

27 May 2015

The Manager  
ASX Market Announcements Office  
ASX Limited

By Electronic Lodgement

Dear Sir / Madam,

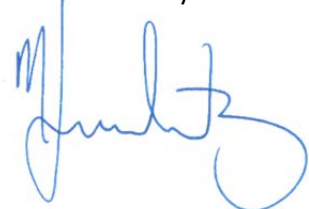
**NOTICE UNDER SECTION 708A(5)(e) OF THE CORPORATIONS ACT 2001 (Cth)**

This notice is given by RCG Corporation Limited (ACN 108 096 251) ("**RCG**") under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (the "**Act**").

RCG gives notice as follows:

- (a) RCG advises that it has issued 142,857,124 fully paid ordinary shares at an issue price of \$0.70 per share to the shareholders of Accent Group Limited in connection with the acquisition of Accent Group Limited by RCG under the share sale and purchase deed dated 19 March 2015 between RCG and the shareholders of Accent Group Limited;
- (b) the shares referred to above were issued without disclosure under Part 6D.2 of the Act;
- (c) this notice is given under section 708A(5)(e) of the Act;
- (d) as at the date of this notice, RCG has complied with:
  - (i) the provisions of Chapter 2M of the Act as they apply to RCG; and
  - (ii) section 674 of the Act as it applies to RCG; and
- (e) as at the date of this notice, there is no information that is "excluded information" of the type referred to in sections 708A(7) and 708A(8) of the Act.

Yours Faithfully



Michael Hirschowitz  
Finance Director