

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED March 31, 2009.

OR

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

FOR THE TRANSITION FROM _____ TO _____.

COMMISSION FILE NUMBER 0-28353

INTEGRAL TECHNOLOGIES, INC.

(Exact Name of Registrant as Specified in its Charter)

Nevada

(State or other jurisdiction of incorporation or organization)

98-0163519

(I.R.S. Employer Identification No.)

805 W. Orchard Drive, Suite 7, Bellingham, Washington 98225

(Address of principal executive offices) (Zip Code)

Issuer's telephone number: (360) 752-1982

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

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

Indicate by check mark whether the registrant 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 15, 2009, there were 50,305,769 outstanding shares of the Registrant's Common Stock, \$0.001 par value.

INTEGRAL TECHNOLOGIES, INC.
MARCH 31, 2009 QUARTERLY REPORT ON FORM 10-Q

TABLE OF CONTENTS

Page

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

INTEGRAL TECHNOLOGIES, INC.

(A Development Stage Company)

Consolidated Financial Statements

March 31, 2009

(U.S. Dollars)

(Unaudited)

Consolidated Balance Sheets	F-1
Consolidated Statement of Operations	F-2
Consolidated Statement of Stockholders' Equity	F-3
Consolidated Statement of Cash Flows	F-4
Notes to Consolidated Financial Statements	F-5
Item 2. Management's Discussion and Analysis and Results of Operations	1
Item 3. Quantitative and Qualitative Disclosure About Market Risk	3
Item 4T. Controls and Procedures	3

PART II - OTHER INFORMATION

Item 1. Legal Proceedings	3
Item 1A. Risk Factors	3
Item 2. Unregistered Sales of Equity Securities and Use of Proceeds	3
Item 3. Defaults Upon Senior Securities	3
Item 4. Submission of Matters to a Vote of Security Holders	3
Item 5. Other Information	4
Item 6. Exhibits	4
SIGNATURES	5

PART I
FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS**INTEGRAL TECHNOLOGIES, INC.****(A Development Stage Company)****Consolidated Balance Sheet****(Unaudited)****(US Dollars)**

	March 31,	June 30,
	2009	2008
Assets		
Current		
Cash	\$ 839,529	\$ 1,104,104
Prepaid expenses	13,435	30,575
Total Assets	\$ 852,964	\$ 1,134,679
Liabilities		
Current		
Accounts payable and accruals	\$ 625,993	\$ 707,848
Total Current Liabilities	625,993	707,848
Stockholders' Equity		
Preferred Stock and Paid-in Capital in Excess of \$0.001 Par Value		
20,000,000 Shares authorized		
308,538 (June 30, 2008 - 308,538) issued and outstanding	308,538	308,538
Common Stock and Paid-in Capital in Excess of \$0.001 Par Value		
50,000,000 Shares authorized		
50,305,769 (June 30, 2008 - 45,704,969) issued and outstanding	30,439,046	29,219,711
Promissory Notes Receivable	(29,737)	(29,737)
Subscriptions Received	0	276,500
Other Comprehensive Income	46,267	46,267
Deficit Accumulated During the Development Stage	(30,537,143)	(29,394,448)
Total Stockholders' Equity	226,971	426,831
Total Liabilities and Stockholders' Equity	\$ 852,964	\$ 1,134,679

See notes to consolidated financial statements.

INTEGRAL TECHNOLOGIES, INC.
(A Development Stage Company)
Consolidated Statement of Operations
(Unaudited)
(US Dollars)

