

# ASX Release

Friday 22 January 2010

Company Announcements Office  
ASX Limited  
Exchange Centre  
Level 4  
20 Bridge Street  
Sydney NSW 2000

Dear Sir,

**Programmed Maintenance Services Limited (“Programmed”) takeover bid for KLM Group Ltd (“KLM”) – compulsory acquisition**

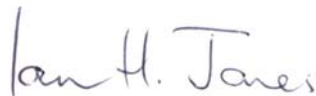
In accordance with section 661B(1)(d) of the Corporations Act 2001 (Cwlth), please find attached:

- (a) a copy of an ASIC Form 6021 (Notice of compulsory acquisition following takeover bid) (the “**Notice**”); and
- (b) an accompanying letter (the “**Letter**”) to be sent to the remaining shareholders in KLM,

The Notice was lodged today with ASIC.

The Notice and Letter will be sent, on Monday 25 January 2010, to those KLM shareholders who did not accept the offer on or prior to the closing date of 20 January 2010.

Yours sincerely,  
**PROGRAMMED MAINTENANCE SERVICES LIMITED**



Ian H. Jones  
Company Secretary

For personal use only

22 January 2010

[insert name]  
[insert address]  
[insert address]  
[insert address]

Dear KLM Shareholder,

**Programmed Maintenance Services Limited (“Programmed”) takeover bid for KLM Group Ltd (“KLM”) – compulsory acquisition**

As set out in its Bidder’s Statement dated 6 November 2009, Programmed made a takeover bid (the “Offer”) to acquire all of the ordinary shares in KLM.

The offer period closed at 7.00pm (Sydney time) on 20 January 2010.

As at 20 January 2010, Programmed had a relevant interest in more than 90% of the shares in KLM.

Programmed has decided to exercise its rights under section 661A of the Corporations Act 2001 (Cwlth) to proceed with the compulsory acquisition of the remaining KLM shares.

According to KLM’s share registry, you hold KLM shares and have not accepted the Offer. You will find a Form 6021 (Notice of Compulsory Acquisition Following Takeover Bid) on the reverse of this letter. This notice sets out the compulsory acquisition procedure and your rights. The one month referred to in paragraph 5 of the notice commences 3 days after the date of this letter.

The compulsory acquisition of your KLM shares will be on the same terms as the Offer (that is, a cash consideration of \$0.47 per KLM share). On completion of the compulsory acquisition procedure, Programmed will pay to KLM the consideration for your KLM shares. You will then be entitled to claim the consideration from KLM and KLM will write to you regarding this at the appropriate time.

If you have any questions regarding the compulsory acquisition process, please call the Programmed Offer Information Line on 1800 887 075 (callers in Australia) or +61 3 8542 7000 (callers outside Australia).

Yours sincerely,  
**PROGRAMMED MAINTENANCE SERVICES LIMITED**



Chris Sutherland  
Managing Director

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ASIC registered agent number \_\_\_\_\_  
**lodging party or agent name** Programmed Maintenance Services Limited  
 office, level, building name or PO Box no. \_\_\_\_\_  
 street number & name 1500 Centre Road  
 suburb/city Clayton state/territory VIC postcode 3168  
 telephone 03 8542 7000  
 facsimile 03 9562 8413  
 DX number \_\_\_\_\_ suburb/city \_\_\_\_\_

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ASS.  REQ-A   
 CASH.  REQ-P   
 PROC.

Australian Securities & Investments Commission

form **6021**

Notice of  
**compulsory acquisition  
 following takeover bid**

Corporations Act 2001  
 661B(1)(a)

To **THE SECURITYHOLDER NAMED ON THE REVERSE OF THIS NOTICE**

Securities of KLM Group Ltd (ABN 66 089 479 676) ('the **Company**').

1. Under an Off Market Bid offers were made by PROGRAMMED MAINTENANCE SERVICES LIMITED (ABN 61 054 742 264) ('the **bidder**') in respect of the acquisition of fully paid ordinary shares in the Company. The offers closed on 20 January 2010 at 7.00pm (Sydney time).
2. You are registered as the holder of securities in respect of which an offer was made, but have not accepted the takeover offer.
3. The bidder hereby gives you notice under subsection 661B(1) of the Corporations Act 2001 ('the **Act**') that the bidder has become entitled pursuant to subsection 661A(1) of the Act to compulsorily acquire your securities and desires to acquire those securities.
4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.
5. Under section 661E of the Act, you have the right, within one month after being given this notice or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, to apply to the Court for an order that the securities not be compulsorily acquired.
6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before the end of the offer period.
7. Unless on application made by you under section 661E within one month after being given this notice (as referred to in paragraph 5 of the notice) or within 14 days after being given a statement under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, the Court otherwise orders, the bidder must comply with paragraph 6 of this notice.

\_\_\_\_\_  
 Signature

print name Ian Jones capacity Company Secretary

**sign here**

*Ian H. Jones*

date

22 January 2010