☐ No ☒

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PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS.	
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INTEGRAL TECHNOLOGIES AND SUBSIDIARIES FINANCIAL STATEMENTS MARCH 31, 2000 AND 1999 (UNAUDITED)

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REPORT OF INDEPENDENT ACCOUNTANTS

TO THE DIRECTORS AND SHAREHOLDERS OF
INTEGRAL TECHNOLOGIES, INC.
(A DEVELOPMENT STAGE COMPANY)

We have reviewed the accompanying consolidated balance sheet and statements of operations and deficit, cash flows and stockholders' equity of Integral Technologies Inc., as of March 31, 2000, and for the three-month and nine-month periods then ended. These financial statements are the responsibility of the Company's management.

We conducted our review in accordance with standards established by the American Institute of Certified Public Accountants. A review of interim financial information consists principally of applying analytical procedures to financial data and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to the accompanying statements for them to be in conformity with generally accepted accounting principles.

"Pannell Kerr Forster"

Chartered Accountants

Vancouver, Canada
May 10, 2000

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INTEGRAL TECHNOLOGIES, INC.
(A DEVELOPMENT STAGE COMPANY)
CONSOLIDATED OPERATIONS AND DEFICIT
(UNAUDITED)

(U.S. DOLLARS)

<TABLE>
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	MARCH 31, 2000	JUNE 30, 1999
<S>	<C>	<C>
ASSETS		
CURRENT		
Cash	\$ 3,604,660	\$ 647
Accounts receivable	63,391	0
Deposits-suppliers	107,820	0
TOTAL CURRENT ASSETS	3,775,871	647
FIXED, at cost	81,073	81,075
Less: accumulated depreciation	(45,430)	(38,837)
TOTAL FIXED ASSETS	35,643	42,238
OTHER		
License agreements and intangibles	1,622,928	1,622,928
TOTAL ASSETS	\$ 5,434,442	\$ 1,665,813
LIABILITIES		
CURRENT		
Accounts payable and accruals	\$ 321,553	\$ 544,511
Due to West Virginia University	397,296	397,296
Due to minority interest	66,018	79,412
Customer deposits	63,263	0
TOTAL CURRENT LIABILITIES	848,130	1,021,219
LONG-TERM DEBT	0	376,170
TOTAL LIABILITIES	848,130	1,397,389
STOCKHOLDERS' EQUITY		
PREFERRED STOCK, \$0.001 Par Value, 20,000,000 shares authorized		
664,410 Class A (1998-none) issued and outstanding	664,410	0
LIABILITY TO ISSUE COMMON STOCK	3,991,000	0
COMMON STOCK AND PAID IN CAPITAL IN EXCESS OF \$0.01 PAR VALUE		
50,000,000 Shares authorized		
22,879,062 (1999 - 20,625,396) issued and outstanding	4,250,575	4,016,267
PROMISSORY NOTES RECEIVABLE	(34,068)	(284,068)
OTHER COMPREHENSIVE INCOME	46,293	44,679
DEFICIT ACCUMULATED DURING THE DEVELOPMENT STAGE	(4,331,898)	(3,508,454)
TOTAL STOCKHOLDERS' EQUITY	4,586,312	268,424
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 5,434,442	\$ 1,665,813

</TABLE>

See notes to consolidated financial statements.

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INTEGRAL TECHNOLOGIES, INC.
(A DEVELOPMENT STAGE COMPANY)
CONSOLIDATED OPERATIONS AND DEFICIT
(UNAUDITED)
(U.S. DOLLARS)

