

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

| | |
|----------------|--|
| Name of entity | PROGRAMMED MAINTENANCE SERVICES LIMITED |
| ABN | 61 054 742 264 |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

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|---------------------|------------------------------------|
| Name of Director | CHRISTOPHER GLEN SUTHERLAND |
| Date of last notice | 31 JULY 2015 |

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

| | |
|--|------------------------------|
| Direct or indirect interest | Direct and Indirect Interest |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | N/A |
| Date of change | 3 August 2015 |

+ See chapter 19 for defined terms.

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| | |
|---|---|
| <p>No. of securities held prior to change</p> | <p><u>Direct:</u> Performance Rights</p> <p>Tranche PR-18 150,000 Performance Rights Issue Date: 8 August 2011 Vesting Date: 1 July 2015 Expiry Date: 1 July 2016</p> <p>Tranche PR-19 150,000 Performance Rights Issue Date: 8 August 2011 Vesting Date: 1 July 2016 Expiry Date: 1 July 2017</p> <p>2012 Award 150,000 Performance Rights Issue Date: 6 August 2012 Vesting Date: 1 July 2016</p> <p>2013 Award 160,000 Performance Rights Issue Date: 9 August 2013 Vesting Date: 1 July 2017</p> <p>2014 Award 150,000 Performance Rights Issue Date: 31 July 2014 Vesting Date: 1 July 2018</p> <p>2015 Award 170,000 Performance Rights Issue Date: 31 July 2015 Vesting Date: 1 July 2019</p> |
| | <p><u>Indirect:</u> Fully Paid Ordinary Shares:</p> <p>Sutho One Pty. Ltd. (Sutho One Super Fund A/c) 265,969</p> <p>Sutho One Pty. Ltd. (The Sutherland Family A/c) 342,100</p> <p>CPU Share Plans Pty Ltd 77,853</p> <p>Total 685,922</p> |
| <p>Class</p> | <p>Fully Paid Ordinary Shares</p> |
| <p>Number acquired</p> | <p>90,090</p> |
| <p>Number disposed</p> | <p>Nil</p> |
| <p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p> | <p>Nil</p> |

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|---|---|--|---------|---|---------|-------------------------|--------|--------------|----------------|
| <p>No. of securities held after change</p> | <p><u>Direct:</u> Performance Rights</p> <p>Tranche PR-19 150,000 Performance Rights Issue Date: 8 August 2011 Vesting Date: 1 July 2016 Expiry Date: 1 July 2017</p> <p>2012 Award 150,000 Performance Rights Issue Date: 6 August 2012 Vesting Date: 1 July 2016</p> <p>2013 Award 160,000 Performance Rights Issue Date: 9 August 2013 Vesting Date: 1 July 2017</p> <p>2014 Award 150,000 Performance Rights Issue Date: 31 July 2014 Vesting Date: 1 July 2018</p> <p>2015 Award 170,000 Performance Rights Issue Date: 31 July 2015 Vesting Date: 1 July 2019</p> <p>Fully Paid Ordinary Shares:</p> <table style="width: 100%; border: none;"> <tr> <td style="width: 80%;">Christopher Sutherland</td> <td style="text-align: right;">90,090</td> </tr> </table> | Christopher Sutherland | 90,090 | | | | | | |
| Christopher Sutherland | 90,090 | | | | | | | | |
| | <p><u>Indirect:</u> Fully Paid Ordinary Shares:</p> <table style="width: 100%; border: none;"> <tr> <td style="width: 80%;">Sutho One Pty. Ltd. (Sutho One Super Fund A/c)</td> <td style="text-align: right;">265,969</td> </tr> <tr> <td>Sutho One Pty. Ltd. (The Sutherland Family A/c)</td> <td style="text-align: right;">342,100</td> </tr> <tr> <td>CPU Share Plans Pty Ltd</td> <td style="text-align: right;">77,853</td> </tr> <tr> <td>Total</td> <td style="text-align: right;">685,922</td> </tr> </table> | Sutho One Pty. Ltd. (Sutho One Super Fund A/c) | 265,969 | Sutho One Pty. Ltd. (The Sutherland Family A/c) | 342,100 | CPU Share Plans Pty Ltd | 77,853 | Total | 685,922 |
| Sutho One Pty. Ltd. (Sutho One Super Fund A/c) | 265,969 | | | | | | | | |
| Sutho One Pty. Ltd. (The Sutherland Family A/c) | 342,100 | | | | | | | | |
| CPU Share Plans Pty Ltd | 77,853 | | | | | | | | |
| Total | 685,922 | | | | | | | | |
| <p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p> | <p>Of the 150,000 Performance Rights relating to Tranche PR-18 issued on 8 August 2011 (with a vesting date of 1 July 2015), 90,090 have vested and have been converted to ordinary shares, and the balance of 59,910 have lapsed.</p> | | | | | | | | |

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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

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|---|-----|
| Detail of contract | N/A |
| Nature of interest | N/A |
| Name of registered holder (if issued securities) | N/A |
| Date of change | N/A |
| No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small> | N/A |
| Interest acquired | N/A |
| Interest disposed | N/A |
| Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small> | N/A |
| Interest after change | N/A |

Part 3 – ⁺Closed period

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|---|-----|
| Were the interests in the securities or contracts detailed above traded during a ⁺ closed period where prior written clearance was required? | No |
| If so, was prior written clearance provided to allow the trade to proceed during this period? | N/A |
| If prior written clearance was provided, on what date was this provided? | N/A |

⁺ See chapter 19 for defined terms.