

**CONFIDENTIAL FAX**

To: ASX Fax: 1300 135 638

From: David Gordon Date: 27 July 2009

Subject: Form 603 Pages: 3 (including cover sheet)

Please find attached form 603 Notice of initial substantial holder for David Gordon and associated entity.

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Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder****To Company Name/Scheme** RCG Corporation Limited**ACN/ARSN** 108 096 251**1. Details of substantial holder (1)****Name** David Gordon and associated entity**ACN/ARSN (if applicable)**

The holder became a substantial holder on 24 July 2009

2. Details of 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 (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary shares	18,887,301	18,887,301	8.05%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Rivan Pty Limited (As to 50% in its capacity as trustee of the Gordon Family Trust and as to the other 50% in its capacity as trustee of the David Gordon Superannuation Fund)	Registered holder of securities	Ordinary: 16,587,300
David Gordon	Controller of Rivan Pty Ltd	Ordinary: 16,587,300
David Gordon	Registered holder of securities	Ordinary: 2,300,000

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Rivan Pty Ltd	Rivan Pty Ltd	Rivan Pty Ltd	Ordinary: 16,587,300
David Gordon	Rivan Pty Ltd	Rivan Pty Ltd	Ordinary: 16,587,300
David Gordon	David Gordon	David Gordon	Ordinary: 2,300,000

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5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Rivan Pty Limited	24 July 2009	\$0.12 each	Nil	Ordinary: 9,444,445
David Gordon	24 July 2009	\$0.12 each	Nil	Ordinary: 9,444,445
David Gordon	24 July 2009	\$0.12 each	Nil	Ordinary: 2,147,107

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

7. Addresses

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

Name	Address
Rivan Pty Limited	Suite B, Level 18, 167 Macquarie Street, Sydney NSW 2000
David Gordon	Suite B, Level 18, 167 Macquarie Street, Sydney NSW 2000

Signature

print name **David Gordon** capacity

sign here  date **27 July 2009**

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