

IntelGenx Technologies Corp.  
Form 424B3  
March 30, 2007

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Filed Pursuant to Rule 424(b)(3)  
File Number 333-137394

PROSPECTUS SUPPLEMENT NO. 1

to Prospectus declared  
effective on October 26, 2006  
(Registration No. 333-137394)

INTELGEX TECHNOLOGIES CORP.

This Prospectus Supplement No. 1 supplements our Prospectus dated October 26, 2006, and should be read in conjunction therewith. The shares that are the subject of the Prospectus have been registered to permit their resale to the public by the selling stockholders named in the Prospectus. We are not selling any shares of common stock in this offering and therefore will not receive any proceeds from this offering.

This Prospectus Supplement includes the following documents, as filed by us with the Securities and Exchange Commission:

◆  
the attached Quarterly Report on Form 10-QSB, for the quarterly period ended September 30, 2006; and

the attached Annual Report on Form 10-KSB, for the year ended December 31, 2006.

Our common stock is traded on the Over-the-Counter Bulletin Board under the symbol "IGXT".

NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THESE SECURITIES OR PASSED UPON THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS SUPPLEMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

The date of this Prospectus Supplement is March 30, 2007

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

FORM 10-QSB

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

For the Quarter Ended September 30, 2006

or

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

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 000-31187

INTELGEX TECHNOLOGIES CORP.

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

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**87-0638336**  
(I.R.S. Employer Identification No.)

6425 Abrams, Ville Saint Laurent, Quebec H4S 1X9, Canada

(Address of principal executive offices)

(514) 331-7440

(Issuer's telephone number)

(Former Name, former Address, 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 Securities Exchange Act of 1934 during the past 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

The number of shares outstanding of the issuer's common equity, as of the latest practicable date. (November 16, 2006

) Class A 16,007,489

Check whether the issuer is a shell company (as defined in Rule 12b-2 of the Exchange Act. Yes  No

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



**IntelGenx Technologies Corp.**  
**Form 10-QSB**

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On August 10, 2006, pursuant to a vote by our shareholders, we changed our corporate name from Big Flash Corp. to IntelGenx Technologies Corp.

PART I

Item 1.

**Financial Statements**

The accompanying unaudited balance sheets of IntelGenx Technologies Corporation at September 30, 2006 and (audited) December 31, 2005, related unaudited statements of operations, stockholders' equity (deficit) and cash flows for the nine months ended September 30, 2006 and 2005 and statements of operations for the three month ended September 30, 2006 and 2005 have been prepared by management in conformity with accounting principles generally accepted in the United States. In the opinion of management, all adjustments considered necessary for a fair presentation of the results of operations and financial position have been included and all such adjustments are of a normal recurring nature. Operating results for the period ended September 30, 2006, are not necessarily indicative of the results that can be expected for the fiscal year ending December 31, 2006 or any other subsequent period.

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IntelGenx Technologies Corp.  
(Formerly Big Flash Corporation)

Consolidated Balance Sheet  
(Expressed in U.S. Funds)

	September 30, 2006 (Unaudited)	December 31, 2005
<b>Assets</b>		
<b>Current</b>		
Cash	\$ 468,826	\$ 10,938
Accounts receivable	102,720	5,858
Income taxes recoverable	9,792	9,400
Prepaid expenses	103,592	3,186
Investment tax credits receivable	94,664	69,576
	779,594	98,958
<b>Property and Equipment</b>	<b>163,592</b>	<b>100,176</b>
	\$ 943,186	\$ 199,134
<b>Liabilities</b>		
<b>Current</b>		
Accounts payable and accrued liabilities	149,345	67,322
Current maturity of long-term debt	12,540	14,000
	161,885	81,322
<b>Loan Payable, Shareholder</b>	<b>89,850</b>	<b>86,253</b>
<b>Long-Term Debt</b> (note 5)	<b>105,095</b>	<b>63,386</b>
<b>Shareholders' Equity (Deficiency)</b>		
<b>Capital Stock</b> (note 6)	<b>925,748</b>	<b>77</b>
<b>Additional Paid-in-Capital</b> (note 7)	<b>69,420</b>	<b>-</b>
<b>Accumulated Other Comprehensive Income</b>	<b>4,768</b>	<b>4,825</b>
<b>Accumulated Deficit</b>	<b>(413,580)</b>	<b>(36,729)</b>
	586,356	(31,827)
	\$ 943,186	\$ 199,134

See accompanying notes

**Approved on Behalf of the Board:**

\_\_\_\_\_ Director

\_\_\_\_\_ Director

IntelGenx Technologies Corp.  
(Formerly Big Flash Corporation)

Consolidated Statement of Shareholders' Equity  
For the Period Ended September 30, 2006  
(Expressed in U.S. Funds)  
(Unaudited)

	<u>Capital Stock</u>		Additional	Accumulated	Other	Accumulated	Total
	Number	Amount	Paid-In	Comprehensive	Income	Deficit	Shareholders'
			Capital				Equity
<b>Balance - December 31, 2005</b>	10,000	\$ 77	\$ -	\$ 4,825		\$ (36,729)	\$ (31,827)
March 9, 2006 - recall and cancellation of issued shares	(10,000)	(77)	-	-		-	(77)
March 9, 2006 - issue of common shares	10,991,000	77	-	-		-	77
April 28, 2006 - issue of common shares	3,191,489	792,421	-	-		-	792,421
April 28, 2006 - asset acquired (note 1)	1,825,000	133,250	-	-		-	133,250
Foreign currency translation adjustment for the period	-	-	-	(57)		-	(57)
Warrants issued	-	-	19,420	-		-	19,420
Stock options issued	-	-	50,000	-		-	50,000
Net loss for the period	-	-	-	-		(376,851)	(376,851)
<b>Balance - September 30, 2006</b>	16,007,489	\$ 925,748	\$ 69,420	\$ 4,768		\$ (413,580)	\$ 586,356

See accompanying notes

IntelGenx Technologies Corp.  
(Formerly Big Flash Corporation)

Consolidated Statement of Shareholders' Equity  
For the Period Ended September 30, 2005  
(Expressed in U.S. Funds)  
(Unaudited)

Accumulated

Accumulated

Retained Earnings

Other  
during the

**Total**

Capital Stock



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Comprehensive  
Development  
**Shareholders'**

Number

Amount

Income

Stage

**Equity**

**Balance - December 31, 2004**

10,000

\$

77

\$

6,493

\$

88,791

\$

**95,361**

Foreign currency translation adjustment for the period

-

-

2,289

**9**

	-
	<b>2,289</b>
Net loss for the period	-
	-
	-
	(73,120)
	<b>(73,120)Balance - September 30, 2005</b>
	10,000
	\$
	77
	\$
	8,782
	\$
	15,671
	\$
	<b>24,530</b>