	Three Months Ended		Nine Months Ended		Period from
	March 31,		March 31,		February
	2009	2008	2009	2008	12, 1996 (Inception) to March 31, 2009
Revenue	\$ 0	\$ 0	\$ 0	\$ 0	\$ 249,308
Cost of Sales	0	0	0	0	216,016
	0	0	0	0	33,292
Other Income	1,829	11,435	7,882	52,996	864,978
	1,829	11,435	7,882	52,996	898,270
Expenses					
Legal and accounting	64,971	64,127	206,694	220,680	4,346,489
Salaries and benefits	129,000	140,999	433,558	429,260	9,535,650
Consulting	63,287	67,500	194,369	204,139	6,458,771
General and administrative	18,162	24,309	52,785	75,794	1,165,425
Travel and entertainment	9,613	28,975	41,070	75,992	1,344,416
Bank charges and interest, net	254	3,516	2,690	3,773	204,888
Rent	10,145	12,196	32,588	34,771	477,088
Telephone	6,784	6,853	20,103	22,600	454,405
Advertising	0	0	1,591	0	332,861
Research and development	43,234	53,317	153,549	185,260	1,394,452
Settlement of lawsuit	0	0	0	0	45,250
Remuneration pursuant to proprietary, non-competition agreement	0	0	0	0	711,000
Financing fees	0	0	0	0	129,043
Write-off of investments	0	0	0	0	1,250,000
Interest on beneficial conversion feature	0	0	0	0	566,455
Write-down of license and operating assets	0	0	0	0	1,855,619
Bad debts (recovery)	0	0	0	(6,009)	46,604
Amortization	0	0	0	0	324,386
	345,450	401,792	1,138,997	1,246,260	30,642,802
Net Loss for Period	\$ (343,621)	\$ (390,357)	\$ (1,131,115)	\$ (1,193,264)	\$(29,744,532)
Loss Per Share	\$ (0.01)	\$ (0.01)	\$ (0.02)	\$ (0.03)	
Weighted Average					
Number of Common					
Shares Outstanding	47,705,871	45,519,969	46,832,273	45,518,914	

See notes to consolidated financial statements.

INTEGRAL TECHNOLOGIES, INC.
(A Development Stage Company)
Consolidated Statements of Stockholders' Equity (Deficit)
(US Dollars)

	Shares of Common Stock Issued	Common Stock and Paid-in Capital in Excess of Par	Shares of Preferred Stock Issued	Preferred Stock and Paid-in Capital in Excess of Par	Promissory Notes Receivable	Share Subscriptions	Other Comprehensive Income	Deficit Accumulated During the Development Stage	Total Stockholders' Equity (Deficit)
Balance,									
June 30, 2007	45,514,969	\$28,762,772	308,538	\$ 308,538	\$ (29,737)	\$ 0	46,267	\$ (27,440,805)	\$ 1,647,035
Shares Issued for									
Exercise of warrants	190,000	208,995	0	0	0	0	0	0	208,995
Subscription received	0	0	0	0	0	276,500	0	0	276,500
Dividends on preferred shares	0	0	0	0	0	0	0	(15,427)	(15,427)
Stock option compensation	0	247,944	0	0	0	0	0	0	247,944
Net loss for year	0	0	0	0	0	0	0	(1,938,216)	(1,938,216)
Balance,									
June 30, 2008	45,704,969	\$29,219,711	308,538	\$ 308,538	\$ (29,737)	\$ 276,500	46,267	\$ (29,394,448)	\$ 426,831
Shares Issued for									
Past services (note 2(a))	100,000	60,500	0	0	0	(46,500)	0	0	14,000
Shares issued	4,500,800	1,125,200	0	0	0	(230,000)	0	0	895,200
Dividends on preferred shares	0	0	0	0	0	0	0	(11,580)	(11,580)
Stock option compensation	0	33,635	0	0	0	0	0	0	33,635
Net loss for period	0	0	0	0	0	0	0	(1,131,115)	(1,131,115)
Balance,									
March 31, 2009	50,305,769	\$30,439,046	308,538	\$ 308,538	\$ (29,737)	\$ 0	46,267	\$ (30,537,143)	\$ 226,971

See notes to consolidated financial statements.

