

Form **603**  
**Corporations Act**  
**Section 671B**  
**Notice of initial substantial holder**

To Company Name/Scheme RIVKIN FINANCIAL SERVICES LIMITED (RFS)  
 ABN 58 061 278 045

**1. Details of substantial holders<sup>(1)</sup>**

Name	ACN / ABN
CENTRAL EXCHANGE LIMITED	(CXL) ABN 77 000 742 843

The holders became  
 substantial holders on 6 SEPTEMBER 2004

**2. Details of 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<sup>(2)</sup> had a relevant interest<sup>(3)</sup> in on the date the substantial holder became a substantial holder are as follows:

Class of securities <sup>(4)</sup>	Number of securities	Persons' votes <sup>(5)</sup>	Voting power <sup>(6)</sup>
Ordinary Shares	5,754,465	5,754,465	5.737%

(A) Current RFS total issued share capital being 100,312,134 shares

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest <sup>(7)</sup>	Class and number of securities
		<b>Ordinary Shares</b>
CXL	Legal and beneficial holder of shares	695,994
SOF	Legal, beneficial and registered holder of shares	3,400,000
FSL	Legal, beneficial and registered holder of shares	908,471
AEA	Legal, beneficial and registered holder of shares	750,000
SOF, AEA and FSL	Pursuant to a Memorandum of Understanding 30 June 2004 ("MOU") between SOF, FSL and AEA (a copy of which was attached to the notice of initial substantial holder lodged by the same dated 30 June 2004 as Annexure "A" therein)	5,058,471
CXL, SOF, AEA and FSL	Pursuant to acceptance by SOF, FSL and AEA on 6 September 2004 of a proposal by CXL to act co-operatively in relation to each company's shareholdings in RFS ("Proposal") (a copy of which is attached to this Notice and marked Annexure "A")	5,754,465

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder <sup>(8)</sup>	Class and number of securities
			<b>Ordinary Shares:</b>
CXL, SOF, AEA and FSL	CXL	CXL	695,994
CXL, SOF, AEA and FSL	SOF	SOF	3,400,000
CXL, SOF, AEA and FSL	FSL	FSL	908,471
CXL, SOF, AEA and FSL	AEA	AEA	750,000
<b>Total</b>			<b>5,754,465</b>

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the 4 months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisitions	Consideration <sup>(9)</sup>		Class and number of securities
		Cash	Non-cash	Ordinary Shares
CXL	1 July 2004	\$11,849.18	-	52,263
CXL	2 July 2004	\$153,510.60	-	643,731
SOF, AEA and FSL	Various as announced by SOF, AEA and FSL in their substantial shareholding notices dated 30 June 2004 and 16 July 2004	\$1,214,880.47		5,058,471
<b>Total</b>		<b>\$1,380,240.25</b>		<b>5,754,465</b>

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
SOFCOM LIMITED ABN 88 087 482 602 (SOF)	Pursuant to acceptance by SOF, FSL and AEA on 6 September 2004 of the Proposal by CXL
FAST SCOUT LIMITED ABN 94 088 488 724 (FSL)	
ALTERA CAPITAL LIMITED ABN 55 082 541 437 (AEA)	

**7. Addresses**

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

Name	Address
CXL	Level 14, The Forrest Centre, 221 St Georges Terrace, Perth, Western Australia 6000
SOF	Level 19, The Como Centre, 644 Chapel Street, South Yarra, Victoria 3141
AEA	Level 14, The Forrest Centre, 221 St Georges Terrace, Perth, Western Australia 6000
FSL	Level 14, The Forrest Centre, 221 St Georges Terrace, Perth, Western Australia 6000

**Signature**

sign here \_\_\_\_\_  
 print name William Johnson

date 8 September 2004  
 capacity Director

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## 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 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

William Johnson



3 September 2004

The Directors  
Sofcom Limited  
Level 19, The Como Centre  
644 Chapel Street  
South Yarra, VIC 3141.  
(SOF)

The Directors  
Fast Scout Limited  
Level 14, The Forrest Centre  
221 St Georges Terrace  
Perth, WA 6000.  
(FSL)

The Directors  
Altera Capital Limited  
Level 14, The Forrest Centre  
221 St Georges Terrace  
Perth, WA 6000.  
(AEA)

Dear Directors,

**CENTRAL EXCHANGE LIMITED (CXL) – ACTING CO-OPERATIVELY  
WITH REGARD TO SHARE HOLDINGS IN RIVKIN FINANCIAL SERVICES  
LTD (RFS).**

CXL is a shareholder in Rivkin Financial Services Ltd (RFS) having acquired 695,994 shares in July 2004. We note that SOF, FSL and AEA (collectively the "Group") have together acquired a substantial shareholding in RFS and have requisitioned a meeting of RFS shareholders in order to replace existing directors of RFS with nominees of the Group. The Group has also publicly stated its intentions regarding the future of RFS if it is successful in this regard.

CXL supports the Group's stated objectives for RFS should its nominees be appointed to the Board. CXL now intends to recommence purchasing shares in RFS and proposes that henceforth CXL and the Group act co-operatively in relation to each company's shareholdings in RFS.

Given the litigation currently on-foot between RFS and the Group, upon your acceptance of the above proposal CXL feels that it would be prudent to place on public record (through appropriate substantial shareholding notices) the fact that CXL and the Group are henceforth acting in co-operation with regard to each company's shareholdings in RFS.

Please confirm by your signature below that as a member of the Group you agree henceforth to act co-operatively with CXL with regard to your company's shareholdings in RFS.

[www.centralexchange.com.au](http://www.centralexchange.com.au)

CENTRAL EXCHANGE LIMITED

A.B.N. 77 000 742 843



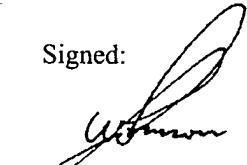
Level 14, 221 St Georges Terrace, Perth WA 6000

T | + 61 (8) 9214 9797

F | + 61 (8) 9322 1515

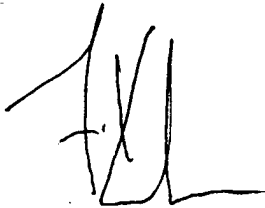
E | [info@centralexchange.com.au](mailto:info@centralexchange.com.au)

Signed:




William Johnson  
Chairman.

Signed:



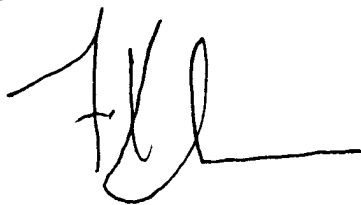
Sofcom Limited  
Date: 6/9/04

Signed:



Altera Capital Limited  
Date: 6/9/04

Signed:



Fast Scout Ltd  
Date: 6/9/04