

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme RCR TOMLINSON LIMITED

ACN/ARSN 009 133 475

1. Details of substantial holder(s)

Name SEE ANNEXURE 'A' ATTACHED TO THIS FORM

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 21 /02 / 05

The previous notice was given to the company on 15 /02 / 05

The previous notice was dated 15 /02 / 05

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)
SEE ANNEXURE 'B'	8.75%	6,895,046	9.80%	7,721,376

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
ANNEX 'C'					

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
ANNEX 'B'					

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
ANNEXURE 'A'	

6. Addresses

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

Name	Address
ANNEXURE 'D'	

Signature

print name Ouafaa Karim

capacity Company Secretary

sign here

date 23 / 02 / 05

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

HUNTER HALL INVESTMENT MANAGEMENT LTD (A.B.N. 69 063 081 612)
ANNEXURES TO FORM 604
RCR TOMLINSON LIMITED

ANNEXURE A:

Hunter Hall Investment Management Limited (A.B.N. 69 063 081 612)
 Hunter Hall International Limited (A.B.N. 43 059 300 426)
 Hampshire Assets and Services Pty Ltd (A.C.N. 059 790 395)
 Peter James Hall

ANNEXURE B:

Holder of Relevant Interest	Person entitled to be Registered as Holder	Nature of relevant Interest	Class and Number of Shares
Hunter Hall Investment Management Ltd	Citicorp Nominees Pty Ltd. as the custodian of the Hunter Hall Value Growth Trust, the Australian Value Trust and the International Ethical Fund Bank of Bermuda as the custodian of the Hunter Hall International Ethical Fund.	Hunter Hall Investment Management Limited has the power to control the exercise of the right to vote attached to the shares, and the power to exercise control over the disposal of shares as manager of the Hunter Hall Value Growth Trust, the Australian Value Trust and the International Ethical Fund.	7,721,376 ORD
Hunter Hall International Limited	As above	Hunter Hall International Ltd has a relevant interest in the said shares as it is the holding company of Hunter Hall Investment Management Limited.	As above
Hampshire Assets And Services Pty Ltd	As above	Hampshire Assets And Services Pty Ltd has a relevant interest in the said shares as it owns over 50% of Hunter Hall International Limited	As above
Peter James Hall	As Above	Peter Hall owns 100% of Hampshire Assets And Services Pty Ltd	As Above

ANNEXURE C:

Person whose relevant interest changed: **Hunter Hall Investment Management Limited**
Hunter Hall International Limited
Hampshire Assets and Services Pty Limited
Peter James Hall

Date of Change	Nature of Change	Class & No. Shares Affected	Consideration Given in Relation to Change	Cumulative
15/02/2005	BUY	213,584	170,867	7108630
15/02/2005	BUY	30,000	24,000	7138630
16/02/2005	BUY	310,000	248,000	7448630
17/02/2005	BUY	128,000	100,990	7576630
18/02/2005	BUY	104,746	81,702	7681376
21/02/2005	BUY	18,793	14,283	7700169
22/02/2005	BUY	21,207	16,117	7721376
Balance held as at 22/02/05				7,721,376
% held as at 22/02/05				9.80%

ANNEXURE D:

NAME	ADDRESS
Hunter Hall International Limited	Level 2, 60 Castlereigh Street Sydney, NSW, 2000
Hunter Hall Investment Management Limited	Level 2, 60 Castlereigh Street Sydney, NSW, 2000
Hampshire Assets And Services Pty Ltd	Level 2, 60 Castlereigh Street Sydney, NSW, 2000
Peter James Hall	Unit 1, Utopia Village, 7 Chalcot Road, Primrose Hill, London NW1 8LH

These 2 pages comprise the Annexures A to D referred to in the Form 604, Notice of change of interests of substantial shareholder.



Signed

Dated 23/02/2005