

27 May 2015

The Manager
ASX Market Announcements Office
ASX Limited

By Electronic Lodgement

COMPLETION OF THE ACQUISITION OF ACCENT GROUP LIMITED

RCG is pleased to announce that it has completed the acquisition of Accent Group Limited (“AGL”). RCG obtained the necessary shareholder approvals in connection with the acquisition of AGL at its extraordinary general meeting on 12 May 2015.

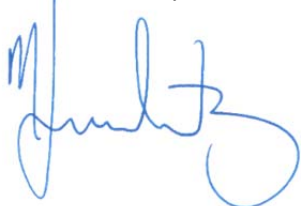
As announced on 19 March 2015, the total consideration payable by RCG in connection with the acquisition of AGL is based on six times normalised maintainable EBITDA for AGL’s financial year ended 30 April 2015.

At the time of that announcement, AGL’s EBITDA for the financial year ended 30 April 2015 was expected to be in the range of \$30 million - \$33 million. The actual estimated EBITDA that has been used as the basis for calculating the total consideration payable by RCG is \$33.1 million. The total purchase price, after allowing for net debt and working capital adjustments, will be approximately \$200 million.

Share Purchase Plan (“SPP”)

RCG shareholders who were on the register on 18 March 2015 will be given the opportunity to subscribe for up to \$15,000 worth of new shares in RCG at the discounted price of \$0.70 per share under the previously announced SPP. RCG is seeking to raise \$10 million under the SPP, with the capacity to accept oversubscriptions (at RCG’s discretion). RCG also reserves the right to scale back applications under the SPP if the total value of funds raised exceeds \$10 million. The SPP offer document and application form will be mailed to shareholders on Friday, 29 May 2015 and the SPP offer will open on Monday, 1 June 2015.

Yours Faithfully



Michael Hirschowitz
Finance Director