INTEGRAL TECHNOLOGIES, INC.
(A Development Stage Company)
Consolidated Statement of Cash Flows
(Unaudited)
(US Dollars)

	Nine Months Ended		Period from
	March 31,		February
	2009		12,
	2008		1996
			(Inception)
			to
			March 31,
			2009
Operating Activities			
Net loss	\$(1,131,115)	\$(1,193,264)	\$(29,744,532)
Items not involving cash			
Write-down of investment	0	0	1,250,000
Proprietary, non-competition agreement	0	0	711,000
Amortization	0	0	349,941
Other income	0	0	(658,305)
Consulting services and financing fees	14,000	0	1,537,783
Stock option compensation	33,635	0	5,747,929
Interest on beneficial conversion feature	0	0	566,456
Settlement of lawsuit	0	0	60,250
Write-down of license and operating assets	0	0	1,853,542
Bad debts	0	0	77,712
Changes in Non-Cash Working Capital			
Due from affiliated company	0	0	(116,000)
Notes and account receivable	0	0	(109,213)
Inventory	0	0	(46,842)
Prepaid expenses	17,140	3,540	(13,435)
Other	0	0	(2,609)
Accounts payable and accruals	(93,435)	3,829	887,413
Cash Used in Operating Activities	(1,159,775)	(1,185,895)	(17,648,910)
Investing Activities			
Purchase of property, equipment and intangible assets	0	0	(200,935)
Assets acquired and liabilities assumed on purchase of subsidiary	0	0	(129,474)
Investment purchase	0	0	(2,000,000)
License agreement	0	0	(124,835)
Cash Used in Investing Activities	0	0	(2,455,244)
Financing Activities			
Redemption of preferred shares	0	0	(50,000)
Repayment of loan	0	0	(11,000)
Repayments to stockholders	0	0	(91,283)
Proceeds from issuance of common stock	895,200	208,995	19,095,670
Advances from stockholders	0	0	1,078,284
Share issue cost	0	0	(227,420)
Subscriptions received	0	0	1,398,365
Proceeds from convertible debentures	0	0	600,000
Cash Provided by Financing Activities	895,200	208,995	20,897,416
Effect of Foreign Currency Translation on Cash	0	0	46,267
Inflow (Outflow) of Cash	(264,575)	(976,900)	839,529
Cash, Beginning of Period	1,104,104	2,240,356	0
Cash, End of Period	\$ 839,529	\$ 1,263,456	839,529

See notes to consolidated financial statements.

INTEGRAL TECHNOLOGIES, INC.
(A Development Stage Company)
Notes to Consolidated Financial Statements
Nine Months Ended March 31, 2009
(Unaudited)
(US 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, 2008 Form 10-KSB.

In the opinion of the Company's management, these consolidated financial statements reflect all adjustments necessary to present fairly the Company's consolidated financial position at March 31, 2009 and June 30, 2008 and the consolidated results of operations and cash flows for the three and nine-months ended March 31, 2009 and 2008. The results of operations for the three and nine-months ended March 31, 2009 and 2008 are not necessarily indicative of the results to be expected for the entire fiscal year.

2. STOCKHOLDERS' EQUITY

(a) Common stock

During the nine-month period ended March 31, 2009, the Company issued 50,000 shares as consideration for consulting services. These shares were recorded at a value of \$14,000 representing the market value of the shares at the date when the shares were to be issued.

During the nine-month period ended March 31, 2009, the Company issued 50,000 shares as consideration for consulting services. These shares were recorded as subscriptions received during the year ended June 30, 2008 at a value of \$46,500 representing the market value of the shares at the date when the shares were to be issued.

During the nine-month period ended March 31, 2009, the Company received \$1,125,200 for issuance of 4,500,800 units, each unit consisting of one share of common stock at \$0.25 per share and one warrant at \$0.001 per share. Each warrant entitles the holder to purchase one share of common stock on or before December 31, 2010 at an exercise price of \$0.50 per share.