<TABLE>
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	THREE MONTHS ENDED MARCH 31, 2000	THREE MONTHS ENDED MARCH 31, 1999	NINE MONTHS ENDED MARCH 31, 2000	NINE MONTHS ENDED MARCH 31, 1999	PERIOD FROM FEB. 16, 1996 (INCEPTION) THROUGH MARCH 31, 2000
		(note 6)		(note 6)	
<S>	<C>	<C>	<C>	<C>	<C>
EXPENSES					
Interest on beneficial conversion feature	\$ 0	\$ 78,500	\$ 0	\$ 169,000	\$ 566,456
Write-down of license and operating assets	0	0	0	0	424,652
Research and development	5,427	6,000	66,976	7,707	975,089
Travel and entertainment	23,553	23,336	44,290	26,849	311,680

Consulting	119,308	86,209	215,258	144,059	828,253
Salaries and benefits	126,704	52,500	246,705	157,500	761,064
Legal and accounting	92,484	42,833	102,984	74,301	350,885
Bank charges and interest, net	(42,563)	14,912	57,216	(8,789)	193,559
Insurance					
Advertising	11,269	0	13,219	0	97,350
Telephone	12,623	6,426	23,365	19,385	127,294
General and administrative	24,109	6,781	36,119	13,005	177,459
Rent	12,835	4,014	24,706	12,573	94,060
Minority interest's share of subsidiary's losses	(1,085)	0	(13,394)	0	(13,394)
Depreciation and amortization	2,000	2,000	6,000	6,000	40,334
	386,664	323,511	823,444	621,590	4,934,741
Extraordinary item-cancellation of debt	0	0	0	0	(602,843)
NET LOSS FOR PERIOD	386,664	323,511	823,444	621,590	4,331,898
DEFICIT, BEGINNING OF PERIOD	3,945,234	2,402,512	3,508,454	2,104,433	
DEFICIT, END OF PERIOD	\$ 4,331,898	\$ 2,726,023	\$ 4,331,898	\$ 2,726,023	\$ 4,331,898
NET LOSS PER COMMON SHARE	\$ 0.02	\$ 0.02	\$ 0.04	\$ 0.04	
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING	22,717,479	17,313,627	22,417,870	15,397,865	

</TABLE>

See notes to consolidated financial statements.

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INTEGRAL TECHNOLOGIES, INC.
(A DEVELOPMENT STAGE COMPANY)
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
(UNAUDITED)
(U.S. DOLLARS)

<TABLE>
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	SERIES A CONVERTIBLE PREFERRED STOCK		COMMON STOCK	
	NUMBER OF SHARES	AMOUNT	NUMBER OF SHARES	AMOUNT
<S>	<C>	<C>	<C>	<C>
Balance, June 30, 1998			12,575,396	\$ 1,786,630
Common share issued for				
Cash			200,000	50,000
Exercise of stock options			445,000	80,500
Promissory note			1,683,789	252,568
Settlement of lawsuit			150,000	15,000
Services (directors)			666,666	100,000
Share issue costs				(100,500)
Services			250,000	50,000
Conversion of convertible debentures			3,869,120	525,813
Acquisition of subsidiary			1,800,000	619,200
Stock option compensation benefit				70,600
Interest on beneficial conversion				566,456
Held in escrow			447,091	
Promissory note issued during the year				
Foreign currency translation				
Net loss for year				
Balance June 30, 1999	0	0	22,087,062	4,016,267
Repayment of promissory note				
Common shares issued for				
Exercise of stock options for settlement of debt	281,182	281,182	792,500	158,750
for settlement of debt	383,228	383,228		
Subscriptions received				
Released from escrow				75,558
Foreign currency translation				
Net loss for period				

Balance, March 31, 2000	664,410	\$ 664,410	22,879,562	\$ 4,250,575
	=====	=====	=====	=====