See accompanying notes

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IntelGenx Technologies Corp.  
(Formerly Big Flash Corporation)

Consolidated Statement of Operations and Comprehensive Loss  
(Expressed in U.S. Funds)  
(Unaudited)

	<u>Three-Month Period</u>		<u>Nine-Month Period</u>	
	<u>ended September 30</u>		<u>ended September 30</u>	
	2006	2005	2006	2005
<b>Revenue</b>	<b>\$ 17,298</b>	<b>\$ -</b>	<b>\$ 205,984</b>	<b>\$-</b>
<b>Expenses</b>				
Research and development	128,937	5,180	368,638	40,351
Administrative salaries	80,100	849	110,254	16,809
Travel	5,841	(56)	16,706	436
Advertising and promotion	1,460	253	3,342	253
Telecommunications	1,968	542	5,268	1,831
Professional fees	14,180	46	20,824	1,422
Office and general	4,535	501	12,561	4,135
Taxes and insurance	1,048	840	2,397	2,224
Rent	6,804	6,197	20,961	17,388
Interest and bank charges	254	198	926	1,667
Interest and financing fees on long-term debt and loan payable, shareholder	4,173	2,096	31,378	4,202
Amortization-laboratory and office equipment	5,748	5,429	20,539	14,656
Amortization - leasehold improvements	2,815	1,105	5,126	2,984
Amortization - computer equipment	776	351	1,239	949
Foreign exchange	55	(377)	897	(313)
Investor relations services	33,312	-	33,312	-
Research and development tax credits	(25,434)	(1,305)	(71,533)	(25,867)
	<b>266,572</b>	<b>21,849</b>	<b>582,835</b>	<b>83,127</b>
<b>Loss Before Income Taxes</b>	<b>(249,274)</b>	<b>(21,849)</b>	<b>(376,851)</b>	<b>(83,127)</b>
Income taxes - current		-	-	(10,007)
<b>Net Loss</b>	<b>(249,274)</b>	<b>(21,849)</b>	<b>(376,851)</b>	<b>(73,120)</b>
<b>Other Comprehensive Income (Loss)</b>				
Foreign currency translation adjustment	(358)	4,154	(57)	2,289
<b>Comprehensive Loss</b>	<b>\$(248,916)</b>	<b>\$(17,695)</b>	<b>\$(376,794)</b>	<b>\$(70,831)</b>
<b>Basic Weighted Average Number of Shares Outstanding</b>	<b>16,007,489</b>	<b>10,991,000</b>	<b>13,777,938</b>	<b>10,991,000</b>
<b>Basic and Diluted Loss Per Common Share</b>	<b>(0.02)</b>	<b>-</b>	<b>(0.03)</b>	<b>-</b>

(note 9)

See accompanying notes



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IntelGenx Technologies Corp.  
(Formerly Big Flash Corporation)

Statement of Cash Flows  
(Expressed in U.S. Funds)  
(Unaudited)

Nine-Month Period

ended September 30

**2006**

2005

**Funds Provided (Used) -**

Operating Activities

Net loss

\$

(376,851)\$

(73,120)

Amortization

**26,904**

18,589

Investor relations services

**33,312**

-

Financing fee paid in warrants

**19,420**

-

Share-based compensation

**50,000**

-

**(247,215)**(54,531)

Changes in non-cash operating elements

of working capital

**(39,954)** (11,235)

(287,169) (65,766)

## Financing Activities

## Bank indebtedness

-

26,787

## Increase in long-term debt

53,754

-

## Repayment of long term debt

(16,724)

-

## Loan payable, shareholder

-

33,968

## Issue of capital stock (note 6)

1,341,750

-

## Transaction costs (note 6)

	(549,329)
	-
	829,451
	60,755
Investing Activities	
Additions to property and equipment	
	(86,155) (1,266) Increase (Decrease) in Cash
	456,127
	(6,277) Effect of Foreign Exchange on Cash Balance
	1,761
	(204)
Cash	
Beginning of Period	



			<b>10,938</b>
			6,481
End of Period			
			\$
			<b>468,826</b>
		\$	-
See accompanying notes			

IntelGenx Technologies Corp.  
(Formerly Big Flash Corporation)

Notes to Consolidated Interim Financial Statements  
September 30, 2006  
(Expressed in U.S. Funds)  
(Unaudited)

1.

**Basis of Presentation and Reorganization of the Corporation**

**Basis of Presentation**

The accompanying unaudited financial statements have been prepared in accordance with U.S. generally accepted accounting principles for interim financial information and item 310(b) of Regulation S-B and are prepared using the same accounting policies as outlined in note 3 of IntelGenx Corp. financial statements for the year ended December 31, 2005 and 2004 except for those discussed in note 4 below. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three and nine months ended September 30, 2006 are not necessarily indicative of the results that may be expected for the year ended December 31, 2006. The unaudited financial statements should be read in conjunction with the financial statements and notes thereto included in the IntelGenx Corp. audited financial statements for the years ended December 31, 2005 and 2004.

**Reorganization of the Corporation**

On April 28, 2006, IntelGenx Corp. entered into a share exchange agreement with IntelGenx Technologies Corp. (formerly Big Flash Corporation), an inactive public shell company, for the acquisition by IntelGenx Technologies Corp. of all the issued and outstanding shares of IntelGenx Corp.

Under accounting principles generally accepted in the United States, the share exchange is considered to be a capital transaction in substance, rather than a business combination. That is, the share exchange is equivalent to the issuance of stock by IntelGenx Corp. for the net monetary assets of IntelGenx Technologies Corp. accompanied by a recapitalization, and is accounted for as a change in capital structure. Accordingly, the accounting for the share exchange is identical to that resulting from a reverse acquisition, except no goodwill is recorded. Under reverse takeover accounting, the post reverse acquisition comparative historical financial statements of the legal acquirer, IntelGenx Technologies Corp., are those of the legal acquiree, IntelGenx Corp., which is considered to be the accounting acquirer. All of the IntelGenx Corp. shares, through a series of exchanges, were exchanged for shares of IntelGenx Technologies Corp. common shares and/or exchangeable shares of 6544361 Canada Inc. a wholly-owned subsidiary of IntelGenx Technologies Corp. The exchangeable shares are exchangeable for common shares of IntelGenx Technologies Corp. on a one for one basis. Until such time as the holders of the exchangeable shares wish to exchange their shares for IntelGenx Technologies Corp. shares, the IntelGenx Technologies Corp. shares are held in trust by a trustee on behalf of the exchangeable shareholders. The trustee shall be entitled to the voting rights in IntelGenx Technologies Corp. stated in the terms of the exchange and voting agreement and shall exercise these voting rights according to the instructions of the holders of the exchangeable shares on a basis of one vote for every exchangeable share held. These financial statements reflect the accounts of the balance sheets, the results of operations and the cash flows of IntelGenx Corp. at their carrying amounts, since it is deemed to be the accounting acquirer.

