

## ASX Announcement

1 October 2015

### Court approves scheme of arrangement

SKILLED Group Limited (ASX: SKE) announces that the Supreme Court of Victoria has today approved the scheme of arrangement (Scheme) under which Programmed Maintenance Services Limited (ASX: PRG) will acquire 100% of the issued shares of SKILLED. All conditions precedent to Implementation of the Scheme have now been satisfied.

As previously announced, SKILLED shareholders (other than Ineligible Overseas Shareholders) will receive:

- 0.55 New Programmed Shares; and
- the SKILLED Special Dividend (\$0.155), which will be fully franked,

per SKILLED Share. Further, SKILLED Shareholders will receive the SKILLED FY15 Final Dividend (\$0.095 per SKILLED Share) which, combined with the SKILLED Special Dividend, provides \$0.25 cash per SKILLED Share.

SKILLED intends to lodge an office copy of the Court order with the Australian Securities and Investments Commission today, Thursday 1 October 2015, at which time the Scheme will become effective under the Corporations Act 2001.

SKILLED shares will cease trading on ASX from close of trading today. The key dates with respect to the implementation of the Scheme are as follows:

#### Timetable

##### Effective Date

Court order lodged with ASIC and announcement to ASX	<b>Thursday, 1 October 2015</b>
Last day of trading in SKILLED shares on ASX	

New Programmed Shares to be issued as part of the Scheme	
Consideration commence trading on ASX on a deferred settlement basis	<b>Friday, 2 October 2015</b>

<b>SKILLED Dividend Record Date</b>	<b>Wednesday, 7 October 2015</b>
Record date for determining entitlements to the SKILLED FY15 Final Dividend and SKILLED Special Dividend	<b>7.00pm (Melbourne time)</b>

<b>Scheme Record Date</b>	<b>Friday, 9 October 2015</b>
Scheme Record Date for determining entitlements to Share Consideration	<b>7.00pm (Melbourne time)</b>

Payment of SKILLED FY15 Final Dividend (not subject to Scheme becoming Effective)	
Payment of SKILLED Special Dividend (subject to Scheme becoming Effective)	<b>Thursday, 15 October 2015</b>

##### Implementation Date

Issue of New Programmed Shares, as part of Scheme Consideration, to Scheme Shareholders.	<b>Friday, 16 October 2015</b>
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Last day of trading on ASX on a deferred settlement basis.	
New Programmed Shares commence trading on ASX on a normal settlement basis	<b>Monday, 19 October 2015</b>

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**

Gary Kent, SKILLED Group  
Tel: 03 8646 6400

### **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.