<CAPTION>

	SUBSCRIPTIONS RECEIVED	PROMISSORY NOTE	OTHER COMPREHENSIVE INCOME	TOTAL ACCUMULATED DEFICIT	SHAREHOLDERS' EQUITY
<S>	<C>	<C>	<C>	<C>	<C>
Balance, June 30, 1998	\$ 0	0	\$ 36,235	\$ (2,104,433)	\$ (281,568)
Common share issued for					
Cash					50,000
Exercise of stock options					80,500
Promissory note					252,568
Settlement of lawsuit					15,000
Services (directors)					100,000
Share issue costs					(100,500)
Services					50,000
Conversion of convertible debentures					525,813
Acquisition of subsidiary					619,200
Stock option compensation benefit					70,600
Interest on beneficial conversion					566,456
Held in escrow					0
Promissory note issued during the year		(284,068)			(284,068)
Foreign currency translation			8,444		8,444
Net loss for year				(1,404,021)	(1,404,021)
Balance June 30, 1999	0	(284,068)	44,679	(3,508,454)	268,424
Repayment of promissory note		250,000			250,000
Common shares issued for					0
Exercise of stock options for settlement of debt for settlement of debt					158,750 281,182 383,228
Subscriptions received	3,991,000				3,991,000
Released from escrow					75,558
Foreign currency translation			1,614		1,614
Net loss for period				(823,444)	(823,444)
Balance, March 31, 2000	\$ 3,991,000	\$ (34,068)	\$ 46,293	\$ (4,331,898)	\$ 4,586,312

</TABLE>

See notes to consolidated financial statements.

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INTEGRAL TECHNOLOGIES, INC.
(A DEVELOPMENT STAGE COMPANY)
CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)
(U.S. DOLLARS)

<TABLE>

<CAPTION>

	NINE MONTHS ENDED MARCH 31		PERIOD FROM FEBRUARY 12, 1996 (INCEPTION) THROUGH MARCH 31, 2000
	2000	1999	
<S>	<C>	<C>	<C>
OPERATING ACTIVITIES		(note 6)	
Net loss	\$ (823,444)	\$ (621,590)	\$ (4,331,898)
Adjustments to reconcile net loss to net cash used in operating activities			
Minority interests' share of subsidiary's loss	(13,394)	0	(13,394)
Extraordinary item	0	0	(602,843)
Consulting services and financing fees	0	0	248,036
Depreciation and amortization	6,593	6,000	45,430
Stock option compensation benefit	0	0	70,600
Interest on beneficial conversion	0	169,000	566,456
Settlement of lawsuit	0	0	15,000
Write-down of license and operating assets	0	0	424,654

Changes in non-cash working capital			
Due from affiliated company	0	(31,300)	(116,000)
Promissory notes receivable	250,000	0	(34,068)
Receivables and deposits	(171,211)	0	(173,823)
Accounts payable and accruals	223,535	0	768,049
Due to West Virginia University Research Corporation	0	0	397,296
NET CASH USED BY OPERATING ACTIVITIES	(527,921)	(477,890)	(2,736,505)
INVESTING ACTIVITIES			
Purchase of property, equipment and intangibles assets	0	(33,908)	(111,539)
Assets acquired and liabilities assumed on purchase of subsidiary	0	(129,474)	(129,474)
Investment in and advances to affiliated companies	0	0	(750,000)
License agreements	0	0	(124,835)
NET CASH USED BY INVESTING ACTIVITIES	0	(163,382)	(1,115,848)
FINANCING ACTIVITIES			
Advances from stockholders	0	79,412	1,078,284
Repayments to stockholders	0	(94,046)	(94,046)
Liability to issue common stock	3,991,000	84,000	3,991,000
Proceeds from issuance of common stock	234,308	180,176	2,157,890
Proceeds from convertible debentures	0	600,000	600,000
Repayment of long term debt	(94,988)	0	(94,988)
Share issue costs	0	(100,500)	(227,420)
NET CASH PROVIDED BY FINANCING ACTIVITIES	4,130,320	749,042	7,410,720
EFFECT OF FOREIGN CURRENCY TRANSLATION ON CASH	1,614	8,000	46,293
INCREASE (DECREASE) IN CASH	3,604,013	279,152	3,604,660
CASH, BEGINNING OF PERIOD	647	480	0
CASH, END OF PERIOD	\$ 3,604,660	\$ 279,632	\$ 3,604,660

</TABLE>

See notes to consolidated financial statements.