INTEGRAL TECHNOLOGIES, INC.
(A Development Stage Company)
Notes to Consolidated Financial Statements
Nine Months Ended March 31, 2009
(Unaudited)
(US Dollars)

2. STOCKHOLDERS' EQUITY (Continued)

(b) Stock options

The following table summarizes the Company's stock option activity for the nine-month period ended March 31, 2009:

	Number of Options	Price Per Share	Weighted Average Exercise Price
		0.50 to \$	
Balance, June 30, 2008	3,720,000	\$ 2.75	\$ 1.31
Granted during the period	0	\$ 0.00	\$ 0.00
		1.00 to	
Expired	(350,000)	\$ \$2.75	\$ 2.25
Exercised	0	\$ 0.00	\$ 0.00
		0.50 to \$	
Balance, March 31, 2009	3,370,000	\$ 2.25	\$ 1.21

The following summarizes the options outstanding and exercisable, which were fully vested at these dates:

Expiry Date	Exercise Price	Number of Options	
		March 31, 2009	June 30, 2008
		0.65 to \$	
August 31, 2009	\$ 1.16	855,000	855,000
November 15, 2009	\$ 1.00	100,000	100,000
March 23, 2009	\$ 1.00	0	100,000
March 30, 2009	\$ 2.75	0	250,000
June 30, 2010	\$ 0.50	1,000,000	1,000,000
June 30, 2010	\$ 2.25	1,000,000	1,000,000
December 31, 2010	\$ 1.00	415,000	415,000
		0.50 to \$	
Total outstanding	\$ 2.25	3,370,000	3,720,000
		0.50 to \$	
Total exercisable	\$ 2.25	3,276,250	3,626,250

INTEGRAL TECHNOLOGIES, INC.
(A Development Stage Company)
Notes to Consolidated Financial Statements
Nine Months Ended March 31, 2009
(Unaudited)
(US Dollars)

2. STOCKHOLDERS' EQUITY (Continued)

(c) Stock purchase warrants

The following table summarizes the Company's stock purchase warrant activity for the nine-month period ended March 31, 2009:

	Number of Warrants	Price Per Share	Weighted Average Exercise Price
Balance, June 30, 2008	400,269	\$ 2.00	\$ 2.50
Issued	4,500,800	\$ 0.50	\$ 0.50
Expired	(400,269)	\$ 2.50	\$ 2.50
Balance, March 31, 2009	4,500,800	\$ 0.50	\$ 0.50

The following stock purchase warrants were outstanding:

Expiry Date	Exercise Price	Number of Warrants	
		March 31, 2009	June 30, 2008
September 15, 2008	\$ 2.50	0	400,269
December 31, 2010	\$ 0.50	4,500,800	0

(d) Stock based compensation

During the nine-month period ended March 31, 2009, the Company extended the expiry date of 955,000 options. These options have been re-measured resulting in \$33,635 additional compensation expense recognized in the period, \$15,531 is included as part of salaries and benefits and \$18,104 is included as part of consulting fees.

The fair value of each option grant is calculated using the following weighted average assumptions:

Expected life (years)	1
Interest rate	3.87%
Volatility	84.24%
Dividend yield	0.00%
Forfeiture rate	0.00%

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS AND PLAN OF OPERATIONS

Statements contained herein that are not historical facts are forward-looking statements. Although we believe that the expectations reflected in such forward-looking statements are reasonable, the forward-looking statements are subject to risks and uncertainties that could cause actual results to differ from those projected. We caution investors that any forward-looking statements made by us are not guarantees of future performance and that actual results may differ materially from those in the forward-looking statements. Such risks and uncertainties include, without limitation: well-established competitors who have substantially greater financial resources and longer operating histories, regulatory delays or denials, ability to compete as a start-up company in a highly competitive market, and access to sources of capital.

The following discussion and analysis should be read in conjunction with our financial statements and notes thereto included elsewhere in this Form 10-Q. Except for the historical information contained herein, the discussion in this Form 10-Q contains certain forward-looking statements that involve risks and uncertainties, such as statements of our plans, objectives, expectations and intentions. The cautionary statements made in this Form 10-Q should be read as being applicable to all related forward-looking statements wherever they appear in this Form 10-Q. Our actual results could differ materially from those discussed here.

To date we have recorded nominal revenues. We are still considered a development stage company for accounting purposes. From inception on February 12, 1996 through March 31, 2009, we have accrued an accumulated deficit of approximately \$30.5 million.

