

ASX Announcement

25 September 2015

SKILLED shareholders vote in favour of Scheme

SKILLED Group Limited (ASX: SKE) announces that its shareholders today voted in favour of the scheme of arrangement (Scheme) to effect the proposed acquisition of SKILLED by Programmed Maintenance Services Limited (ASX: PRG).

Voting Results

The resolution to approve the Scheme, as set out in the Notice of Scheme Meeting dated 21 August 2015, was passed by the requisite majorities of shareholders with:

- 99.12% of votes cast in favour of the resolution; and
- 94.85% of SKILLED shareholders present and voting (either in person or by proxy) in favour of the resolution.

The results of the poll were as follows:

	For	Against	Abstain ¹
Number of votes	144,390,834	1,280,715	481,826
Percentage	99.12%	0.88%	N.A.
Number of shareholders	1,086	59	10
Percentage	94.85%	5.15%	N.A.

The proxies received were as follows:

	For	Against	Abstain ¹	Discretionary
Number of votes	142,950,488	1,248,992	141,748	1,104,976
				732,048 (Chair)
				372,928 (Non-Board)
Percentage	98.38%	0.86%	N.A.	0.76%

Second Court hearing and effective date

SKILLED has applied to the Supreme Court of Victoria for approval of the Scheme at a hearing scheduled for 1 October 2015. An announcement will be made to ASX after the Court has ruled. Should the Court approve the Scheme, it is intended that SKILLED shares will cease trading on ASX from close of trading on 1 October 2015.

¹ Note that votes relating to a shareholder who abstains from voting are not counted in determining the requisite majorities.

Timetable

Second Court Date for approval of the Scheme	Thursday, 1 October 2015
Effective Date Court order lodged with ASIC and announcement to ASX Last day of trading in SKILLED shares on ASX	Thursday, 1 October 2015
New Programmed Shares to be issued as part of the Scheme Consideration commence trading on ASX on a deferred settlement basis	Friday, 2 October 2015
SKILLED Dividend Record Date Record date for determining entitlements to the SKILLED FY15 Final Dividend and SKILLED Special Dividend	Wednesday, 7 October 2015 7.00pm (Melbourne time)
Scheme Record Date Scheme Record Date for determining entitlements to Share Consideration	Friday, 9 October 2015 7.00pm (Melbourne time)
Payment of SKILLED FY15 Final Dividend (not subject to Scheme becoming Effective) Payment of SKILLED Special Dividend (subject to Scheme becoming Effective)	Thursday, 15 October 2015
Implementation Date Issue of New Programmed Shares, as part of Scheme Consideration, to Scheme Shareholders. Last day of trading on ASX on a deferred settlement basis. New Programmed Shares commence trading on ASX on a normal settlement basis	Friday, 16 October 2015 Monday, 19 October 2015
Expected dispatch of holding statements for New Programmed Shares	Friday, 23 October 2015

Any changes to this timetable will be notified to shareholders by way of further ASX releases.

Shareholder Information Line

SKILLED shareholders who have questions regarding the Scheme should contact the SKILLED Shareholder Information Line on 1300 390 430 (within Australia) or +61 3 9415 4024 (outside Australia) Monday to Friday between 9.00am and 5.00pm (Melbourne time).

For further information:

Investors/Analysts

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About SKILLED Group

SKILLED Group Limited is Australia's leading provider of labour hire and workforce services. SKILLED Group has over 80 offices across Australasia with annualised revenues of around A\$2.0 billion. SKILLED partners with clients to improve their workforce efficiency, enhance safety performance and increase productivity levels. SKILLED is listed on the Australian Securities Exchange (ASX: SKE) and has approximately 8,000 shareholders, predominantly in Australia.