IntelGenx Technologies Corp.  
(Formerly Big Flash Corporation)

Notes to Consolidated Interim Financial Statements  
September 30, 2006  
(Expressed in U.S. Funds)  
(Unaudited)

1.

**Basis of Presentation and Reorganization of the Corporation (Cont'd)**

The results of operations, the cash flows and the assets and liabilities of IntelGenx Technologies Corp. have been included in these consolidated financial statements since April 28, 2006, the acquisition date. Amounts reported for the periods prior to April 28, 2006 are those of IntelGenx Corp.

The fair value assigned to the asset of IntelGenx Technologies Corp. acquired on April 28, 2006 is as follows:

Asset

Prepaid investor relations services \$ 133,250 Asset Acquired \$ 133,250

As part of the transaction, a shareholder of IntelGenx Technologies Corp. forgave the due to shareholder and related interest payable amounting to \$23,160 and IntelGenx Technologies Corp. issued 325,000 common shares in consideration of investor relations services to be rendered.

2.

**Going Concern**

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. The Company has reported a net loss of \$413,580 from inception (June 15, 2003) to September 30, 2006. The Company has reported deficient cash flows from operating activities of \$428,981 from inception (June 15, 2003) to September 30, 2006. To date, these losses and cash flow deficiencies have been financed principally through long-term debt, debt from related parties and common shares issuance. Additional capital and/or borrowings will be necessary in order for the Company to continue in existence until attaining and sustaining profitable operations.

Management has continued to develop a strategic plan to develop a management team, maintain reporting compliance and establish contracts with pharmaceutical companies. Management anticipates generating revenue through development contracts during the year. Should the Company be unable to continue as a going concern, it may be unable to realize the carrying value of its assets and to meet its liabilities as they become due.

3.

**Nature of Business**

The Company specializes in the development of pharmaceutical products in co-operation with various pharmaceutical companies. Prior to March 31, 2006, the Company was in the development stage and its efforts were focused on establishing contracts with pharmaceutical companies and the development of

pharmaceutical products. The Company completed the development stage of its operations when the Company commenced consistently generating revenues from its operations in April 2006.



IntelGenx Technologies Corp.  
(Formerly Big Flash Corporation)

Notes to Consolidated Interim Financial Statements  
September 30, 2006  
(Expressed in U.S. Funds)

4.

**Significant Accounting Policies**

**Share-Based Payments**

The Company accounts for share-based payments in accordance with the provisions of FAS 123R "Share-based payments (Revised)" and accordingly recognizes in its financial statements share-based payments at their fair value. In addition, it will recognize in the financial statements an expense based on the grant date fair value of stock options granted to employees. The expense will be recognized on a straight-line basis over the vesting period and the offsetting credit will be recorded in additional paid-in capital. Upon exercise of options, the consideration paid together with the amount previously recorded as additional paid-in capital will be recognized as capital stock. When options are forfeited because the service requirements are not met, any expense previously recorded is reversed in the period of forfeiture. The Company uses the Black-Scholes-Merton option pricing model to determine the fair value of the options.

5.

**Long-Term Debt**

During the nine-month period ended September 30, 2006, the Company obtained an additional loan from Business Development Bank of Canada, of \$53,754 bearing interest at the lender's prime rate plus 1.5% per annum, maturing in 2011 and payable in annual instalments of \$8,550.

6.

**Capital Stock**

September 30, , December 31 2006 2005 Authorized without limit as to number and without par value - common shares Issued -  
16,007,489 (2005 - 10,000) common shares \$ 925,748 \$ 77

On March 9, 2006, the Company recalled and cancelled its 10,000 issued and outstanding common shares and issued in exchange 10,991,000 common shares.

On April 28, 2006 IntelGenx Corp. issued 3,191,489 common shares for cash consideration of \$1,341,750. The transaction costs related to the share issuance amounted to \$549,329.

On the same date, IntelGenx Corp. completed a share exchange transaction with IntelGenx Technologies Corp. in which it acquired an asset of \$133,250.

IntelGenx Technologies Corp.  
(Formerly Big Flash Corporation)

Notes to Consolidated Interim Financial Statements  
September 30, 2006  
(Expressed in U.S. Funds)

7.

**Additional Paid-In Capital**

**Warrants**

During the nine-month period ended September 30, 2006, IntelGenx Technologies Corp. issued 100,000 stock purchase warrants exercisable into common shares at \$0.41 per share which expire on April 28, 2008. The stock purchase warrants were issued in payment of a financing fee. The stock purchase warrants were accounted for at their fair value, as determined by the Black-Scholes-Merton valuation model, of \$19,420, using the following assumptions:

Expected volatility \_\_\_\_\_  
85% Expected life 2 years Risk-free interest rate 3.91% Dividend yield Nil

As at September 30, 2006, no stock purchase warrants were exercised.

**Stock options**

On September 26, 2006, for the first time, the Company granted 225,000 stock options to certain of its directors to purchase common shares. The stock options are immediately exercisable at \$0.41 per share and expire in five years. The Company is currently developing a stock option plan under which future grants would be made.

As a result of the grant, the Company recorded a compensation expense of \$50,000 in the three month period ended September 30, 2006.

The stock options were accounted for at their fair value, as determined by the Black-Scholes valuation model, of \$50,000, using the following assumptions:

**2006**

Expected volatility 88% Expected life 2.5 years Risk-free interest rate 4.78% Dividend yield Nil Fair value of options at grant date \$ 0.22

As at September 30, 2006, no stock options were exercised.

IntelGenx Technologies Corp.  
(Formerly Big Flash Corporation)

Notes to Consolidated Interim Financial Statements  
September 30, 2006  
(Expressed in U.S. Funds)

8.

**Related Party Transactions**

During the nine-month period ending September 30, 2006, the Company incurred expenses of approximately \$13,602 (2005 - \$8,596) for laboratory equipment leased from a shareholder and \$4,305 (2005 - \$3,849) for interest on the loan payable shareholder.

The Company has entered into employment contracts with certain executives. For the nine months ended September 30, 2006, the research and development expense and the administrative salaries expense include \$108,000 and \$56,000 respectively paid to executives.

The transaction costs (see note 6) include approximately \$95,000 paid to a company controlled by an executive. Included in accounts payable and accrued liabilities is approximately \$26,000 (2005 - \$43,000) payable to shareholders.

The above related party transactions have been measured at the exchange amount which is the amount of the consideration established and agreed to by the related parties.

9.

**Loss Per Share**

Basic loss per share is calculated based on the weighted average number of shares outstanding during the period. The warrants and stock options have been excluded from the calculation of diluted loss per share since they are anti-dilutive.

10. Subsequent Events

On October 13, 2006, pursuant to the registration statement of September 15, 2006, IntelGenx Corp. filed an amended registration statement to allow certain stockholders to resell up to an aggregate of 5,116,489 common shares for estimated proceeds of up to \$3,070,000.