At March 31, 2009, all of our assets were current assets of \$852,964 consisting of cash of \$839,529 and prepaid expenses of \$13,435. All of our property and equipment has been fully depreciated.

At March 31, 2009, all of our liabilities were current liabilities of \$625,993, consisting of accounts payable and accruals. Of this amount, payables for legal fees (including associated filing fees) related to patent filings accounted for approximately \$535,000 of the total.

At March 31, 2009, total stockholder's equity was \$226,971.

For the Three Months Ended March 31, 2009 compared to the Three Months Ended March 31, 2008

Our net loss for the quarter ended March 31, 2009, was \$343,621, compared to a net loss of \$390,357 for the corresponding period of the prior fiscal year, a decrease of \$46,736 which was primarily a result of a reduction in general and administrative expenses of \$6,147, travel and entertainment expenses of \$19,362 and a reduction of research and development costs of \$10,083.

Total expenses for the quarter ended March 31, 2009, was \$345,450 compared to total expenses of \$401,792 for the corresponding period of the prior fiscal year a reduction of \$56,342 which was primarily a result of a reduction in general and administrative expenses of \$6,147, travel and entertainment expenses of \$19,362 and a reduction of research and development costs of \$10,083.

Total income for the quarter ended March 31, 2009, was comprised of "other income" of \$1,829 compared to "other income" of \$11,435 for the corresponding period of the prior fiscal year, a decrease of \$9,606. The category of "other income" consists of interest income and nominal license fees.

Consulting expenses during the quarter ended March 31, 2009, were \$63,287 which included non-cash, issuance of shares in consideration for consulting services in the amount of \$14,000 representing the market value of the shares at the date when the shares were to be issued. In the corresponding period of the prior fiscal year, consulting expenses were \$67,500, which included non-cash, stock based compensation charges of \$nil.

Salaries and benefits expenses during the quarter ended March 31, 2009, were \$129,000 which included non-cash, stock based compensation charges (for the extension of the expiry date of options) of \$nil. In the corresponding period of the prior fiscal year, salaries and benefits expenses were \$140,999, which included non-cash, stock based compensation charges of \$nil.

Research and development costs of \$43,234 during the quarter ended March 31, 2009, are attributable to refining the manufacturing process of our ElectriPlast™ material. In the corresponding period of the prior fiscal year, the amount expensed under this category was \$53,317.

For the Nine Months Ended March 31, 2009 compared to the Nine Months Ended March 31, 2008

Our net loss for the nine months ended March 31, 2009, was \$1,131,115, compared to a net loss of \$1,193,264 for the corresponding period of the prior fiscal year, a modest decrease of \$62,149.

Total expenses for the nine months ended March 31, 2009, was \$1,138,997 compared to total expenses of \$1,246,260 for the corresponding period of the prior fiscal year a reduction of \$107,263 which was primarily a result of a reduction in general and administrative expenses of \$23,009, travel and entertainment expenses of \$34,922 and a reduction of research and development costs of \$31,711.

Table of Contents

Total income for the nine months ended March 31, 2009, was comprised of "other income" of \$7,882 compared to "other income" of \$52,996 for the corresponding period of the prior fiscal year, a decrease of \$45,114. The category of "other income" consists of interest income and nominal license fees.

Consulting expenses during the nine months ended March 31, 2009, were \$194,369 which included non-cash, stock based compensation charges (for the extension of the expiry date of options) of \$18,104 and issuance of shares in consideration for consulting services in the amount of \$14,000 representing the market value of shares at the date the shares were to be issued. In the corresponding period of the prior fiscal year, consulting expenses were \$204,139, which included non-cash, stock based compensation charges of \$nil.

Salaries and benefits expenses during the nine months ended March 31, 2009, were \$433,558 which included non-cash, stock based compensation charges (for the extension of the expiry date of options) of \$15,531. In the corresponding period of the prior fiscal year, salaries and benefits expenses were \$429,260, which included non-cash, stock based compensation charges of \$nil.