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INTEGRAL TECHNOLOGIES, INC.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
NINE MONTHS ENDED MARCH 31, 2000
(UNAUDITED)
(U.S. DOLLARS)

1. BASIS OF PRESENTATION

These unaudited consolidated financial statements have been prepared in accordance with generally accepted accounting principles in the United States for interim financial information. These financial statements are condensed and do not include all disclosures required for annual financial statements. The organization and business of the Company, accounting policies followed by the Company and other information are contained in the notes to the Company's audited consolidated financial statements filed as part of the Company's June 30, 1999 Form 10-KSB.

In the opinion of the Company's management, these financial statements reflect all adjustments necessary to present fairly the Company's consolidated financial position at March 31, 2000 and June 30, 1999 and the consolidated results of operations and the consolidated statements of cash flows for the nine months ended March 31, 2000 and 1999. The results of operations for the three months ended March 31, 2000 are not necessarily indicative of the results to be expected for the entire fiscal year.

2. PRIVATE PLACEMENT

During the quarter ended March 31, 2000, the Company completed a private placement whereby 2,650,000 common shares of the Company will be issued at a price of \$1.50 per common share and 1,325,000 common share purchase warrants for \$0.001 per warrant exercisable into common shares at a price of \$1.80 for a period of two years. The warrants may be redeemed by the Company at \$.01 per warrant if the market value of the common stock of the Company trades above \$10.00 for 10 consecutive days.

As at March 31, 2000, \$3,975,000 has been received in connection with the above private placement and subsequent to March 31, 2000, the 2,650,000 common shares were issued.

3. PREFERRED SHARES

During the nine month period ended March 31, 2000, the Company designated 1,000,000 of its authorized 20,000,000 preferred shares as Series A Convertible Preferred Stock with a par value of \$0.001 each. Cumulative dividends are accrued at the rate of 5% annually, payable at the option of the Company. The shares may be converted to restricted common shares at the average trading price ten days prior to conversion, and entitled to votes equal to the number of common shares into which each series of preferred stock may be converted. Each Series A Convertible Preferred Stock may be redeemed by the Company for \$1.50 each within one year after the date of issue, or \$2.00, \$2.50, \$3.00 and \$3.50 in each of the subsequent four years after date of issue.

The Company settled \$383,229 of accounts payable and \$281,182 of long-term debt, both amounts due to two officers and directors of the Company, by issuing \$664,410 Series A Convertible Preferred Stock.

INTEGRAL TECHNOLOGIES, INC.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
NINE MONTHS ENDED MARCH 31, 2000
(UNAUDITED)
(U.S. DOLLARS)

4. SUBSEQUENT EVENT

Subsequent to March 31, 2000, 80,000 shares were issued on exercise of stock options during the quarter for total proceeds to the Company of \$16,000. Subsequent to March 31, 2000, 287,500 options were exercised and shares issued in consideration of services rendered in the amount of \$65,000.

5. COMPARATIVE FIGURES

Operating results for the three and nine month periods ended March 31, 1999 were not audited or reviewed.

Item 2. Plan of Operation

As a development stage company, the Company has had no revenues from operations from inception (February 12, 1996) through March 31, 2000, and has incurred a net loss of approximately \$4.3 million for that period. To date, the Company has relied on loans from management and management's ability to raise capital through debt and equity private placement financings to fund its operations.

In December 1999, NextAntennas.com, Inc. ("NEXT"), a subsidiary of the Company, received its first commercial, revenue-generating order for its GPS/LEOS antenna from ARINC, Inc., an operator of communication and processing systems for the aviation and transportation industry. The Company filled over half of this order in April 2000 and expects to fill the balance of the order by the end of the current fiscal year, which ends June 30, 2000. Although no assurances can be given, management anticipates receiving orders for an additional \$500,000 of antennas from ARINC, Inc. during calendar 2000, as well as orders from additional customers, based on the level of interest indicated to date.