Item 2: MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following information should be read in conjunction with the financial statements for the three and nine month periods ended September 30, 2006 and notes thereto appearing elsewhere in this Form 10-QSB. On August 10, 2006, pursuant to a vote by our shareholders, we changed our corporate name from Big Flash Corp. to IntelGenx Technologies Corp. Unless otherwise indicated or the context otherwise requires, the "Company" we, "us," and "our" and "Intelgenx" refer to IntelGenx Technologies Corp. and its subsidiaries including IntelGenx Corp. IntelGenx Corp. is reporting its financial results in U.S. dollar, therefore in this MD&A, unless otherwise noted, all dollar amounts are expressed in U.S. dollars.

Overview

Company Background

IntelGenx is a drug delivery company established in 2003 and headquartered in Montreal, Quebec, Canada, which focuses on the development of novel oral immediate-release and controlled-release products for the generic pharmaceutical market. IntelGenx's business strategy is to develop pharmaceutical products based on its proprietary drug delivery technologies and then license commercial rights for such products to pharmaceutical partners once the viability of a product has been demonstrated. We expect a partner company will, in some cases, fund development of the licensed products, complete the Food and Drug Administration ("FDA") regulatory approval process relating to the licensed products, and assume responsibility for marketing and distributing such products.

In addition, the Company anticipates that it may undertake full development of certain products without seeking a partner until the product reaches the marketing and distribution stage. The Company will assess the potential for successful development of a product and associated costs, and then determine at which stage it is most prudent to seek a partner, balancing such costs against the potential for additional returns earned by partnering later in the development process.

The Company has also undertaken a strategy under which it will work with pharmaceutical companies in order to develop new dosage forms in addition to already existing ones for pharmaceutical products for which patent protection is about to expire. Under §(505)(b)(2) of the Food, Drug & Cosmetics Act, FDA will grant a market exclusivity of up to three years for such a new dosage form. The Company anticipates significant returns from successfully obtaining market exclusivity in this manner.

The Company is currently continuing to develop the existing products in its pipeline and may also perform research and development on other potential products as the opportunities present themselves. The Company does not currently plan to acquire a manufacturing facility. The Company currently purchases and or leases, on an as-needed basis, the equipment necessary for performing research and development activities related to its products.

The Company will hire new personnel, primarily in the area of research and development, on an as-needed basis as the Company enters into partnership agreements and increases its research and development activities.



## Recent Developments

On April 28, 2006, the Company entered into a Share Exchange Agreement, whereby the Company, (through its wholly-owned subsidiary 6544361 Canada, Inc., a Canadian company) acquired 100% of the issued and outstanding common stock and warrants of IntelGenx Corp., a Canadian corporation. Pursuant to the Share Exchange Agreement, and several separate related agreements, the Company issued, as consideration for the IntelGenx Corp. common stock, 14,507,489 shares of the Company's common stock to various shareholders of IntelGenx Corp., along with 100,000 common stock purchase warrants to an IntelGenx Corp. shareholder. The warrants granted are exercisable at \$0.41 per share of common stock, and expire on April 28, 2008. Upon completion of the acquisition, the total shares of common stock issued by the Company pertaining to the acquisition of IntelGenx Corp. constituted 68.7% of the 16,007,489 shares of common stock of the Company then outstanding. Following the completion of the acquisition, IntelGenx Corp. continued its operations as a controlled subsidiary of the Company.

Since we did not have any substantial assets or operations during the two fiscal years prior to the IntelGenx Corp. Acquisition, IntelGenx Corp. is deemed to be the accounting acquirer of IntelGenx Technologies Corp. and the discussion of operations below relate to the operations of IntelGenx Corp.

Results of Operations nine months period ended September 30, 2006 compared to the nine months period ended September 30, 2005.

	2006	2005	Increase/ (Decrease)	Percentage Change
Revenue	\$ 205,984	\$ 0	\$ 205,984	%
Research and development	368,638	40,351	382,287	814%
General and Administrative	192,313	44,498	147,815	332%
Interest and financing fees	32,304	5,869	26,435	450%
Net income (loss)	(376,851)	(73,120)	303,731	415%
Revenue				

Our revenues from R&D services provided are \$205,984 for the first three quarters of 2006, compared to \$0 for the same period in 2005. Management believes that we may begin to realize increased sales revenues in 2007 resulting from the commercialization of our pre-natal vitamin supplement. Upon commercialization, we would receive royalty revenue on product sales. Our prenatal vitamin supplement is presently at the scale up manufacturing stage and we expect that it will be ready to enter the commercialization phase in the second half of 2007. We also expect increased revenue from additional research and development service contracts for which we are presently in discussions with potential clients. If we are successful in signing on potential clients, we could receive some upfront fees and research and development fees during 2007.

## Research and development

Costs related to research and development increased from \$40,351 in the nine month period ended September 30, 2005 to \$368,638 for the same period in 2006, which reflects the commencement of some projects with certain partners started in 2005 and 2006. Management believes that with funding provided by the private placement of common stock (See "Business Recent Developments"), research and development expenses will increase significantly during the remainder of 2006 and into 2007.

## General and Administrative

General administrative expenses increased by \$147,815 (332%) from \$44,498 for the nine month period ended September 30, 2005 to \$192,313 for the nine month period ended September 30, 2006. Included in the amount are \$50,000 for the issuance of options granted to three non-employee board members as non cash compensation. The additional increase is attributed to an increase in corporate operations. Management expects General and Administrative expenses from operation to remain at this level for the remainder of the year.

## Interest Expenses

We incurred interest and financing fee expenses of \$32,304 in the nine month period ended September 30, 2006 compared to \$5,869 for the same period in 2005. Included in the interest expense for the first nine month of 2006 are \$19,420 representing the value of 100,000 warrants issued as a non-cash financing fee payment for a bridge loan. Since the loan was received and repaid in the first nine month of this year and the warrants are a one time expense, Management expects the interest expense to be significantly lower for the rest of 2006.

## Net Loss

We recorded a net loss of \$378,312 in the nine month period ended September 30, 2006 compared to a net loss of \$73,120 for the same period in 2005. Management believes that we will continue to operate at a net loss until such time as we can complete our business development efforts and begin to realize increased sales revenues by early 2007.

## Income tax Losses

We have approximately \$100,000 of Canadian and provincial income tax losses as of December 31, 2005, which may be carried forward and offset against taxable income in future years. The use of these losses to reduce future income taxes will depend on the generation of sufficient taxable income prior to the expiration of the carryforwards after the year 2015. In the event of certain changes in control, there will be an annual limitation on the amount of the income tax losses carryforwards which can be used. No tax benefit regarding these losses has been reported in the financial statements for the year ended December 31, 2005 nor for the nine month ended September 30, 2006 because management believes there is a 50% or greater chance that the carryforward will not be used. Accordingly, the potential tax benefit of the loss carryforward is offset by a valuation allowance of the same amount.

