

**CONFIDENTIAL FAX**

To: ASX Fax: 1300 135 638

From: Michael Cooper Date: 27 July 2009

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

Please find attached form 603 Notice of Initial substantial holder for Michael James Cooper and associated entity.

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Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme RCG Corporation LimitedACN/ARSN 108 096 251

1. Details of substantial holder (1)

Name Michael James Cooper 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	12,729,313	12,729,313	5.42%

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
Vamico Pty Ltd (as trustee for the Vamico Trust)	Registered holder of securities	Ordinary: 8,086,456
Michael James Cooper	Controller of Vamico Pty Ltd	Ordinary: 8,086,456
Michael James Cooper	Registered holder of securities	Ordinary: 4,142,857
Michael James Cooper	Registered holder of securities	Ordinary subject to ELTIP: 500,000

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
Vamico Pty Ltd	Vamico Pty Ltd	Vamico Pty Ltd	Ordinary: 8,086,456
Michael Cooper	Vamico Pty Ltd	Vamico Pty Ltd	Ordinary: 8,086,456
Michael Cooper	Michael Cooper	Michael Cooper	Ordinary: 4,142,857
Michael Cooper	Michael Cooper	Michael Cooper	Ordinary subject to ELTIP: 500,000

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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 (\$)		Class and number of securities
		Cash	Non-cash	
Vamico Pty Ltd	24 July 2009	\$0.12 each	NIL	Ordinary: 2,833,332
Michael Cooper	24 July 2009	\$0.12 each	NIL	Ordinary: 2,833,332
Michael Cooper	24 July 2009	\$0.12 each	NIL	Ordinary: 4,000,000

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
Vamico Pty Ltd	11 Ian Avenue, North Curl Curl NSW 2099
David Gordon	11 Ian Avenue, North Curl Curl NSW 2099

Signature

print name Michael James Cooper capacity _____
 sign here  date 27 July 2009

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