During the quarter ended March 31, 2000, the Company completed a private placement of common stock and common stock purchase warrants which resulted in aggregate cash proceeds to the Company of nearly \$4 million. The terms of the private placement are summarized below in Part II, Item 2.

As a result of the developments with NEXT and the commercial interest in its antenna products, specifically the first commercial order that will result in revenue, the Company presently intends to focus substantially all of its resources on the commercialization and sales of the NEXT antenna products. As a result, the Company will devote only a limited amount of its resources on the research, development and commercialization of its other technologies during the next twelve months.

While management believes that each of the NEXT antenna products is ready to be commercialized, ongoing research and development will be necessary over the next twelve months and will be focused on adapting and "fine-tuning" the antenna products for different applications and uses. The Company anticipates spending approximately \$500,000 over the next twelve months on this ongoing research and development. Also, the Company has filed three provisional patent applications with the U.S. patent office for various NEXT antenna products, and anticipates filing additional provisional patent applications as warranted over the next twelve months.

The Company is not in the manufacturing business and does not expect to make any capital purchases of a manufacturing plant or significant equipment in the

next twelve months. The Company will be relying on contract manufacturers to produce the antenna products.

During the next twelve months, the Company does not expect any significant changes in the number of employees, but may add one or two qualified sales people, if the Company is in a financial position to do so.

The most significant current liabilities relate to salaries and consulting fees. In the event that the Company is not able to pay these current liabilities as they become due, the Company will be unable to retain key personnel who are responsible for research, development and marketing. These functions are critical to the operations of the Company.

Various factors affecting the Company and its subsidiaries raise doubt as to their ability to continue as a going concern. There can be no assurance that the Company will be able to continue as a going concern, or achieve material revenues and profitable operations. The Company may require additional financing, and no assurances can be given that financing will be available to the Company in the amounts required, or that, if available, will be on terms satisfactory to the Company.

The Company is not aware of any circumstances or trends which would have a negative impact upon future sales or earnings. There have been no material fluctuations in the standard seasonal variations of the Company's business. The accompanying financial statements include all adjustments which in the opinion of management are necessary in order to make the financial statements not misleading.

PART II - OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS - None.

ITEM 2. CHANGES IN SECURITIES

A. In December 1999, the Company issued a total of 50,000 shares of its common stock upon exercise of an option by a participant in the Company's employee benefit and consulting services plan, and the exercise price of \$.15 per share was paid in cash (an aggregate of \$7,500). In February 2000, the Company issued a total of 200,000 shares of its common stock upon exercise of an option by a participant in the Company's employee benefit and consulting services plan, and the exercise price of \$.20 per share was paid in cash (an aggregate of \$40,000). In March 2000, the Company issued a total of 87,500 shares of its common stock upon exercise of an option by a participant in the Company's employee benefit and consulting services plan, and the exercise price of \$.15 per share was paid in exchange for services received (an aggregate value of \$13,125).

These transactions did not involve any public offering, the securities were issued under a plan structured in compliance with Rule 701 of the Securities Act of 1933, as amended, no sales commissions were paid, and a restrictive legend was placed on each certificate evidencing the shares. The Company believes that these transactions were exempt from registration pursuant to Rule 701 of the Securities Act.

B. During the quarter ended March 31, 2000, the Company offered and sold shares of common stock and common stock purchase warrants to ten accredited investors, for aggregate proceeds of \$3,976,300. The investors were issued an aggregate of 2,650,000 shares of common stock (at a purchase price of \$1.50 per share), and warrants entitling the investors to purchase an aggregate of 1,325,000 shares of common stock for a period of two years at an exercise price of \$1.80 per share (the aggregate purchase price of the warrants was \$1,325). The shares and warrants were issued in April 2000.

