



The
Shareholder
Investment Plan
For
Shareholders
Of
Kelly Services, Inc., Class A Common Stock

Protecting Your Privacy

Our Pledge to You

WE ARE COMMITTED TO YOUR PRIVACY. The privacy policies described in this notice apply to individuals who participate in this Plan for personal, family, or household purposes, or have done so in the past. This notification replaces all previous statements of our information sharing practices, and may be amended at any time. We'll keep you informed of changes as required by law.

YOUR ACCOUNT IS PROVIDED IN A SECURE ENVIRONMENT. We maintain physical, electronic and procedural safeguards that comply with federal regulations to guard nonpublic personal information. Our agents and service providers have limited access to customer information based on their role in servicing your account.

WE COLLECT INFORMATION IN ORDER TO SERVICE AND ADMINISTER YOUR ACCOUNT. We collect a variety of nonpublic personal information, which may include information about you from the plan enrollment form and information about your transactions with us.

WE DO NOT SHARE NONPUBLIC PERSONAL INFORMATION WITH ANYONE, EXCEPT AS PERMITTED BY LAW.

Thank you for this opportunity to serve you.

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INVESTOR SERVICES PROGRAM OVERVIEW

The Kelly Services Shareholder Investment Plan (the “Plan”) offers you a variety of convenient, low-cost services to make it easier for you to invest in the common stock of Kelly Services, Inc. The Plan has various features and you can choose the Plan features that meet your investment needs. The principal terms and conditions of the Plan are summarized in this brochure. Mellon Bank, N.A. (the “Administrator”) administers the Plan, and certain administrative support will be provided to the Administrator by Mellon Investor Services, a registered transfer agent. The full terms and conditions of the Plan are included in the prospectus for the Plan.

The primary purpose of the Plan is to give shareholders and other interested investors a convenient and economical way to purchase Kelly Services, Inc., Class A common stock and reinvest all or a portion of their cash dividends in shares of Kelly Services, Inc., Class A common stock. **Unlike an individual stock brokerage account, the timing of purchases and sales is subject to the provisions of the Plan, as discussed on pages 3 through 6.**

You can participate in the Plan if you are a registered holder of Kelly Services, Inc., Class A common stock. If you do not own Kelly Services, Inc., Class A common stock, you can become a participant by making your initial purchase directly through the Plan. The Plan provides you with the opportunity to reinvest dividends and an alternative to traditional methods of buying, holding and selling Kelly Services, Inc., Class A common stock.

Read on for a more detailed description of the features of the Kelly Services Shareholder Investment Plan. If you would like to participate in the Plan, you can enroll online via Investor ServiceDirect® or by completing the enclosed Enrollment Form and mailing it to the Administrator in the envelope provided. Please see question number 19 for information on how to access Investor ServiceDirect®.

KEY FEATURES OF PROGRAM

ANYONE CAN PARTICIPATE

You may participate in the Plan if you currently own Kelly Services, Inc., Class A common stock that is registered in your name or you can participate by making your initial investment in common stock through the Plan with a minimum initial investment of \$250. Alternatively, you may authorize the automatic monthly investment feature and initiate your investment with only \$50 and a commitment for at least five sequential purchases.

OPTIONAL CASH PURCHASES

Once you are a registered shareholder, you can buy Kelly Services, Inc., Class A common stock through the Plan. You can make additional purchases of Kelly Services, Inc., Class A stock in amounts as little as \$25 per purchase, up to \$100,000 annually, and either pay by check or have your payment automatically deducted from your bank account.

CONVENIENT SHARE SALES

You can sell Kelly Services, Inc., Class A common stock and pay fees lower than those typically charged by stockbrokers for small transactions.

FULL INVESTMENT

Full investment of your funds, is possible because you will be credited with both whole shares and fractional shares. Dividends will be paid not only on whole shares but also proportionately on fractional shares.

AUTOMATIC DIVIDEND REINVESTMENT

You can reinvest all or a portion of your dividends in additional shares of Kelly Services, Inc., Class A common stock, or the Administrator will remit any dividends to you either by check or by automatic deposit to a bank account you designate.

SHARE SAFEKEEPING

You can deposit your Kelly Services, Inc., Class A common stock certificates with the Administrator for safekeeping, at no cost to you. You can request withdrawal of any or all of your whole shares of Kelly Services, Inc. Class A common stock. A certificate for those shares will be sent to you, free of charge.