## Prepaid Expenses

At September 30, 2006 our Balance Sheet shows prepaid expenses of \$103,592 compared to \$3,186 for the same period in 2005. The increase is due to the issuance of 325,000 shares in consideration of investor relations services to be rendered. \$33,312 of the total amount of the investor relations contract was expensed in the last quarter of the reporting period.

## Liquidity and Capital Resources

At September 30, 2006, we had cash on hand of \$468,826. We also had accounts receivable of \$102,720, \$85,854 of the amount is the expected sales tax refund, receivable in the first quarter of 2007. We also had income taxes recoverable of \$9,794 and estimated investment tax credits receivable of \$94,664.

At September 30, 2006, we had accounts payable and accrued liabilities of \$161,885. Of these liabilities, approximately \$26,000 was payable to shareholders and \$105,987 was due for legal and accounting expenses in connection with the transaction in April 28, 2006. Our current portion of the long term debt was \$12,540.



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At September 30, 2006, we had an operating line of credit in place with a maximum of \$45,000 of which \$0 was borrowed.

Management believes that our cash supply and expected tax refunds will be sufficient to satisfy our cash requirements for the next eight to ten months, even in the unlikely event, that no additional revenue would be received in the next months.

At September 30, 2006, we had total assets of \$943,186 and shareholders' equity of \$586,356.

### Off-Balance Sheet Arrangements

We have no off-balance sheet arrangements.

### Forward-Looking and Cautionary Statements

This report contains certain forward-looking statements that involve risks and uncertainties relating to, among other things, our future financial performance or future events. Forward-looking statements give management's current expectations, plans, objectives, assumptions or forecasts of future events. All statements other than statements of current or historical fact contained in this Form 10QSB, including statements regarding our future financial position, business strategy, budgets, projected costs and plans and objectives of management for future operations, are forward-looking statements. In some cases, you can identify forward-looking statements by terminology such as "anticipate," "estimate," "plans," "potential," "projects," "ongoing," "expects," "management believes," "we believe," "we intend," and similar expressions. These statements involve known and unknown risks, estimates, assumptions and uncertainties that could cause actual results to differ materially from the results set forth in this Form 10-QSB. You should not place undue reliance on these forward-looking statements. You should be aware that our actual results could differ materially from those contained in the forward-looking statements due to a number of factors such as:

lack of product revenues

successful completion of clinical trials and obtaining regulatory approval to market

ability to protect our intellectual property

dependence on collaborative partners

ability to generate positive cash flow

ability to raise additional capital if and when

necessary dependence on key personnel;

competitive factors;

the operation of our business; and

general economic conditions.

These factors should be considered carefully and readers are cautioned not to place undue reliance on such forward looking statements. These forward-looking statements speak only as of the date on which they are made, and except to the extent required by federal securities laws, we undertake no obligation to update any forward-looking

statements to reflect events or circumstances after the date on which the statement is made or to reflect the occurrence of unanticipated events. In addition, we cannot assess the impact of each factor on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements.

Item 3. Controls and Procedures.

As of the end of the period covered by this report, we carried out an evaluation, under the supervision and with the participation of management, including our chief executive officer and principal financial officer, of the effectiveness of the design and operation of our disclosure controls and procedures as defined in Rules 13a-15(e) and 15d-15(e) of the Securities Exchange Act of 1934. Based upon that evaluation, our chief executive officer and principal financial officer concluded that our disclosure controls and procedures are effective to cause the material information required to be disclosed by us in the reports that we file or submit under the Exchange Act to be recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms. There have been no significant changes in our internal controls or in other factors which could significantly affect internal controls subsequent to the date we carried out our evaluation.

PART II

Item 1. Legal Proceedings

There are no material pending legal proceedings to which we are a party or to which any of our property is subject and to the best of our knowledge, no such actions against us are contemplated or threatened.

**Item 2. Unregistered Sales of Equity Securities and Use of Proceeds**

In connection with our acquisition of IntelGenx, we issued the following unregistered shares of our common stock:

3,191,489 shares of our common stock issued to 34 shareholders of IntelGenx in exchange for 3,191,489 IntelGenx common stock;

325,000 shares of our common stock issued as a non-refundable retainer, and in full payment of investor relations services to be rendered by Mr. Patrick J. Caruso pursuant to an agreement entered into between us and Mr. Caruso, and

100,000 shares of common stock issuable upon the exercise of purchase warrants issued to Mr. Caruso in exchange for 100,000 common stock purchase warrants of IntelGenx.

We also acquired, through Exchangeco, 10,991,000 shares of IntelGenx, held by its principal shareholders pursuant to a share exchange agreement dated April 10, 2006, in exchange for 10,991,000 Class A special shares of Exchangeco. The Exchangeco special shares are convertible into shares of our common stock on a one for one basis.

Item 3. Defaults Upon Senior Securities

This Item is not applicable.

## Edgar Filing: IntelGenx Technologies Corp. - Form 424B3

### Item 4. Submission of Matters to a Vote of Security Holders

We held our annual meeting of shareholders on August 10, 2006.

At the meeting each of our directors was unanimously approved by the shareholders. In addition, the following matters were unanimously approved by the shareholder:

The shareholders approved the change of the company name from Big Flash Corp. to IntelGenx Technologies Corp. The appointment of RSM Richter as independent accountants for 2006 and 2007 was approved by the shareholders.

The Terms of the IntelGenx 2006 Stock Option Plan were approved by the shareholders.

### Item 5. Other Information

This Item is not applicable.

### Item 6. Exhibits

#### (a) Exhibits:

##### Exhibit 31.1

Certification of C.E.O. Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

##### Exhibit 31.2

Certification of Principal Accounting Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

##### Exhibit 32.1

Certification of C.E.O. pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

##### Exhibit 32.2

Certification of Principal Accounting Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

SIGNATURES

In accordance with the requirements of the Securities Exchange Act of 1934, the Registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**INTELGENX TECHNOLOGIES CORPORATION**

Date: November 14, 2006 By: /S/Horst Zerbe

Horst Zerbe  
President, C.E.O. and  
Director

Date: November 14, 2006 By: /S/Joel Cohen

Joel Cohen  
Chief Financial  
Officer and  
Director



Exhibit 31.1

CERTIFICATION PURSUANT TO  
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Horst Zerbe, Chief Executive Officer of the IntelGenx Technologies Corporation (the "registrant"), certify that:

1. I have reviewed this quarterly report on Form 10-QSB of IntelGenx Technologies Corporation;
2. Based on my knowledge, this quarterly 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 quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly 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 quarterly 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)) for the registrant and we have:
  - a) designed such disclosure controls and procedures 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 quarterly report is being prepared;
  - b) evaluated the effectiveness of the small business issuer'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
  - c) 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; and
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 registrant's board of directors (or persons performing the equivalent function):
  - a) all significant deficiencies and material weaknesses in the design or operation of our financial reporting internal controls 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.

