



Australian Stock Exchange
Company Announcements Platform
30 December 2008

UXC Limited
ABN 65 067 682 928

MARKET ANNOUNCEMENT

UXC Take-over Offer for Ingena Closes; Will Proceed to Compulsory Acquisition

UXC Limited has today announced acceptances totalling 94.45% of the outstanding shares of Ingena Group Limited (Ingena) pursuant to its off-market takeover bid dated 12 November 2008. The offer closed as scheduled on 29 December 2008. UXC hereby gives notice that it will compulsorily acquire those shares that it does not already own as and from date of this announcement.

A notice of compulsory acquisition following takeover bid that is being despatched to dissenting shareholders is attached.

For more information please contact:

Mr Geoff Lord
Executive Chairman
UXC Limited
(613) 9941 3100

Mr Mark Hubbard
Finance Director /
Company Secretary
UXC Limited
(613) 9224 5757

Toll free shareholder information line:
1800 092 092
www.uxc.com.au

ABOUT UXC LIMITED

UXC Limited is an S&P / ASX 300 listed Australian business solutions company. UXC has a successful history of creating shareholder wealth and has established a strong track record in growing revenue, earnings, EPS and dividends over an extended period. Revenue of some \$700 million is targeted for the 2009 financial year, and the group employs some 3,500 employees. UXC aims to be Australasia's leading Solutions House and the investment of choice in the Information Technology sector.

UXC provides its services through four divisions:

Business Solutions Group: providing ICT Solutions in Consulting, Business Applications and Infrastructure

Professional Solutions Group: Providing Management Consulting, Software and Systems Integration, and Technical Services to industry and governments

Field Solutions Group: Providing outsourced infrastructure and environmental solutions to utilities and governments

Intellectual Property Ventures Group: engaged in the identification, development and commercialisation of intellectual property

ASIC registered agent number

lodging party or agent name

Freehills

Office, level, building name or

Level 43

PO Box No.

street number & name

101 Collins Street

suburb/city

Melbourne

state/territory VIC

postcode 3000

telephone

61 3 9288 1234

facsimile

61 9228 1567

DX Number

240 Melbourne suburb/city Melbourne

Reference

ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **6021**

Notice of

**compulsory acquisition
following takeover bid**Corporations Act 2001
661B(1)(a)

To _____ (1)

Securities of **Ingena Group Limited** (ACN 086 879 012) (2) (**the Company**).

1. Under an Off Market Bid offers were made by UXC Profesional Solutions Pty Ltd (ACN 289 721 862) (**Bidder**) (3) in respect of the acquisition of all the ordinary shares (4) in the Company. The offers closed at 7pm (Melbourne time) on 29 December 2008 (5)
2. You are, or are entitled to be, registered as the holder of securities in respect of which an offer was made, but have not accepted the takeover offer.
3. The bidder hereby gives you notice under subsection 661B(1) of the Corporations Act 2001 ('the Act') that the bidder has become entitled pursuant to subsection 661A(1) of the Act to compulsorily acquire your securities and desires to acquire those securities.
4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.
5. Under section 661E of the Act, you have the right, within one month after being given this notice or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, to apply to the Court for an order that the securities not be compulsorily acquired.
6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before the end of the offer period.
7. Unless on application made by you under section 661E within one month after being given this notice (as referred to in paragraph 6 of the notice) or within 14 days after being given a statement under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, the Court otherwise orders, the bidder must comply with paragraph 6 of this notice.

Signatureprint name **Mark Hubbard**capacity **Director**

sign here



date 30/12/2008

DIRECTIONS

- * Delete whichever does not apply.
- (1) Name and address of holder.
 - (2) Name of target company or body.
 - (3) Name of bidder.
 - (4) Insert description of class of securities to which the bid related.
 - (5) Insert date offers closed or are scheduled to close.
 - (6) Insert paragraph 5 only where alternative terms are included in the offer.
 - (7) Insert details of alternative terms.
 - (8) Set out the terms that will apply.