

Freehills**Fax****Takeover bid by UXC Professional Solutions Pty Ltd for Ingena
Group Limited
Notice of status of defeating conditions**

Matter Ingena 81460243

From Andrew Clyne 19 December 2008
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To Company Announcements Office
ASX Limited
Attn: Kate Kidson
Fax 1300 135 638

Please see attached.

If you are not the intended recipient:

- please phone the sender immediately (reverse charges)
- you must not disclose or use the information

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Freehills

The Manager
Company Announcements Office
ASX Limited
1300 135 638

19 December 2008
Matter 81460243
By fax

Dear Sirs

**Takeover bid by UXC Professional Solutions Pty Ltd for Ingena
Group Limited
Notice of status of defeating conditions**

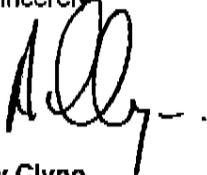
We act for UXC Professional Solutions Pty Ltd in relation to its offers under its off-market takeover bid for all the ordinary shares in Ingena.

We are pleased to announce that we have received acceptances in respect of over 90% of Ingena's total share capital.

We enclose, by way of service pursuant to section 630(5)(b) of the *Corporations Act 2001* (Cth), the notice of the status of the defeating conditions to the offers required by section 630(3) of the *Corporations Act 2001* (Cth).

The takeover offers are currently scheduled to close at 7pm (Melbourne time) on 29 December 2008.

Yours sincerely,



Andrew Clyne
Partner
Freehills

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Doc 553161.4



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UXC Professional Solutions Pty Ltd ACN 089 721 862

Notice of status of defeating conditions

To: ASX Limited; and

Ingena Group Limited ACN 086 879 012 (Ingena)

UXC Professional Solutions Pty Ltd (**UXC Professional Solutions**) has made offers under an off-market takeover bid for all the ordinary shares in Ingena (**Offers**). The Offers are contained in a bidder's statement dated 12 November 2008 (**Bidder's Statement**).

For the purposes of section 630(3) of the *Corporations Act 2001* (Cth), UXC Professional Solutions gives notice that:

- 1 it has freed the Offers from the conditions in sections 12.8(a), 12.8(b), 12.8(c) and 12.8(d) (being all of the conditions to the Offers);
- 2 its voting power in Ingena is 90.55%.

date

19/12/08

Signed for and on behalf of
UXC Professional Solutions Pty Ltd
by

sign here

Director/Company Secretary

print name Mark Hubbard