

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	RCG Corporation Limited
ABN	85 108 096 251

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Hilton Brett
Date of last notice	19 December 2006

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and indirect	
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Rastana Holdings Pty Limited, the registered holder of some of the securities, is a company associated with the director	
Date of change	30 April 2007 and 1 May 2007	
No. of securities held prior to change		
<i>Holder</i>	<i>Class</i>	<i>Number</i>
N/A	N/A	Nil
Number acquired	Ordinary shares: 4,166,666 Unquoted Director Options over unissued ordinary shares: 2,300,000 Unquoted Service Options over unissued ordinary shares: 2,000,000, subject to vesting condition	

+ See chapter 19 for defined terms.

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Part 1 - Change of director's relevant interests in securities (continued)

Number disposed	Nil	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Ordinary shares: \$0.12 each Unquoted Director Options: \$0.034 each Unquoted Service Options: \$0.04878 each	
No. of securities held after change		
<i>Holder</i>	<i>Class</i>	<i>Number</i>
Rastana Holdings Pty Limited (in its capacity as trustee of The Viviens Share Trust)	Ordinary shares	4,166,666
Hilton Brett	Unquoted Director Options over unissued ordinary shares, exercise price \$0.12, expiry 29/04/2012	2,300,000
Hilton Brett	Unquoted Service Options over unissued ordinary shares, exercise price \$0.12, expiry 29/04/2012. Options vest on 31/01/2008 only if optionholder has performed agreed level of service as an employee as at that date.	2,000,000
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Ordinary shares: Placement issue Unquoted Director Options: Issue under Director Option Plan Unquoted Service Options: Issue on the same terms as options granted under the company's Employee Option Plan	

+ See chapter 19 for defined terms.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Nil
Nature of interest	Nil
Name of registered holder (if issued securities)	Nil
Date of change	Nil
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	Nil
Interest acquired	Nil
Interest disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	Nil
Interest after change	Nil

+ See chapter 19 for defined terms.