

25 March 2015

Chandler Macleod shareholders vote in favour of Scheme

Chandler Macleod Group Limited (**Chandler Macleod**) (**ASX:CMG**) announces that its shareholders today voted in favour of the scheme of arrangement (**Scheme**) to effect the proposed acquisition of Chandler Macleod by RGF Staffing Melbourne two Pty Limited, a wholly owned subsidiary of Recruit Holdings Co., Ltd (**Recruit**).

Voting Results

Chandler Macleod advises that the resolution to approve the Scheme, as set out in the Notice of Scheme Meeting dated 20 February 2015 was passed by the requisite majorities of shareholders with:

- 99.91% of votes cast in favour of the resolution; and
- 97.85% of Chandler Macleod shareholders present and voting (either in person or by proxy) in favour of the resolution.

The poll report submitted by the Returning Officer as appointed by Chandler Macleod is attached to this release.

The poll results were:

	For	Against	Abstain*	Total votes
Votes	392,638,573	357,251	52,060	392,995,824
% of Votes	99.91	0.09		
Holdings	637	14	9	651
% of Holdings	97.85	2.15		

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

This poll result included the following proxies which were received:

	For	Against	Abstain*	Open	Total votes
Votes	389,488,810	357,251	52,060	2,137,880	391,983,941
Holdings	591	14	9		674

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

Scheme Consideration

Chandler Macleod has applied to the Federal Court of Australia for approval of the Scheme at a hearing scheduled for 31 March 2015. If the Scheme is approved by the Court, Chandler Macleod shareholders who hold shares on the Scheme Record Date for determining entitlements to receive the consideration under the Scheme (9 April 2015) will receive A\$0.53 cash per share (**Scheme Consideration**). The Scheme Consideration will be sent to Chandler Macleod shareholders on 16 April 2015 (or as soon as reasonably practicable thereafter).

Dividend

Chandler Macleod has also determined to pay a dividend of 1.7 cents per share (fully franked) in respect of the half year ended 31 December 2014 (**Dividend**). The Dividend will be paid to Chandler Macleod shareholders who hold shares on the Dividend Record Date (31 March 2015). The Dividend will be paid on 8 April 2015.

Timetable

Key dates for implementation of the Scheme are set out below.

Second Court Hearing for approval of the Scheme	31 March 2015
Effective Date	31 March 2015
Dividend Record Date	31 March 2015
Last day of trading in Chandler Macleod shares on ASX. Chandler Macleod shares suspended from trading on ASX from close of trading on ASX	31 March 2015
Dividend paid to Chandler Macleod shareholders	8 April 2015
Scheme Record Date (for determining entitlements to Scheme Consideration)	9 April 2015
Implementation Date (Scheme Consideration will be dispatched on this day or as soon as reasonably practicable thereafter)	16 April 2015

All dates above are indicative only and are subject to Court approval. Any changes will be announced by Chandler Macleod on ASX.

ENDS

Shareholder and Analyst enquiries:

Chandler Macleod

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About Chandler Macleod (ASX: CMG): Chandler Macleod is one of Australasia's largest HR Services providers and a leader in planning, sourcing, assessing, developing and managing talent.

Chandler Macleod Group Limited

Scheme Meeting

Wednesday, 25 March 2015

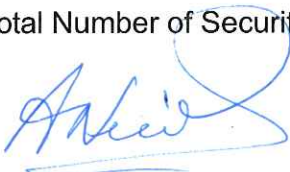
To the Chairman,

POLL DECLARATION

1. Scheme Arrangement (Special)

	Number of Votes	% of Votes	No. of Holders	% of Holders
Votes cast FOR the motion	392,638,573	99.91	637	97.85
Votes cast AGAINST the motion	357,251	0.09	14	2.15
Total Votes Cast	392,995,824		651	

Total Number of Securities Abstained from voting 52,060



Allan Nicol
Returning Officer
Boardroom Pty Limited