Research and development costs of \$153,549 during the nine months ended March 31, 2009, are attributable to refining the manufacturing process of our ElectriPlast™ material. In the corresponding period of the prior fiscal year, the amount expensed under this category was \$185,260.

For the nine months ended March 31, 2009, our cash used in operating activities was \$1,159,775 compared to \$1,185,895 used in the corresponding period of the prior fiscal year a decrease of \$26,120.

For the nine months ended March 31, 2009, our cash provided by financing activities was \$895,200 compared to \$208,995 provided in the corresponding period of the prior fiscal year. The difference of \$686,205 was due to subscriptions received during the nine months ended March 31, 2009, for the private placement of equity securities in the amount of \$895,200.

We anticipate spending up to approximately \$250,000 over the next twelve months on ongoing research and development (primarily salaries and consulting fees) of the different applications and uses of our technologies.

During the next twelve months, we do not anticipate increasing our staff.

Since inception we have funded our operations through capital fundraising and loans from management.

As of March 31, 2009, we had \$839,529 in cash on hand. Accordingly, management believes that there is adequate cash on hand to fund operations over the next 4 months and additional equity funding will be required thereafter.

We are not in the manufacturing business and do not expect to make any capital purchases of a manufacturing plant or significant equipment in the next twelve months.

Presently, we are focusing the majority of our resources on the researching, developing and commercializing of our ElectriPlast™ technologies. Our business strategy focuses on leveraging our intellectual property rights and our strengths in product design and material innovation. We are focusing our marketing efforts on securing licensing agreements for applications of our ElectriPlast™ technologies with manufacturers of products which would benefit from the incorporation of any of the ElectriPlast™ applications.

ElectriPlast™ is an innovative, electrically-conductive resin-based material. The ElectriPlast™ polymer is a compounded formulation of resin-based materials, which are conductively loaded, or doped, with a proprietary-controlled, balanced concentration of micron conductive materials, then pelletized. The conductive loading or doping within this pellet is then homogenized using conventional molding techniques and conventional molding equipment. The end result is a product that can be molded into any of the infinite shapes and sizes associated with plastics and rubbers, and is non-corrosive, but which is as electrically conductive as if it were metal.

Various examples of applications for ElectriPlast™ are shielding, lighting circuitry, switch actuators, resistors, medical devices, thermal management and cable connector bodies, to name just a few. We have been working to introduce these new applications and the ElectriPlast™ technology to the marketplace.

Patents/Trademarks on Technologies

Our intellectual property portfolio consists of over eleven years of accumulated research and design knowledge and trade secrets. We have sought U.S. patent protection for many of our ideas related to our ElectriPlast™ technologies. Currently, we have filed 119 U.S. patent applications, 42 of which have been issued and 77 of which have been filed and are pending approval minus 40 which have been rejected to date. No assurances can be given that all patent applications will be approved; however, to the extent that patents are not granted, we will continue to attempt to commercialize these technologies without the protection of patents. As patents are issued, we will have the exclusive right to use in the U.S. the design(s) described in each issued patent for the 18-year life of the patent.

Certain patent office applications have been rejected by the patent office due to more stringent requirements implemented by the patent office over 18 months ago. The Company has elected not to appeal those patent application rejected as the contents of those rejected applications have been incorporated into subsequent applications.

Recent developments in the law increase the challenge of obtaining US patent protection. In particular, the Supreme Court's decision in *KSR v. Teleflex* (2007) makes it easier for the USPTO to sustain obviousness rejections. As a result, the USPTO is now more likely to reject applications by combining elements from the prior art – even where no motivation to combine can be shown in the art references. This new approach affects all applicants, including Integral Technologies, Inc., and has reduced the rate of patent issues. Nevertheless, Integral Technology, Inc., continues to pursue intellectual property protection through its patent and trademark portfolio while constantly evaluating its filings to judiciously apply resources to the most critical technologies.

