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8 September 2010

Manager Companies  
Australian Stock Exchange Limited  
Level 4, 20 Bridge Street  
SYDNEY NSW 2000

Dear Sir

**APPENDIX 3Y AND CHANGE IN SUBSTANTIAL SHAREHOLDER NOTICE**

Please find enclosed an appendix 3Y and a Form 604 Change in Substantial Shareholder Notice for Mr. KD Lucas, a director of the Company.

Mr. Lucas has agreed to sell 10 million shares to accommodate demand for shares from a number of institutions and retail brokers following recent investor presentations.

Yours faithfully,

A handwritten signature in black ink, appearing to read "James Cullen".

**James Cullen**  
Chief Executive Officer

# 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.

<b>Name of entity</b> RER Group Limited
<b>ABN</b> 83 098 812 492

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.

<b>Name of Director</b>	Keith Lucas
<b>Date of last notice</b>	5 February 2010

### 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.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Keith Danby Lucas as Trustee for the Arrowtown Trust
<b>Date of change</b>	3 September 2010
<b>No. of securities held prior to change</b>	29,248,026 ordinary shares 6,250,000 unlisted options
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	-
<b>Number disposed</b>	10,000,000
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Shares issued pursuant to Share Purchase Deed
<b>No. of securities held after change</b>	19,248,026 ordinary shares 6,250,000 unlisted options

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+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

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<p><b>Nature of change</b>          Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>On market trade</p>
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**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.

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

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+ See chapter 19 for defined terms.

**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme RER Group Ltd

ACN/ARSN 098 812 492

### 1. Details of substantial holder(1)

Name Keith Danby Lucas ATF The Arrowtown Trust

ACN/ARSN (if applicable) \_\_\_\_\_

There was a change in the interests of the substantial holder on

3 / 9 / 10

The previous notice was given to the company on

10 / 2 / 10

The previous notice was dated

5 / 2 / 10

### 2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares	29,248,026	19.06%	19,248,026	12.48%

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
3/9/10	K Lucas ATF Arrowtown Trust	On market trade	\$3,700,000	10,000,000	10,000,000

### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's Votes
Refer Section 1	Keith Lucas	Keith Lucas	Owner of Shares	19,248,026	19,248,026

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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

**6. Addresses**

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

Name	Address
Keith Danby Lucas	20 Portsea Rise, Mosman Park WA 6012

**Signature**

print name Keith Danby Lucas capacity Trustee

sign here  date 06 / 09 / 10