GIFTS AND OTHER SHARE TRANSFERS

You can make gifts or other transfers of Kelly Services, Inc. Class A common stock that you hold in your Plan account.

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1. How can I participate in the Plan?

If you already own Kelly Services, Inc., Class A common stock and the shares are registered in your name, you may participate immediately. You may participate by choosing to reinvest all or part of your quarterly dividend, or by making an additional investment.

Shareholders of record who elect to reinvest all or part of their dividend, will have access to their account on-line over the Internet and will receive quarterly account statements.

If your shares are held for you in a brokerage account, you may participate by instructing your broker to transfer your shares of Kelly Services, Inc., Class A common stock into your own name.

If you do not currently own any Kelly Services, Inc., Class A common stock, you can participate by making an initial investment through the Plan. Please see question number 5 for details regarding an initial investment.

Regardless of ownership, the enrollment procedures set forth below must be followed for plan participation. While there is no cost to enroll in the Plan, please refer to the Investor Services Plan Fee schedule for more information on Plan fees.

2. How do I get started?

Enrollment is available on-line through Investor ServiceDirect® (see question number 19 for information on how to access Investor ServiceDirect®). Alternatively, you may enroll by completing the enclosed Enrollment Form and mailing it to the Administrator in the envelope provided. Your participation will begin promptly after your authorization is received. Once you have enrolled, your participation continues automatically, as long as you wish.

3. How do I reinvest dividends?

You may choose to reinvest all or a portion of the dividends paid on shares you own of Kelly Services, Inc., Class A common stock in additional shares of Kelly Services, Inc., Class A common stock.

You may change your election at any time on-line through Investor ServiceDirect® or by notifying the Administrator by telephone or in writing. To be effective with respect to a particular dividend, any such change must be received by the Administrator on or before the record date for that dividend.

You may, of course, choose not to reinvest any of your dividends, in which case the Administrator will remit any dividends to you by check or automatic deposit to a bank account you designate.

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4. When are dividends reinvested?

The reinvestment of your dividends will generally be completed within one week of the dividend payment date. The price of shares purchased with the dividends will be the weighted average price of all shares purchased with reinvested dividends.

At Kelly Services' option, share purchases will be made in the open market or directly from Kelly Services. Share purchases on the open market may be made on any stock exchange where Kelly Services Class A Common Stock is traded or by negotiated transactions on such terms as the Plan Administrator may reasonably determine. Neither Kelly Services nor any participant will have any authority or power to direct the date, time or price at which shares may be purchased by the Plan Administrator.

5. How do I make an initial investment?

You can make an initial cash investment in the Plan for as little as \$250 but not more than \$100,000. Your initial investment can be made:

Via on-line enrollment by:

- Authorizing one deduction (minimum of \$250) from your bank account;
- Authorizing a minimum of five monthly \$50 automatic deductions from your bank account; or
- Opening your account on-line and sending your initial investment of \$250 or more.

Using the Enrollment Form and:

- Making one payment (minimum of \$250) by check or money order payable to Kelly Services, Inc./Mellon Bank or by authorizing a deduction from your bank account; or
- By authorizing a minimum of five monthly \$50 automatic deductions from your bank account.

6. How do I make additional investments?

If you already own Kelly Services, Inc., Class A common stock and are enrolled in the Plan and want to make additional purchases, you can authorize an individual automatic deduction from your bank account through Investor ServiceDirect® or send a check to the Administrator for each purchase. If you choose to submit a check, please make sure to include the contribution form from your Plan statement and mail it to the address specified on the statement. Or, if you wish to make regular monthly purchases, you may authorize automatic monthly deductions from your bank account. This feature enables

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you to make ongoing investments in an amount that is comfortable for you, without having to write a check. Additional cash purchases are subject to a minimum purchase requirement of \$25 per investment and a maximum of \$100,000 annually.

7. When will shares be purchased?

The Plan Administrator will buy shares on Friday of each week (or the next business day) if your funds are received no later than one business day before that day.

The purchase price for shares purchased by the Plan Administrator in the open market will be the average weighted price per share paid by the Plan Administrator for all purchases made that week for Plan participants. The purchase price for shares purchased from or sold to Kelly Services will be the average of the high and low sales price reported on the Nasdaq National Market for the day of the transaction.