We have also filed trademark applications with the U.S. Trademark Office for “ElectriPlast™” and related names such as “ElectriPonix™” and “ElectriOnix™”.

Summary descriptions of our manufacturing agreement with Jasper Rubber Products, Inc. and our various patent license agreements are included in our annual report on Form 10-KSB for the year ended June 30, 2008.

We have also filed trademark applications with the U.S. Trademark Office for “ElectriPlast™” and related names such as “ElectriPonix™” and “ElectriOnix™”.

We are not in the manufacturing business. Our manufacturing agreement with Jasper Rubber Products, Inc. provides for Jasper to manufacture ElectriPlast™ for us.

After twenty-three months of refining the manufacturing and molding process of ElectriPlast™, the Jasper facility is now capable of producing over 50,000 pounds of ElectriPlast™ pellets per month. We have entered into patent license agreements with several companies, as summarized below, and we are in the process of producing prototypes of requested applications of ElectriPlast™ for these companies as well as other prospective customers.

In addition to its manufacturing capabilities, Jasper has a distribution network throughout the US and Canada, allowing for ElectriPlast™ to be introduced to prospective customers and delivered to customers.

We anticipate that our technologies will not be sold directly to the general public, but rather to businesses and manufacturers who will incorporate our technologies as components in the design of their products.

During the nine months ended March 31, 2009, the Company extended the expiration date of 955,000 options.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.

N/A.

ITEM 4T. CONTROLS AND PROCEDURES.

Evaluation of Disclosure Controls and Procedures

Our management is responsible for establishing and maintaining a system of disclosure controls and procedures (as defined in Rule 13a-15(e)) under the Exchange Act) that is designed to ensure that information required to be disclosed by the Company in the reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported, within the time specified in the Commission's rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by an issuer in the reports that it files or submits under the Exchange Act is accumulated and communicated to the issuer's management, including its principal executive officer or officers and principal financial officer or officers, or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosure.

Pursuant to Rule 13a-15(b) under the Exchange Act the Company carried out an evaluation with the participation of the Company's management, including William S. Robinson, our Chief Executive Officer (“CEO”) and William A. Ince, our Company's Chief Financial Officer (“CFO”), of the effectiveness of the Company's disclosure controls and procedures (as defined under Rule 13a-15(e) under the Exchange Act) as of the period ended March 31, 2009. Based upon that evaluation, the Company's CEO and CFO concluded that the Company's disclosure controls and procedures are effective to ensure that information required to be disclosed by the Company in the reports that the Company files or submits under the Exchange Act, is recorded, processed, summarized and reported, within the time periods specified in the SEC's rules and forms, and that such information is accumulated and communicated to the Company's management, including the Company's CEO and CFO, as appropriate, to allow timely decisions regarding required disclosure.

Changes in internal controls

Our management, with the participation our Chief Executive Officer and Chief Financial Officer, performed an evaluation as to whether any change in our internal controls over financial reporting occurred during the quarter ended March 31, 2009. Based on that evaluation, our Chief Executive Officer and our Chief Financial Officer concluded that no change occurred in the Company's internal controls over financial reporting during the 2009 quarter ended March 31, 2009 that has materially affected, or is reasonably likely to materially affect, the Company's internal controls over financial reporting.

PART II

OTHER INFORMATION COMPANY CONFIRM OR UPDATE AS NEEDED

ITEM 1 - LEGAL PROCEEDINGS

We are not a party to any pending legal proceeding, nor is our property the subject of a pending legal proceeding, that is not in the ordinary course of business or otherwise material to the financial condition of our business. None of our directors, officers or affiliates is involved in a proceeding adverse to our business or has a material interest adverse to our business.

ITEM 1A. RISK FACTORS

There have been no material changes from the Risk Factors described in our Annual Report on Form 10-KSB for the fiscal year ended June 30, 2008.

ITEM 2 - UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

None.

ITEM 3 - DEFAULTS UPON SENIOR SECURITIES

None.

ITEM 4 - SUBMISSION OF MATTERS TO VOTE OF SECURITY HOLDERS

None.

