

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Skilled Group Limited

ACN/ARSN 005 585 811

1. Details of substantial holder (1)

Name Gregory MacKenzie Hargrave, Larkfield Estate Pty Ltd ACN 004 937 357, Hedonsax Pty Ltd ACN 006 548 714 and Larkfield Nominees Pty Ltd ACN 134 559 792

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on

11/05/2015

The previous notice was given to the company on

26/02/2015

The previous notice was dated

26/02/2015

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	18,761,709	8.38%	17,391,709	7.37%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
11/05/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.260688 per share	100,000 ordinary shares	100,000
08/05/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.289348 per share	100,000 ordinary shares	100,000
07/05/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.275450 per share	100,000 ordinary shares	100,000
06/05/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.301684 per share	100,000 ordinary shares	100,000
30/03/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.219354 per share	300,000 ordinary shares	300,000
27/03/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.193096 per share	300,000 ordinary shares	300,000
26/03/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.165193 per share	300,000 ordinary shares	300,000
25/03/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.153980 per share	70,000 ordinary shares	70,000
12/03/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.412590 per share	50,000 ordinary shares	50,000

11/03/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.442000 per share	50,000 ordinary shares	50,000
10/03/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.440000 per share	50,000 ordinary shares	50,000
06/03/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.468008 per share	75,000 ordinary shares	75,000
05/03/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.450255 per share	25,000 ordinary shares	25,000
02/03/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.350000 per share	100,000 ordinary shares	100,000
27/02/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.351059 per share	150,000 ordinary shares	150,000
26/02/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.367900 per share	260,000 ordinary shares	260,000
25/02/2015	Each substantial shareholder named in this notice	Sale of shares by Hedonsax Pty Ltd	\$1.425833 per share	240,000 ordinary shares	240,000

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
GM Hargrave	GM Hargrave	GM Hargrave	Registered holder of shares	3,840	3,840
GM Hargrave	Hedonsax Pty Ltd	Hedonsax Pty Ltd	Relevant interest in shares held by Hedonsax Pty Ltd under s608(3) of the Corporations Act as GM Hargrave controls Larkfield Estate Pty Ltd which has voting power of over 20% in Hedonsax Pty Ltd	9,680,287	9,680,287
GM Hargrave	Larkfield Nominees Pty Ltd	Larkfield Nominees Pty Ltd	Relevant interest in shares held by Larkfield Nominees Pty Ltd under s608(3) as GM Hargrave controls Larkfield Nominees Pty Ltd	7,707,582	7,707,582
Larkfield Estate Pty Ltd	Hedonsax Pty Ltd	Hedonsax Pty Ltd	Relevant interest in shares held by Hedonsax Pty Ltd under s608(3) as Larkfield Estate is the holder of all the shares in Hedonsax Pty Ltd and therefore has voting power of over 20% in Hedonsax Pty Ltd	9,680,287	9,680,287
Hedonsax Pty Ltd	Hedonsax Pty Ltd	Hedonsax Pty Ltd	Registered holder of shares	9,680,287	9,680,287
Larkfield Nominees Pty Ltd	Larkfield Nominees Pty Ltd	Registered holder of shares	Registered holder of shares	7,707,582	7,707,582
Larkfield Nominees Pty Ltd	Hedonsax Pty Ltd	Hedonsax Pty Ltd	Relevant interest in shares held by Hedonsax Pty Ltd under 608(3)(a) as Larkfield Nominees Pty Ltd is associated with Larkfield Estate Pty Ltd under s12(2)(1)(iii) (both controlled by GM Hargrave) and Larkfield Estate Pty Ltd is the holder of all the shares in Hedonsax Pty Ltd and therefore Larkfield Nominees Pty Ltd has voting power of over 20% in Hedonsax Pty Ltd	9,680,287	9,680,287

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Gregory MacKenzie Hargrave, Larkfield Estate Pty Ltd, Hedonsax Pty Ltd and Larkfield Nominees Pty Ltd	Suite 302, Building 5, 658 Church Street Richmond VIC 3121

Signature

print name	Chris Hansen	capacity	Agent for each substantial shareholder
sign here		date	13/05/2015