For automatic monthly purchases, shares will be purchased during the week after the week of the 15th, beginning on Friday of that week, if your enrollment material is received by the last business day of the previous month.

The Plan Administrator will use your investment to purchase as many full shares as possible and will use any amount remaining to purchase a fraction of a share.

8. Will I receive certificates for shares purchased?

No, because the Plan provides for share safekeeping. For your convenience, shares purchased under the Plan will be maintained by the Administrator in your name in non-certificated (book entry) form. You may, however, request a stock certificate from the Administrator at any time.

9. What is safekeeping?

Shares of Kelly Services, Inc., Class A common stock that you buy under the Plan will be maintained in your Plan account in non-certificated form for safekeeping. Safekeeping protects your shares against loss, theft or accidental destruction and also provides a convenient way for you to keep track of your shares. Only shares held in safekeeping may be sold through the Plan.

If you own Kelly Services, Inc., Class A common stock in certificate form, you may deposit your certificates for those shares with the Administrator, free of charge. The Administrator will provide mail loss insurance coverage for certificates with a value not exceeding \$100,000 in any one shipping package that is mailed to its address at 85 Challenger Road, Ridgefield Park, NJ 07660

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by USPS registered mail or by any of the following overnight couriers: Airborne, DHL, Emery, ExpressMail, FedEx, Purolator, TNT and UPS.

Note: Mail loss insurance covers only the replacement of shares of stock and in no way protects against any loss resulting from fluctuations in the value of such shares.

10. Can I get certificates if I want them?

Yes. If you should ever want a stock certificate for all or a portion of the whole shares of Kelly Services, Inc., Class A common stock in your Plan account, the Administrator will send one to you, upon your request. The Administrator will mail a certificate to you within two business days of your request.

11. How can I transfer or give gifts of shares?

You may transfer or give gifts of Kelly Services, Inc., Class A common stock to anyone you choose by contacting the Administrator and requesting a Gift/Transfer Form. After the transfer or gift purchase is completed, upon your request, the Administrator will send you a non-negotiable gift announcement, which you can present to the recipient. A notice indicating the transfer of Kelly Services, Inc., Class A common stock will also be forwarded to the recipient.

12. How do I sell shares?

You can sell your Plan shares at any time by contacting the Administrator. Your sale request will be processed and your shares will, subject to market conditions and other factors, generally be sold within 24 hours of receipt of your request. Please note that the Administrator cannot and does not guarantee the actual sale date or price, nor can it stop or cancel any outstanding sales or issuance requests. All requests are final. The Administrator will mail a check to you (less applicable sales fees) on settlement date, which is three business days after your shares have been sold.

Alternatively, you may choose to sell your shares through a stockbroker of your choice, in which case you would have to request a certificate for your shares from the Administrator for delivery to your stockbroker prior to settlement of such sale. See question number 10 for instructions on how to obtain a certificate.

13. What are the costs?

There is no fee for enrolling in the Plan. Participation is voluntary and you may discontinue your participation at any time. However, there are fees

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associated with some of the Plan's services. Please refer to the Investor Services Plan Fee Schedule for more information on transaction and trading fees.

14. What about taxes?

The Administrator will send a Form 1099-DIV to you and the Internal Revenue Service after each year end reporting all dividend income you received during the year on your Kelly Services, Inc., Class A common stock (consisting of dividends and transaction or trading fees paid on your behalf by Kelly Services, Inc., if any). If you sell shares through the Plan, the Administrator will send a Form 1099-B to you and the Internal Revenue Service after year-end, showing the total proceeds of the transactions. We recommend that you keep your transaction statements, which are helpful for record keeping and tax purposes.

15. How can I vote my shares?

Under the Plan, participants may purchase only shares of Kelly Services Class A common stock. As a general rule, shares of Class A common stock are non-voting. As a result, you will generally not be sent a proxy statement in connection with meetings of Kelly Services shareholders, including the annual meeting, and will not be entitled to vote at those meetings.

Under the Delaware General Corporation Law, however, there are certain conditions where shares of Class A common stock would have a right to vote. Please refer to the Section below entitled "Description of Capital Stock Voting" for more information on the limited voting rights of shares of Class A common stock. In that case, you will be sent a proxy statement, together with a proxy card. This proxy card, when duly signed and returned, will be voted as you indicate. Fractional shares will be aggregated and voted in accordance with the participant's directions. If the proxy card is not returned or if it is returned unsigned, the shares will not be voted.

