

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/SchemeRCR TOMLINSON LIMITED

ACN/ARSN009 133 475

1. Details of substantial holder(1)

NameSEE ANNEXURE 'A' ATTACHED TO THIS FORM

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on16 /05 / 07

The previous notice was given to the company on12 /03 / 07

The previous notice was dated12 /03 / 07

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'	7,043,728	6.22%	8,257,844	7.29%

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 / 05 / 07

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.

**ANNEXURES TO FORM 604
RCR TOMLINSON LIMITED**

ANNEXURE A:

Hunter Hall Global Value Limited (A.C.N. 107 462 966)
 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 Global Value Limited	Citicorp Nominees Pty Ltd. as the custodian	Hunter Hall Global Value Limited is the Listed Investment Company managed by Hunter Hall Investment Management	8,257,844ORD
Hunter Hall Investment Management Ltd	Citicorp Nominees Pty Ltd. as the custodian of the Hunter Hall Australian Value Trust and Hunter Hall Global Value Limited. Bank of Ireland 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 Responsible Entity of the Hunter Hall Australian Value Trust and as Investment Manager for Hunter Hall Global Value Limited and the Hunter Hall International Ethical Fund.	13,120,263 ORD (inclusive of shares for HHGVL)
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 Global Value Limited
 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
			Opening	7,043,728
14/03/2007	BUY	15,003	28880.78	7,058,731
15/03/2007	BUY	17,500	33687.5	7,076,231
20/03/2007	BUY	106,356	205267.08	7,182,587
22/03/2007	BUY	35,686	68873.98	7,218,273
23/03/2007	BUY	112,500	210352.5	7,330,773
26/03/2007	BUY	148,540	271456.85	7,479,313
27/03/2007	BUY	42,570	78358.6	7,521,883
28/03/2007	BUY	33,640	62065.8	7,555,523
29/03/2007	BUY	65,851	121231.69	7,621,374
30/03/2007	BUY	31,033	56725.22	7,652,407
2/04/2007	BUY	29,200	53389.28	7,681,607
3/04/2007	BUY	72,521	132524.88	7,754,128
5/04/2007	BUY	65,276	118808.85	7,819,404
10/04/2007	BUY	30,615	55107	7,850,019
16/04/2007	BUY	22,800	41641.92	7,872,819
27/04/2007	BUY	15,000	27000	7,887,819
9/05/2007	BUY	21,577	40025.34	7,909,396
9/05/2007	BUY	35,459	65549.51	7,944,855
10/05/2007	BUY	71,000	130561.9	8,015,855
11/05/2007	BUY	53,972	99006.24	8,069,827
15/05/2007	BUY	66,017	124989.99	8,135,844
16/05/2007	BUY	122,000	246549.8	8,257,844
Balance held as at 22/05/07				8,257,844
% held as at 22/05/07				7.29%

ANNEXURE D:

NAME	ADDRESS
Hunter Hall Global Value Limited	Level 2, 60 Castlereagh Street Sydney NSW 2000
Hunter Hall International Limited	Level 2, 60 Castlereagh Street Sydney, NSW, 2000
Hunter Hall Investment Management Limited	Level 2, 60 Castlereagh Street Sydney, NSW, 2000
Hampshire Assets And Services Pty Ltd	Level 2, 60 Castlereagh Street Sydney, NSW, 2000
Peter James Hall	Level 4, 53 Frith Street, Soho, London W1D 4SN United Kingdom

These 3 pages comprise the Annexures A to D referred to in the Form 604, Notice of change of interests of substantial shareholder.



Signed

Dated 23 May 2007