In connection with the offering, the Company is obligated to register for resale the 2,650,000 shares plus the 1,325,000 shares issuable upon exercise of warrants held by these investors.

This transaction did not involve any public offering, no sales commissions were paid, and a restrictive legend was placed on each certificate evidencing the shares and on the warrant. All investors are accredited investors, and the Company believes that this private placement is exempt from registration pursuant to Sections 4(2), 4(6) and/or Rule 506 of the Securities Act of 1933.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES - None.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS - None.

ITEM 5. OTHER INFORMATION - None.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits: Exhibit Number and Brief Description

2.1 Agreement and Plan of Reorganization between the Registrant and Integral Vision Systems, Inc. dated March 11, 1997. (Incorporated by reference to Exhibit 2.1 of the Registrant's registration statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)

2.2 Agreement and Plan of Reorganization between the Registrant and

Emergent Technologies Corporation dated December 10, 1997.
(Incorporated by reference to Exhibit 2.2 of the Registrant's
registration statement on Form 10-SB (file no. 0-28353) filed
December 2, 1999.)

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- 3.1 Articles of Incorporation, as amended and currently in effect.
(Incorporated by reference to Exhibit 3.1 of the Registrant's
registration statement on Form 10-SB (file no. 0-28353) filed
December 2, 1999.)
- 3.2 Bylaws, as amended and restated on December 31, 1997. (Incorporated
by reference to Exhibit 3.2 of the Registrant's registration
statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)
- 10.1 Sublicense Agreement between the Registrant's subsidiary, Emergent
Technologies Corporation, and Integral Concepts, Inc., dated
January 2, 1996, relating to the Toroidal Helical Antenna.
(Incorporated by reference to Exhibit 10.1 of the Registrant's
registration statement on Form 10-SB (file no. 0-28353) filed
December 2, 1999.)
- 10.2 Agreement between the Registrant and West Virginia University
Research Corporation on Behalf of West Virginia University dated
February 9, 1996, relating to RF Quarter-Wave Coaxial Cavity
Resonator. (Incorporated by reference to Exhibit 10.2 of the
Registrant's registration statement on Form 10-SB (file no.
0-28353) filed December 2, 1999.)
- 10.3 Agreement between the Registrant and West Virginia University
Research Corporation on Behalf of West Virginia University dated
February 9, 1996, relating to Counterfeit Currency Determination
Prototype. (Incorporated by reference to Exhibit 10.3 of the
Registrant's registration statement on Form 10-SB (file no.
0-28353) filed December 2, 1999.)
- 10.4 Sublicense Agreement between Integral Concepts, Inc. and the
Registrant dated February 15, 1996, relating to the design,
construction and operation of a Plasma Ignition System.
(Incorporated by reference to Exhibit 10.4 of the Registrant's
registration statement on Form 10-SB (file no. 0-28353) filed
December 2, 1999.)
- 10.5 Employment Agreement between the Registrant and William S. Robinson
dated October 1, 1997 and Addendum dated March 15, 1999.
(Incorporated by reference to Exhibit 10.5 of the Registrant's
registration statement on Form 10-SB (file no. 0-28353) filed
December 2, 1999.)
- 10.6 Employment Agreement between the Registrant and William A. Ince
dated October 1, 1997 and Addendum dated March 15, 1999.
(Incorporated by reference to Exhibit 10.6 of the Registrant's
registration statement on Form 10-SB (file no. 0-28353) filed
December 2, 1999.)
- 10.7 Employee Benefit And Consulting Services Compensation Plan, as
restated January 10, 1999. (Incorporated by reference to Exhibit
10.7 of the Registrant's registration statement on Form 10-SB (file
no. 0-28353) filed December 2, 1999.)
- 10.8 Sublicense Agreement between the Registrant's subsidiary, Integral
Vision Systems, Inc., and Integral Concepts, Inc., dated February
15, 1994, relating to vision system technologies. (Incorporated by
reference to Exhibit 10.8 of the Registrant's registration
statement on Form 10-SB/A-1 (file no. 0-28353) filed February 8,
2000).
- 27 Financial Data Schedule. (Filed herewith).

