

INTEGRATED ELECTRICAL SERVICES INC

Form 8-K

August 17, 2012

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

Current Report

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 16, 2012

Integrated Electrical Services, Inc.  
(Exact name of registrant as specified in Charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

001-13783  
(Commission  
File Number)

76-0542208  
(I.R.S. Employer  
Identification Number)

5433 Westheimer Road, Suite 500  
Houston, Texas 77056  
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (713) 860-1500

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2 (b))
  - Pre-Commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))
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Item 1.01. Entry into a Material Definitive Agreement.

On August 16, 2012, Integrated Electrical Services, Inc., a Delaware corporation (the “Company” or “we”), and certain of its present and future subsidiaries and affiliates, entered into Amendment No. 1 to the Agreement of Indemnity (the “Amendment”) with Chartis Property Casualty Company, Chartis Insurance Company of Canada, American Home Assurance Company, Commerce and Industry Insurance Company, Granite State Insurance Company, Lexington Insurance Company, National Union Fire Insurance Company of Pittsburgh, Pa., New Hampshire Insurance Company and The Insurance Company of the State of Pennsylvania (collectively, with any and all of their affiliates, subsidiaries, successors and assigns, the “Surety”). The Amendment memorialized the execution of a certain intercreditor agreement between the Surety and Wells Fargo, National Association.

The Amendment is attached hereto as Exhibit 10.1 and is incorporated herein by reference. The foregoing summary does not purport to be complete and is qualified in its entirety by reference to the Amendment.

Item 8.01. Other Events.

On August 9, 2012, the Company entered into a Credit and Security Agreement for a \$30,000,000 revolving credit facility (the “2012 Facility”) with Wells Fargo Bank, National Association. As previously disclosed in the Company's quarterly report on Form 10-Q for the quarter ended June 30, 2012, as a condition to the initial extension of credit under the 2012 Facility, the Company was required to deliver executed intercreditor agreements with each of the Company's current sureties on or before August 17, 2012. As of August 16, 2012, the Company has delivered all required intercreditor agreements and has satisfied all conditions with respect to the initial extension of credit under the 2012 Facility.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
10.1	Amendment No. 1 to Agreement of Indemnity, dated August 16, 2012, between Integrated Electrical Services, Inc. and certain of its present and future subsidiaries and affiliates and Chartis Property Casualty Company, Chartis Insurance Company of Canada, American Home Assurance Company, Commerce and Industry Insurance Company, Granite State Insurance Company, Lexington Insurance Company, National Union Fire Insurance Company of Pittsburgh, Pa., New Hampshire Insurance Company and The Insurance Company of the State of Pennsylvania, and any and all of their affiliates, subsidiaries, successors and assigns



Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

INTEGRATED ELECTRICAL SERVICES, INC.

Date: August 17, 2012

/s/ William L. Fiedler  
William L. Fiedler  
Senior Vice President and General Counsel

EXHIBIT INDEX

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