16. What provisions are made for non-U.S. residents?

Cash investments from non-U.S. residents must be in United States currency and will be invested in the same manner as investments from other participants. Each participant is responsible for reviewing the applicable laws of his or her country of residence prior to investing in Kelly Services, Inc., Class A common stock. All dividends will be subject to withholding under the terms of any applicable tax treaty provisions.

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17. How will I keep track of my investments?

The Administrator will send a transaction notice confirming the details of each transaction you make. When you participate in the dividend reinvestment feature, you will receive a quarterly statement of your account. If you continue to participate in the Plan, but have no transactions, the Administrator will send you an annual statement detailing the status of your holdings of Kelly Services, Inc., Class A common stock in your Plan account.

18. How would I terminate my participation?

You may discontinue the reinvestment of your dividends at any time by giving notice to the Administrator. Notice may be made by telephone, in writing or by changing your dividend election under the account management service when you access your account over the Internet at www.melloninvestor.com. To be effective for a given dividend payment, the Administrator must receive notice before the record date of that dividend. The Administrator will continue to hold your shares unless you request a certificate for any full shares and a check for any fractional share. You may also request the sale of all or part of any such shares or have the Administrator transfer your shares to your brokerage account. See question number 12 for information on selling shares.

19. What if I have questions about the Plan?

Enrollment, purchase or sale of share requests and other transactions or services offered by the Plan should be directed to the Administrator through the following:

Internet

You can enroll in the Plan, obtain information, and perform certain transactions on your Kelly Services, Inc. account on-line via Investor ServiceDirect®. To gain access, you will require a password which you may establish when you visit the website. If you have forgotten your password, call 1-877-978-7778 to have it reset.

To access Investor ServiceDirect® please visit the Mellon Investor Services website at:

www.melloninvestor.com

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Telephone

Telephone shareholder customer service, including sale of shares, toll-free within the United States and Canada:

1-866-249-2607

International Telephone Inquiries:

1-201-329-8660

An automated voice response system is available 24 hours a day, 7 days a week. **Customer Service Representatives** are available from 9:00 a.m. to 7:00 p.m., Eastern Standard Time, Monday through Friday (except holidays).

In Writing

You may also write to the Administrator at the following address:

Mellon Bank, N.A.
c/o Mellon Investor Services
P.O. Box 3338
South Hackensack, NJ 07606-1938

Be sure to include your name, address, daytime phone number, social security or tax I.D. number and a reference Kelly Services, Inc. on all correspondence.

Note: The Kelly Services, Inc. Shareholder Investment Plan is designed for the long-term investor and does not afford the same flexibility as a stockbroker's account.

Kelly Services, Inc. has appointed Mellon Bank, N.A. as Administrator for the Plan. The Plan is sponsored by Kelly Services, Inc., but is administered by Mellon Bank, N.A. Securities held by the Administrator in your Plan account are not subject to protection under the Securities Investor Protection Act of 1970. The Administrator may use, and trading fees may be paid to a broker-dealer which is affiliated with the Administrator. Investors must make independent investment decisions based upon their own judgment and research.

Kelly Services, Inc. is listed on the NASDAQ and trades under the ticker symbol "KELYA".

THE TERMS AND CONDITIONS OF THE PLAN ARE INCLUDED IN THE PROSPECTUS FOR THE PLAN.

INVESTOR SERVICES PROGRAM FEES

Reinvestment of quarterly dividend: Shareholders may elect to reinvest all or part of their cash dividends	No charge
Purchase of shares with initial investment	\$5.00
Purchase of shares with additional investments via check (per investment)	No charge
Purchase of additional shares via automatic debit of bank account (per investment): <ul style="list-style-type: none"> • Individual • Recurring monthly debit 	No charge
Transfer shares as gift	No charge
Certificate safekeeping	No charge
Certificate issuance	No charge
Sale of shares (full and partial)	\$15.00
Trading fee for sales	\$.12 per share
Current year duplicate statement	\$20.00
Insufficient funds or rejected automatic debit of bank account	\$35.00 per occurrence

Kelly Services, Inc.
Shareholder Investment Plan
Effective December 6, 2002
Mellon Bank, N.A.
Plan Administrator

KELLY
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