

INTEGRATED ELECTRICAL SERVICES INC  
Form 8-K  
May 10, 2007

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**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**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):

May 7, 2007

**INTEGRATED ELECTRICAL SERVICES, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation)

**001-13783**

(Commission  
File Number)

**76-0542208**

(IRS Employer  
Identification No.)

**1800 West Loop South, Suite 500  
Houston, Texas**

(Address of principal  
executive offices)

**77027**

(Zip Code)

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

(Former name or former address, if changed since last report): Not applicable

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)

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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))

**Item 1.01 Entry into a Material Definitive Agreement.**

On May 7, 2007, Integrated Electrical Services, Inc. (the Company ) entered into the Third Amendment, dated as of May 7, 2007 (the Third Amendment ), to the Term Loan Agreement, dated as of May 12, 2006 (as amended, the Term Loan Agreement ), with Eton Park Fund, L.P. and an affiliate, Flagg Street Partners LP and affiliates, and Wilmington Trust Company as administrative agent. The Third Amendment amended the Term Loan Agreement to, among other things, change certain of the financial condition covenants.

The foregoing description of the Third Amendment is qualified in its entirety by reference to the Third Amendment, which is incorporated herein by reference and attached hereto as Exhibit 10.1.

On May 7, 2007, the Company entered into the First Amendment, dated as of May 7, 2007 (the Loan Amendment ), to the Loan and Security Agreement, dated as of May 12, 2006 (the Loan Agreement ), with Bank of America, N.A., as collateral and administrative agent, and the lenders party thereto. The Loan Amendment amended the Loan Agreement to, among other things, change certain of the negative covenants and financial condition covenants. Also, a definition of Allowed Tranche B Loan Prepayment was added to the Loan Agreement.

The foregoing description of the Loan Amendment is qualified in its entirety by reference to the Loan Amendment, which is incorporated herein by reference and attached hereto as Exhibit 10.2.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits.

Exhibit

Number            Description

- |      |   |
|------|---|
| 10.1 | Third Amendment, dated as of May 7, 2007, to the Term Loan Agreement, dated May 12, 2006, by and among Integrated Electrical Services, Inc., Eton Park Fund, L.P. and an affiliate, Flagg Street Partners LP and affiliates, and Wilmington Trust Company as administrative agent |
| 10.2 | First Amendment, dated as of May 7, 2007, to the Loan and Security Agreement, dated May 12, 2006, by and among Integrated Electrical Services, and its subsidiaries Inc., Bank of America, N.A. and the lenders party thereto   |

**SIGNATURES**

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 hereunto duly authorized.

INTEGRATED ELECTRICAL SERVICES, INC.

By:  /s/ Curt L. Warnock \_\_\_\_\_

Curt L. Warnock

*Senior Vice President and General Counsel*

Date: May 7, 2007

**EXHIBIT INDEX**

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