



Funds Management

**Facsimile**

<b>To</b>	Company Announcements Office	<b>From</b>	Stephen Hanich
<b>Fax</b>	1300 135 638	<b>Pages</b>	4
<b>Company</b>	Australian Securities Exchange	<b>Date</b>	13 August 2015
<b>Re</b>	Skilled Group Limited		

Please find attached a Form 604 – Notice of Change of Interests of Substantial Shareholders.

Kind regards

A handwritten signature in black ink, appearing to read "SH", written over a light blue horizontal line.

Stephen Hanich  
**Company Secretary**

**Form 604****Corporations Law  
Section 671B****Notice of change of interests of substantial holder**

To: Skilled Group Limited

ACN/ ARSN: 005 585 811

**1. Details of substantial holder**

Name Celeste Funds Management Limited

ACN/ ARSN: 098 628 605

There was a change in the interests of the substantial holder on 11 August 2015.

The previous notice was given to the company on 18 December 2014.

The previous notice was dated 18 December 2014.

**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 had a relevant interest 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	Previous Notice		Present Notice	
	Person's Votes	Voting Power	Person's Votes	Voting Power
Ordinary	17,692,054	7.50%	15,078,514	6.39%

**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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
Refer	Annexure A				

**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	Nature of relevant interest	Class and Number of Securities	Person's votes
				15,078,514	15,078,514
			Treasury Group Limited (TRG) and each of its subsidiaries holds over 20% of the voting power in its investment managers pursuant to Section 608(3)(a)	As above	As above

**5. Changes in Association**

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association 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	

**6. Addresses**

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

Name	Address
Celeste Funds Management Limited	Level 14, 15 Castlereagh Street, Sydney NSW 2000
Treasury Group Limited	Level 14, 39 Martin Place, Sydney NSW 2000

**Signature**

Name: Stephen Hanich Capacity: Company Secretary

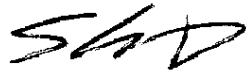
Signature:  Date: 13 August 2015

## ANNEXURE A

Celeste Funds Management Limited ACN 098 628 605

Date of change	Persons whose relevant interest changed	Nature of changes	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
19-Dec-14	Celeste Funds Management Limited	Buy	285,791.93	245,562	245,562
22-Dec-14	Celeste Funds Management Limited	Buy	412,932.63	324,893	324,893
23-Dec-14	Celeste Funds Management Limited	Buy	758,165.96	632,093	632,093
24-Dec-14	Celeste Funds Management Limited	Buy	287,966.02	234,550	234,550
22-Jan-15	Celeste Funds Management Limited	Sell	119,428.72	82,269	82,269
24-Feb-15	Celeste Funds Management Limited	Buy	432,823.69	320,000	320,000
27-Apr-15	Celeste Funds Management Limited	Tfr Out	1,622,400.00	1,248,000	1,248,000
29-Apr-15	Celeste Funds Management Limited	Sell	8,220.55	6,296	6,296
30-Apr-15	Celeste Funds Management Limited	Sell	52,675.66	40,704	40,704
01-May-15	Celeste Funds Management Limited	Sell	251,322.40	193,000	193,000
16-Jun-15	Celeste Funds Management Limited	Sell	1,769,341.83	1,120,000	1,120,000
26-Jun-15	Celeste Funds Management Limited	Sell	213,595.65	128,000	128,000
30-Jun-15	Celeste Funds Management Limited	Sell	255,491.99	151,683	151,683
01-Jul-15	Celeste Funds Management Limited	Sell	342,417.67	205,317	205,317
06-Jul-15	Celeste Funds Management Limited	Sell	76,999.62	48,727	48,727
09-Jul-15	Celeste Funds Management Limited	Sell	372,816.43	249,000	249,000
16-Jul-15	Celeste Funds Management Limited	Sell	263,272.32	172,567	172,567
17-Jul-15	Celeste Funds Management Limited	Sell	589,895.63	386,382	386,382
20-Jul-15	Celeste Funds Management Limited	Sell	18,617.41	12,051	12,051
11-Aug-15	Celeste Funds Management Limited	Sell	535,694.40	326,642	326,642

This is Annexure A of 1 page referred to in Form 804 - Notice of Change of Interests of Substantial Holder



Stephen Harich  
Company Secretary

13-Aug-15  
Date