

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

Notice of change of interests of substantial holder

To: RR Australia Limited
ACN: 072 507 147
ASX Code: RRA

1. Details of substantial holder

Name: IOOF Holdings Limited
ACN: ACN 100 103 722

This notice is given by IOOF Holdings Limited on behalf of itself and its subsidiaries.

There was a change in the interest of the substantial holder on: 28/05/09
The previous notice was given to the company on: 14/10/08
The previous notice was dated: 10/10/08

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 had a relevant interest 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	Previous notice		Present notice	
	Person's votes	Voting Power	Person's votes	Voting Power
Ordinary	11,279,415	8.813%	12,826,607	9.964%

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	Person	Nature	Consideration	Class & number (ord)	Person's votes
5/12/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 997.47	- 2,000	- 2,000
8/12/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 31,027.82	- 62,905	- 62,905

9/12/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 11,523.27	- 23,105	- 23,105
10/12/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,466.28	- 3,000	- 3,000
16/12/2008	Perennial Investment Partners Limited (ACN 087 901 620)	DIV		342,771	342,771
31/12/2008	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 10,581.02	22,456	22,456
9/01/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 111,590.58	248,624	248,624
12/01/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 22,556.93	50,000	50,000
14/01/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,894.78	4,200	4,200
15/01/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 232.78	516	516
16/01/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 715.05	1,585	1,585
20/01/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 31,570.22	69,979	69,979
21/01/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 6,648.43	14,737	14,737
4/02/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 5,767.37	- 11,800	- 11,800
5/02/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,357.24	- 7,012	- 7,012
13/03/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,364.88	- 7,755	- 7,755
16/03/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 747.61	- 1,723	- 1,723
25/03/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 17,330.26	- 34,846	- 34,846
26/03/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 7,460.08	- 14,958	- 14,958
27/03/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 22,536.33	- 45,187	- 45,187
31/03/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,894.09	- 9,813	- 9,813
3/04/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 106,532.87	227,400	227,400
14/04/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 92,515.35	- 175,000	- 175,000
15/04/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 117,893.82	- 217,867	- 217,867
24/04/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 5,585.83	- 10,000	- 10,000
27/04/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,189.37	- 7,500	- 7,500
1/05/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 433,899.45	- 750,000	- 750,000
20/05/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 270,181.85	490,000	490,000
28/05/2009	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 965,637.60	1,459,395	1,459,395

4. Present Relevant Interests

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

Holder	Registered holder of securities	Person Entitled to be holder	Nature of relevant interest	Class & Number (Ord)	Person's votes
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Custodian Services		Investment Manager	3,988,406	3,988,406
Perennial Investment Partners Limited (ACN 087 901 620)	JP Morgan		Investment Manager	4,488,416	4,488,416
Perennial Investment Partners Limited (ACN 087 901 620)	BNP		Investment Manager	4,007,014	4,007,014
Perennial Investment Partners Limited (ACN 087 901 620)	NAB Custodian Services		Investment Manager	342,771	342,771

5. Changes in association

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

Name & ACN	Nature of association
Not applicable	

6. Addresses

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

	Address
RR Australia Limited	Level 1,47 Rickard Road , Bankstown , NSW, AUSTRALIA, 2200
IOOF Holdings Limited	Level 29, 303 Collins Street Melbourne VIC 3000
Perennial Investment Partners Limited	Level 29, 303 Collins Street Melbourne VIC 3000