Date: November 16, 2006

/s/ Horst Zerbe

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Horst Zerbe  
Chief Executive Officer

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Exhibit 31.2

CERTIFICATION PURSUANT TO  
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Joel Cohen, Principal Accounting Officer of IntelGenx Technologies Corporation (the "registrant"), certify that:

1. I have reviewed this quarterly report on Form 10-QSB of IntelGenx Technologies Corporation;
2. Based on my knowledge, this quarterly 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 quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly 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 quarterly 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)) for the registrant and we have:
  - a) designed such disclosure controls and procedures 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 quarterly report is being prepared;
  - b) evaluated the effectiveness of the small business issuer'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
  - c) 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; and
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 registrant's board of directors (or persons performing the equivalent function):
  - a) all significant deficiencies and material weaknesses in the design or operation of our financial reporting internal controls 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.

Date: November 16, 2006

/s/ Joel Cohen

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Joel Cohen  
Principal Accounting Officer

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Exhibit 32.1

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

In connection with the Quarterly Report of IntelGenx Technologies Corporation (the "Company") on Form 10-QSB for the period ending September 30, 2006, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Horst Zerbe, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Sec. 1350, as adopted pursuant to Sec. 906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge and belief:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/s/ Horst Zerbe

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Horst Zerbe  
Chief Executive Officer  
November 16, 2006

A signed original of this written statement required by Section 906, or other document authenticating, acknowledging, or otherwise adopting the signature that appears in typed form within the electronic version of this written statement has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request. The foregoing certifications are accompanying the Company's Form 10-QSB solely pursuant to section 906 of the Sarbanes-Oxley Act of 2002 (subsections (a) and (b) of section 1350, chapter 63 of title 18, United States Code) and is not being filed as part of the Form 10-QSB or as a separate disclosure document.

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Exhibit 32.2

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

In connection with the Quarterly Report of IntelGenx Technologies Corporation (the "Company") on Form 10-QSB for the period ending September 30, 2006, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Joel Cohen, Principal Accounting Officer of the Company, certify, pursuant to 18 U.S.C. Sec. 1350, as adopted pursuant to Sec. 906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge and belief:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/s/ Joel Cohen

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Joel Cohen  
Principal Accounting Officer  
November 16, 2006

A signed original of this written statement required by Section 906, or other document authenticating, acknowledging, or otherwise adopting the signature that appears in typed form within the electronic version of this written statement has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request. The foregoing certifications are accompanying the Company's Form 10-QSB solely pursuant to section 906 of the Sarbanes-Oxley Act of 2002 (subsections (a) and (b) of section 1350, chapter 63 of title 18, United States Code) and is not being filed as part of the Form 10-QSB or as a separate disclosure document.

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**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 10-KSB**

Annual Report Under Section 13 or 15(d) of the Securities and Exchange Act of 1934 for the fiscal year ended: **December 31, 2006**

Transition Report Pursuant to Section 13 or 15(d) of the Securities and Exchange Act of 1934 for the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: **000-31187**

**IntelGenx Technologies Corp.**

(Name of Small Business Issuer in its Charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**87-0638336**

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

**6425 Abrams, Ville Saint Laurent, Quebec, H4S 1X9**

(Address of principal executive offices)

**(514) 331-7440**

(Issuer's telephone number, including area code)

Securities registered pursuant to Section 12(g) of the Exchange Act:

Title of Each Class

**Common Stock (\$0.00001 par value)**

Check whether the issuer: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act of 1934 during the past 12 months (or for such shorter period that the issuer was required to file such reports), and (2) has been subject to such filing requirement for the past 90 days. YES  NO

Check if there is no disclosure of delinquent filers in response to Item 405 of Regulation S-B contained in this form, and that no disclosure will be contained, to the best of issuer's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-KSB or any amendment to this Form 10-KSB.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

YES  NO

Issuer's revenues for its most recent fiscal year ended December 31, 2006 were \$265,901. The aggregate market value of the issuer's common stock (the only class of voting stock) held by non-affiliates was approximately \$5,525,808 based on the average closing bid and ask price of \$1.08 for the common stock on March 15, 2007.

As of March 16, 2007 there were 16,007,489 shares outstanding of the issuer's common stock.

**IntelGenx Technologies Corp.**

**FORM 10-KSB**

For the Year Ended December 31, 2006

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## **SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS**

This Annual Report on Form 10-KSB for the year ended December 31, 2006 includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). All statements, other than statements of historical fact, contained in this Annual Report constitute forward-looking statements. In some cases you can identify forward-looking statements by terms such as "may," "intend," "might," "will," "should," "could," "would," "expect," "believe," "estimate," "anticipate," "predict," "project," "potential," or the negative of these terms and similar expressions intended to identify forward-looking statements.

Forward-looking statements are based on assumptions and estimates and are subject to risks and uncertainties. We have identified in this Annual Report some of the factors that may cause actual results to differ materially from those expressed or assumed in any of our forward-looking statements. There may be other factors not so identified. You should not place undue reliance on our forward-looking statements. As you read this Annual Report, you should understand that these statements are not guarantees of performance or results. Further, any forward-looking statement speaks only as of the date on which it is made and, except as required by law, we undertake no obligation to update any forward-looking statement to reflect events or circumstances after the date on which it is made or to reflect the occurrence of anticipated or unanticipated events or circumstances. New factors emerge from time to time that may cause our business not to develop as we expect and it is not possible for us to predict all of them. Factors that may cause actual results to differ materially from those expressed or implied by our forward-looking statements include, but are not limited to, those described under the heading "Risk Factors" beginning on page 12, as well as the following:

- Our limited operating history and business development;
- Our history of operating losses, which we expect to continue;
- Our ability to generate enough positive cash flow to pay our creditors;
- Our dependence on key personnel;
- Our need to attract and retain technical and managerial personnel;
- Our ability to execute our business strategy;
- Intense competition with established leaders in the drug delivery industry;
- Our ability to protect our intellectual property and proprietary technologies;
- Costs associated with potential intellectual infringement claims asserted by a third party;
- Our exposure to product liability claims resulting from the use of our products;
- General economic and capital market conditions, including political and economic uncertainty in various areas of the world where we do business;
- Our exposure to unanticipated and uncontrollable business interruptions;
- Pricing and product actions taken by our competitors;
- Financial conditions of our customers;
- Customers' perception of our financial condition relative to that of our competitors;
- Changes in United States or foreign tax laws or regulations;
- Reliance upon suppliers and risks of production disruptions and supply and capacity constraints;
- Our dependence on our pharmaceutical partners;
- Costs of raw materials and energy;
- Unforeseen liabilities arising from litigation;
- Our ability to successfully complete the integration of any future acquisitions;
- Our exposure to undisclosed liabilities of the public shell corporation;
- Our ability to project the market for our products based upon estimates and assumptions; and
- Our ability to obtain approvals needed to market our products.

