

10<sup>th</sup> May, 2007

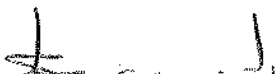
The Manager  
The Company Announcements Office  
Australian Securities Exchange

Dear Sir / Madam,

**Integrated Shareholders Approve Scheme of Arrangement**

Please see the attached release regarding the outcome of the Scheme Meeting held earlier today.

Yours faithfully,  
For and on behalf of  
Integrated Group Ltd



**STEPHEN LEACH**  
**COMPANY SECRETARY**

Attch

**ASX ANNOUNCEMENT**

**10 May 2007**

## **INTEGRATED SHAREHOLDERS APPROVE SCHEME OF ARRANGEMENT**

A shareholder meeting was held today at which Integrated Group Limited (**Integrated**) shareholders voted in favour of the proposed acquisition of all of the issued shares of Integrated by Programmed Maintenance Services Limited (**Programmed**) under a Scheme of arrangement between Integrated and its shareholders (**Scheme**). The result is consistent with the unanimous recommendation made by the Directors of Integrated to shareholders to vote in favour of the Scheme.

The Scheme remains subject to approval by the Federal Court of Australia (**Court**).

If the Scheme is approved by the Court at a hearing scheduled for Friday, 25 May 2007, no further action is required by shareholders. Subject to Court approval, Integrated intends to lodge the Court order with the Australian Securities and Investments Commission (**ASIC**) on Monday, 28 May 2007 (which will become the **Effective Date** of the Scheme) and Integrated shares will cease trading on the ASX at close of trading on that date. The date and time for determining shareholders' entitlement to the Scheme consideration (described below) will be Monday, 4 June 2007 at 5:00pm (**Record Date**).

Integrated will make a further announcement following the granting of Court orders.

Shareholders registered on the Record Date will be entitled to receive \$1.25 in cash and 0.26 Programmed shares for each Integrated share they hold. As holders of new Programmed shares, Integrated shareholders will also be entitled to receive any final dividend declared by Programmed for the year ending 31 March 2007.

The cash component of the Scheme consideration will be paid to Integrated shareholders by cheque or deposit of funds on or about 7 June 2007 (the **Implementation Date** under the Scheme). The Programmed share component of the Scheme consideration will be issued to Integrated shareholders on the same date and a holding statement issued to each shareholder shortly thereafter (Ineligible Foreign Holders should refer to section 7.6 of the Scheme booklet for further detail).

Further detail regarding timing of payment of Scheme consideration is set out in section 1 of the Scheme booklet.

## Proxies received

In accordance with section 251AA of the Corporations Act 2001, we advise that the following proxies were received for the resolution set out in the Notice of Meeting and which is set out below:

	Number of Shares	% of Votes	Number of Shareholders
Directed 'FOR' the Resolution	48,569,345	93.01%	369
Directed 'AGAINST' the Resolution	42,744	0.08%	7
Directed to 'ABSTAIN'	0	0%	0
Open proxies	3,609,585	6.91%	41
<b>Total</b>	<b>52,221,674</b>	<b>100%</b>	<b>417</b>

## Results of meetings

The following resolution was voted on at today's meeting by way of a poll:

*"That, pursuant to and in accordance with section 411 of the Corporations Act, the scheme of arrangement (which is described in the Scheme Booklet of which the notice convening this meeting forms part) proposed to be entered into between the Company and its fully paid ordinary shareholders is approved and should be implemented (with or without modification as approved by the Federal Court of Australia)"*

Direct and proxy voting numbers cast on the resolution were as follows:

	Number of Shares	% of Votes	Number of Shareholders	% of Shareholders
Votes cast 'FOR' the Resolution	52,339,393	99.92%	413	98.33%
Votes cast 'AGAINST' the Resolution	42,744	0.08%	7	1.67%
Votes ABSTAINING from the Resolution	0	0%	0	0%
<b>Total Votes</b>	<b>52,382,137</b>	<b>100%</b>	<b>420</b>	<b>100%</b>

The resolution was carried by a majority of shareholders who voted and by more than 75% of votes cast.

## Advisers

Calburn Partnership is acting as financial adviser to Integrated and Cochrane Lishman is acting as legal adviser.

For further information contact:

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