

# Appendix 3C

## Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001.

Name of entity	ABN
<b>RCG Corporation Limited</b>	<b>85 108 096 251</b>

We (the entity) give ASX the following information.

### Information about buy-back

1	Type of buy-back	Employee share scheme buy-back
2	<sup>+</sup> Class of shares which is the subject of the buy-back (eg, ordinary/preference)	Ordinary
3	Voting rights (eg, one for one)	One for one
4	Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)	Fully paid
5	Number of shares in the <sup>+</sup> class on issue	101,821,457
6	Whether shareholder approval is required for buy-back	No. Shareholder approval for the employee share scheme was received at the AGM of the Company held on 16 November 2005. As, the buy-back is within the "10/12 limit", shareholder approval for the buy-back is not required.
7	Reason for buy-back	To buy-back shares which have been forfeited under the terms of the Company's "Executive Long Term Incentive Plan".

<sup>+</sup> See chapter 19 for defined terms.  
30/9/2001

**Appendix 3C**  
**Announcement of buy-back**

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8	Any other information material to a shareholder's decision whether to accept the offer ( <i>eg, details of any proposed takeover bid</i> )	N/A
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**On-market buy-back**

9	Name of broker who will act on the company's behalf	N/A
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10	Deleted 30/9/2001.	
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11	If the company intends to buy back a maximum number of shares - that number <small>Note: This requires a figure to be included, not a percentage.</small>	N/A
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12	If the company intends to buy back shares within a period of time - that period of time; if the company intends that the buy-back be of unlimited duration - that intention	N/A
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13	If the company intends to buy back shares if conditions are met - those conditions	N/A
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**Employee share scheme buy-back**

14	Number of shares proposed to be bought back	490,000
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15	Price to be offered for shares	\$0.195
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<sup>+</sup> See chapter 19 for defined terms.

**Selective buy-back**


- 16 Name of person or description of class of person whose shares are proposed to be bought back
- 17 Number of shares proposed to be bought back
- 18 Price to be offered for shares

**Equal access scheme**

- 19 Percentage of shares proposed to be bought back
- 20 Total number of shares proposed to be bought back if all offers are accepted
- 21 Price to be offered for shares
- 22 <sup>+</sup>Record date for participation in offer   
Cross reference: Appendix 7A, clause 9.

**Compliance statement**

- 1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.
- 2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:  ..... Date: 9 February 2007  
(Company secretary)

Print name: Howard Knapp  
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<sup>+</sup> See chapter 19 for defined terms.