## PART I

### ITEM 1. DESCRIPTION OF BUSINESS

In this annual report on Form 10-KSB, the "Company," "IntelGenx" "we," "us," and "our," refer collectively to IntelGenx Technologies Corp. and IntelGenx Corp., our wholly-owned Canadian subsidiary ("IntelGenx").

#### Company Structure

The Company, formerly known as Big Flash Corp., was incorporated Delaware on July 27, 1999. We did not have any operations prior to the acquisition of IntelGenx. On April 28, 2006, the Company, directly and indirectly through its Canadian holding corporation, completed the acquisition of 100% of the issued and outstanding shares and warrants of IntelGenx. IntelGenx, incorporated on June 15, 2003, has continued its operations as our subsidiary. See "--The IntelGenx Acquisition").

Our principal office is located at 6425 Abrams, Ville St-Laurent, Montreal, Quebec, H4S 1X9. Our website is at [www.IntelGenx.com](http://www.IntelGenx.com). Information on our website is not included or incorporated by reference into this Annual Report.

#### *Inter-corporate Relationships*

#### General Business Overview

We are a drug delivery company focusing on the development of oral controlled-release products both for the branded and generic pharmaceutical market as well as novel oral drug delivery systems. We have positioned ourselves as a provider of product development services to the pharmaceutical industry, focusing on the development of products that are based on our proprietary oral drug delivery technologies. Drug delivery systems are an important tool in the hand of the physician to optimize drug therapy. For the pharmaceutical industry, they represent an opportunity to extend the market exclusivity and thereby the product lifecycle for drugs that are about to lose patent protection. According to a report by CMR International, products incorporating drug delivery systems represented 13% of the US\$337 billion global pharmaceutical market with sales of US drug delivery products totaling \$35 billion in 2006. The oral drug delivery segment of the market continues to be the largest with sales totaling \$21 billion in 2006. CR (Controlled Release) dosage forms make up an important part of the oral drug delivery market. These advanced delivery technologies provide the patient with the required amount of medication over a pre-determined, prolonged



period of time, preferably over 24 hours. Because of the reduced fluctuation of the active drug in the blood, these advanced products are safer and more tolerable than conventional dosage forms and show better patient compliance. In order to utilize the full therapeutic potential of a drug, the pharmaceutical industry has been moving towards designing intelligent delivery systems in addition to the development of new drugs as a means of more cost-efficiently meeting the requirements of new therapeutic trends.

We currently have two unique, proprietary drug delivery platform technologies that we use to develop products: a Tri-Layer Tablet (1) technology which allows for the development of oral controlled release products, and a Quick Release Wafer (2) technology for the rapid delivery of pharmaceutically active substances to the oral cavity. Our Tri-layer platform technology is very versatile and is aimed at reducing manufacturing costs significantly as compared to competing delivery technologies. The Quick Release Wafer technology allows for the instant delivery of pharmaceuticals to the oral mucosa.

Our business strategy is to develop pharmaceutical products based on our proprietary drug delivery technologies and license the commercial rights to competent partner companies once the viability of the product has been demonstrated. In addition to entering into partnering arrangements that provide for full funding of the project, we anticipate that we may undertake full development of certain products without seeking a partner until the product reaches the marketing and distribution stage. We will assess the potential for successful development of a product and associated costs, and then determine at which stage it is most prudent to seek a partner, balancing such costs against the potential for additional returns earned by partnering later in the development process.

### **Technology Platforms**

Our Tri-Layer platform technology (1) represents a new generation of controlled release layered tablets to modulate the release of active compounds. The technology is based on a tri-layer tablet with an active core layer and two erodible cover layers. The release of the active from the core matrix initially occurs in a first-order fashion. As the erodible layers start to disintegrate, the permeation of the active ingredient through the cover layers increases. The Tri-Layer tablet can thus produce quasi-linear (zero-order) kinetics for releasing a chemical compound over a desired period. The erosion rate of the cover layers can be customized according to the physico-chemical properties of the active drug. In addition, our multi-layer technology offers the opportunity to develop combination products in a regulatory-compliant format.

Our Quick Release Wafer (2) is made up of a thin (25-35 micron) polymeric film comprised of USP components that are safe and approved by the Food and Drug Administration (FDA) for use in food, pharmaceutical, and cosmetic products. Derived from the edible film technology used for breath strips and initially developed for the instant delivery of savory flavors to food substrates, the Instant Delivery Film has distinct advantages over existing fast dissolving oral tablets which, management believes, make it the application system of choice for indications requiring rapid onset of action like migraine, motion sickness and nausea.

### **Product Portfolio**

We have assembled a product portfolio that includes a blend of generic products that management believes will generate short-term revenues and high-potential opportunities that are based on our proprietary delivery technology.

INT0001/2004. This is the most advanced generic product involving our trilayer technology. Equivalency with the reference product Toprol XL and its European equivalent Beloc-ZOK has been demonstrated *in-vitro*. The product has been tested in phase I studies.

INT0003/2005. We have entered a development agreement with Cary Pharmaceuticals for the development of a once-daily tablet product containing an antidepressant and a nicotine antagonist. The product is intended for smoking cessation.

INT0004/2006. The formulation development for an antidepressant has been completed and clinical (phase I) development has commenced.

INT0005/2005. We are developing a bilayer tablet containing a fixed-dose combination of a non-steroidal anti-inflammatory drug and a synthetic prostaglandin. Formulation development is completed and a pilot bio batch has been manufactured.

INT0006/2005. We have entered into a development agreement with Novavax Inc., a pharmaceutical company based in Malvern, PA for the development and manufacturing of a prenatal vitamin supplement product involving our proprietary manufacturing technology and expect to commence commercialization of the product in late 2007.

INT10/2006. We have entered into a development agreement with Cannasat Therapeutics Inc. for the development of a sublingual tablet product containing a cannabinoid-based active for the treatment of nausea in cancer patients undergoing chemotherapy.

INT0007/2006. A wafer product based on our proprietary edible film technology is in its early development stage. The product is intended for the treatment of erectile dysfunction (ED).

