

**IROC SYSTEMS CORP. TO COMPLETE A
PRIVATE PLACEMENT OF DEBENTURES**

Calgary, AB/August 5, 2005/Tom Alford, President and CEO of IROC Systems Corp. ("IROC" or the "Company") (TSX Venture Exchange: "ISC") announced today that the Company intends on completing a private placement of a minimum of \$5,000,000 and a maximum of \$7,500,000 worth of three (3) year 8% unsecured debentures. The debentures will be offered in multiples of \$1,000 and for each \$1,000 of debentures purchased subscribers will also receive 150 warrants to purchase common shares of IROC, with each warrant exercisable into one common share of IROC at a price of \$2.50 for the first two (2) years and at a price of \$2.70 for the third year of the warrant.

It is anticipated that the closing of the offering will occur on August 17, 2005. The completion of the private placement is subject to a number of conditions, including, but not limited to, the prior receipt of all required approvals including the acceptance of the TSX Venture Exchange.

About IROC Systems Corp.

IROC Systems Corp. is an Alberta based oilfield services company that has provided equipment and personnel in the area of downwind air quality monitoring and safety services to the energy sector since 1982. IROC has developed key technologies to address remote air quality monitoring, designed and deployed new air breathing systems and provides a full line of safety services for drilling, completion, production and plant shut down operations. Additionally, IROC operates service rigs across Central and Southern Alberta through its wholly owned subsidiary Eagle Well Servicing Corp., and is active in the area of environmental remediation and reclamation through its subsidiary Canstar Environmental Corp.

FOR FURTHER INFORMATION PLEASE CONTACT:

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Forward Looking Information

This new release contains forward looking information. Implicit in this information, particularly in respect of the closing of the transaction discussed herein, although considered reasonable by IROC at the time of preparation, may prove to be incorrect. These forward looking statements are based on certain assumptions that involve a number of risks and uncertainties and are not guarantees of future performance. Actual results may differ material as a result of changes in IROC's plans, changes in commodity prices, general economic, market and regulatory and business conditions as well as other risks associated with the oil and gas generally. There is no guarantee by IROC that actual results achieved will be the same as those forecasted.

COMPLETION OF THIS TRANSACTION IS SUBJECT TO A NUMBER OF CONDITIONS, INCLUDING BUT NOT LIMITED TO TSX VENTURE EXCHANGE ACCEPTANCE. THERE ARE NO ASSURANCES THAT THE TRANSACTION WILL BE COMPLETED AS PROPOSED OR AT ALL.

THE TSX VENTURE EXCHANGE HAS IN NO WAY PASSED ON THE MERITS OF THE PROPOSED TRANSACTION AND HAS NEITHER APPROVED NOR DISAPPROVED THE CONTENTS OF THIS PRESS RELEASE.