ITEM 5 - OTHER INFORMATION

None.

ITEM 6. Exhibits

- | | |
|------|---|
| 31.1 | Certification by Chief Executive Officer, required by Rule 13a-14(a) or Rule 15d-14(a) of the Exchange Act |
| 31.2 | Certification by Chief Financial Officer, required by Rule 13a-14(a) or Rule 15d-14(a) of the Exchange Act |
| 32.1 | Certification by Chief Executive Officer, required by Rule 13a-14(b) or Rule 15d-14(b) of the Exchange Act and Section 1350 of Chapter 63 of Title 18 of the United States Code |
| 32.2 | Certification by Chief Financial Officer, required by Rule 13a-14(b) or Rule 15d-14(b) of the Exchange Act and Section 1350 of Chapter 63 of Title 18 of the United States Code |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

DATE: May 15, 2009

Integral Technologies, Inc.

By: /s/ William S. Robinson
William S. Robinson, Chief Executive Officer
and Principal Executive Officer

By: /s/ William A. Ince
William A. Ince, Chief Financial Officer and
Principal Accounting Officer

Date: May 15, 2009

EXHIBIT INDEX

- [31.1](#) Certification by Chief Executive Officer, required by Rule 13a-14(a) or Rule 15d-14(a) of the Exchange Act
- [31.2](#) Certification by Chief Financial Officer, required by Rule 13a-14(a) or Rule 15d-14(a) of the Exchange Act
- [32.1](#) Certification by Chief Executive Officer, required by Rule 13a-14(b) or Rule 15d-14(b) of the Exchange Act and Section 1350 of Chapter 63 of Title 18 of the United States Code
- [32.2](#) Certification by Chief Financial Officer, required by Rule 13a-14(b) or Rule 15d-14(b) of the Exchange Act and Section 1350 of Chapter 63 of Title 18 of the United States Code

**CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER
PURSUANT TO SECTION 302 OF THE
SARBANES-OXLEY ACT OF 2002**

I, William S. Robinson, Chief Executive Officer of Integral Technologies, Inc. certify that:

1. I have reviewed this quarterly report on Form 10-Q of Integral Technologies, Inc. for the period ended March 31, 2009;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal controls over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting;
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent function):
 - a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls over financial reporting.

Dated: May 15 , 2009

By: /s/ William S. Robinson
William S. Robinson
Chief Executive Officer (principal executive officer)

**CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER
PURSUANT TO SECTION 302 OF THE
SARBANES-OXLEY ACT OF 2002**

I, William A. Ince, Chief Financial Officer of Integral Technologies, Inc. certify that:

1. I have reviewed this quarterly report on Form 10-Q of Integral Technologies, Inc. for the period ended March 31, 2009;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal controls over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting;
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent function):
 - a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls over financial reporting.

Dated: May 15 , 2009

By: /s/ William A. Ince
William A. Ince
Chief Financial Officer (principal financial officer)



CERTIFICATION PURSUANT TO
18 U.S.C. ss.1350, AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

Solely for the purposes of complying with, and the extent required by 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, the undersigned certifies, in his capacity as the Chief Executive Officer of Integral Technologies, Inc., that, to his knowledge, the quarterly report of the company on Form 10-Q for the period ended March 31, 2009 fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that the information contained in the report fairly presents, in all material respects, the company's financial condition and results of operations.

May 15, 2009

/s/ William S. Robinson

William S. Robinson, Chief Executive Officer (principal executive officer)



CERTIFICATION PURSUANT TO
18 U.S.C. ss.1350, AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

Solely for the purposes of complying with, and the extent required by 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, the undersigned certifies, in his capacity as the Chief Financial Officer of Integral Technologies, Inc., that, to his knowledge, the quarterly report of the company on Form 10-Q for the period ended March 31, 2009, fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that the information contained in the report fairly presents, in all material respects, the company's financial condition and results of operations.

May 15, 2009

/s/ William A. Ince

William A. Ince, Chief Financial Officer (principal financial officer)