(b) Reports on Form 8-K - None.

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SIGNATURES

In accordance with the requirements of the Exchange Act, the Company
caused this report to be signed on its behalf by the undersigned, thereunto duly
authorized.

INTEGRAL TECHNOLOGIES, INC.

By: /s/ William S. Robinson

William S. Robinson, Chairman, Chief
Executive Officer, Treasurer and Director

By: /s/ William A. Ince

Date: May 12, 2000

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EXHIBIT INDEX

<TABLE>
<CAPTION>

EXHIBIT NUMBER -----	DESCRIPTION -----
<S>	<C>
2.1	Agreement and Plan of Reorganization between the Registrant and Integral Vision Systems, Inc. dated March 11, 1997. (Incorporated by reference to Exhibit 2.1 of the Registrant's registration statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)
2.2	Agreement and Plan of Reorganization between the Registrant and Emergent Technologies Corporation dated December 10, 1997. (Incorporated by reference to Exhibit 2.2 of the Registrant's registration statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)
3.1	Articles of Incorporation, as amended and currently in effect. (Incorporated by reference to Exhibit 3.1 of the Registrant's registration statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)
3.2	Bylaws, as amended and restated on December 31, 1997. (Incorporated by reference to Exhibit 3.2 of the Registrant's registration statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)
10.1	Sublicense Agreement between the Registrant's subsidiary, Emergent Technologies Corporation, and Integral Concepts, Inc., dated January 2, 1996, relating to the Toroidal Helical Antenna. (Incorporated by reference to Exhibit 10.1 of the Registrant's registration statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)
10.2	Agreement between the Registrant and West Virginia University Research Corporation on Behalf of West Virginia University dated February 9, 1996, relating to RF Quarter-Wave Coaxial Cavity Resonator. (Incorporated by reference to Exhibit 10.2 of the Registrant's registration statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)
10.3	Agreement between the Registrant and West Virginia University Research Corporation on Behalf of West Virginia University dated February 9, 1996, relating to Counterfeit Currency Determination Prototype. (Incorporated by reference to Exhibit 10.3 of the Registrant's registration statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)
10.4	Sublicense Agreement between Integral Concepts, Inc. and the Registrant dated February 15, 1996, relating to the design, construction and operation of a Plasma Ignition System. (Incorporated by reference to Exhibit 10.4 of the Registrant's registration statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)
10.5	Employment Agreement between the Registrant and William S. Robinson dated October 1, 1997 and Addendum dated March 15, 1999. (Incorporated by reference to Exhibit 10.5 of the Registrant's registration statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)
10.6	Employment Agreement between the Registrant and William A. Ince dated October 1, 1997 and Addendum dated March 15, 1999. (Incorporated by reference to Exhibit 10.6 of the Registrant's registration statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)

</TABLE>

<TABLE>

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10.7	Employee Benefit And Consulting Services Compensation Plan, as restated January 10, 1999. (Incorporated by reference to Exhibit 10.7 of the Registrant's registration statement on Form 10-SB (file no. 0-28353) filed December 2, 1999.)
10.8	Sublicense Agreement between the Registrant's subsidiary, Integral Vision Systems, Inc., and Integral Concepts, Inc., dated February 15, 1994, relating to vision system technologies. (Incorporated by reference to Exhibit 10.8 of the Registrant's registration statement on Form 10-SB/A-1 (file no. 0-28353) filed February 8, 2000).

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<ARTICLE> 5

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THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM A FORM 10-QSB FOR THE PERIOD ENDED MARCH 31, 2000 AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FORM 10-QSB.

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