The key product opportunities are summarized in the following table:

<b>Product</b>	<b>Indication</b>	<b>Status</b>
INT0001/2004	CHF, Hypertension	Pivotal batches in preparation
INT0003/2005	Smoking cessation	Pilot biostudy ongoing
INT0004/2006	Antidepressant	Pilot biobatch completed
INT0010/2006	delta-9-THC	Early formulation development
INT0006/2005	Pre-natal vitamin supplement	Manufacturing scale-up
INT0005/2005	Osteoarthritis	Pilot batch completed.
INT0007/2006	ED	Pre-formulation activities

### **Our Strategy**

Our business strategy is to develop pharmaceutical products based on our proprietary oral controlled-release drug delivery technologies and license the commercial rights to competent partner companies once the viability of the product has been demonstrated in exchange for down payments, milestone fees and royalties. These potential partners would then fund the development of the products until completion and handle the regulatory approval process of the product with the FDA and/or other regulatory bodies. The partners would also be responsible for the marketing and distribution of the product(s). In order to increase revenue, we plan to take selected high-potential pharmaceutical product candidates through the entire development process ourselves and attempt to sign distribution agreements with potential partners at a later stage. This strategy is aimed at adding value to the projects at the development stage, thus creating higher down payments and larger royalty payments on sales.

Our main growth strategies include (1) lifecycle management opportunities of existing products, (2) generic drugs with high barriers to entry, (3) vitamin combination products, and (4) new drug delivery technologies.

### **Lifecycle Management Opportunities**

To achieve our goal of creating attractive business opportunities, we have undertaken a strategy under which we will position our delivery technology as an opportunity for lifecycle management of products for which the patent protection of the active ingredient is about to expire. While the substance patent cannot be extended, patent protection can be obtained for a new and improved formulation, which has to be filed with the FDA under a 505(b)(2) application. The first formulation for a respective active ingredient which is filed with the FDA under a 505(b)(2) application, will have up to three years of market exclusivity after product launch. Based on past partnerships between third party drug delivery companies and pharmaceutical companies, management believes that pharmaceutical companies will partner with drug delivery companies which possess innovative technologies to develop these special dosage formulations.

We source our 505(b)(2) eligible projects in two ways: either we develop a potential product to proof of concept stage and then solicit potential pharmaceutical partners, or potential partners approach us directly or through the use of an intermediary with a particular product candidate for the company to work on. The pharmaceutical partners provide the funding required for the product development and in return get the exclusive distribution rights for the products. We receive from our partners, development milestone payments and royalties upon commercialization. We believe that these "505(b)(2) products" represent the most lucrative opportunity for us to date.

### **Generic Drugs with High Barriers to Entry**

We will also pursue generic drugs that are not 505(b)(2) candidates but that have certain barriers to entry, e.g. where product development and manufacturing are more complex and therefore limit the number of potential entrants into the generic market. We will work on such projects if there is a strong chance to be first to market. An example of such a product is the company's INT0005/2005, a fixed-dose combination medication requiring complex formulation and manufacturing technology. In this case, we believe that we have a chance of being first to file and therefore command a lead presence in this market.

### **Vitamin Combination Products**

We plan to develop more products using the proprietary technology we developed for our prenatal vitamin and mineral supplement. The advantage of developing products for the vitamin and mineral supplement market is that this market is large and current products are homogeneous differentiating themselves mostly on price. With our unique technology that increases the active ingredients' absorption rates, we believe that we can successfully differentiate ourselves from competing products in the market place. We believe that these types of products represent shorter term revenue opportunities for us since these products are not regulated as pharmaceutical products and do not require FDA approval, thereby significantly reducing the time to market of these products.

### **New Drug Delivery Technologies**

Our prenatal vitamin supplement is an example of how we are using our technological know how to develop alternate technology platforms. As we continue to work with various partners on different products, we believe that we will have the opportunity to develop new proprietary technologies that may open up new market sectors for us in the future.

### **Competition**

The pharmaceutical industry is highly competitive and is affected by new technologies, governmental regulations, healthcare legislation, availability of financing, litigation and other factors. Many of our competitors have longer

operating histories and greater financial, technical, marketing, legal and other resources than us. In addition, many of our competitors have significantly greater experience than we have in conducting clinical trials of pharmaceutical products, obtaining FDA and other regulatory approvals of products, and marketing and selling approved products. We expect that we will be subject to competition from numerous other entities that currently operate or intend to operate in the pharmaceutical and specialty pharmaceutical industry.

The key factors affecting the success of our drug delivery products are likely to include, among other things:

- the safety and efficacy of our products;
- the relative speed with which we can develop products;
- generic competition for any product that we will develop;
- our ability to defend our existing intellectual property and to broaden our IP and technology base;
- our ability to differentiate our products; and

In order to establish ourselves as a viable industry partner and secure stable growth, we have to continue to invest in Research and Development (R&D) in order to further strengthen our technology base, and be able to manufacture our products through our manufacturing partner at competitive costs.

### **Our Competitive Strengths**

We believe that our key competitive strengths include:

- Our intellectual property;
- The versatility of our drug delivery technology ; and
- The manufacturing cost savings associated with our technology.

### **Manufacturing Partnership**

We have established a strategic partnership with Keata Pharma Inc., a wholly owned subsidiary of PharmEng International Inc. based in Markham, Ontario. Under this partnership, Keata Pharma provides pharmaceutical manufacturing services to us and promotes our product development services to interested pharmaceutical companies. In addition, we are co-developing generic products with Keata for the European generic market. We do not anticipate any raw material shortages for the products that we are currently developing.

### **Dependence on Major Customers**

We do not rely on any one or a few major customers for our end products. We do however depend on a few partners for the development of new products, to obtain approval from regulatory bodies such as the FDA to commercialize these products and for the successful distribution of these products.

### **Intellectual Property and Patent Protection**

We plan to aggressively continue to protect our intellectual property and technology by applying for patent protection in the United States and in the most relevant foreign markets in anticipation of future commercialization opportunities.

We intend to file core technology patents covering the use of our platform technologies in any pharmaceutical products. We also rely on trade secrets, common law trademark rights and trademark registrations and intend to protect our intellectual property through non-disclosure agreements, license agreements and appropriate restrictions and controls on the distribution of information.

The following table is a list of our issued and pending patents:



Date submitted / issued

Patent No.	Title	Subject	Date submitted / issued
US 6,231,957	Rapidly disintegrating flavor wafer for flavor enrichment	The composition, manufacturing, and use of rapidly disintegrating flavored films for releasing flavors to certain substrates	May 15, 2001
US 6,660,292	Rapidly disintegrating film for precooked foods	Composition and manufacturing of flavored films for releasing flavors to precooked food substrates	December 9, 2003
US 7,132,113	Flavored film	Composition and manufacturing method of multi-layered films	April 16, 2002
US Appl. 11/647,033	Multilayer Tablet	Formulation and Method of Preparation of Multilayered Tablets	December 30, 2005
US Appl. 11/635,361	Multi-Vitamin And Mineral Supplement	Formulation And Method of Preparation of Prenatal Multivitamin Supplement	December 7, 2005
PCT/CA2006/000336; US Appl. 11/403,262	Delayed Release Oral Dosage Form And Method Of Making Same	Formulation And Method Of Making Bilayer Tablets Containing Delayed-Release Diclofenac And Misoprostol	