

THORNEY HOLDINGS PTY LTD

ABN 37 006 262 835

Level 39, 55 Collins Street, Melbourne Vic 3000
Telephone +613 9921 7111 Facsimile +613 9921 7100

15 September 2009

BY ASX ONLINE - 5 pages

Manager Company Announcements
Australian Stock Exchange Limited
Level 10
20 Bond Street
SYDNEY 2000

Dear Sir/Madam,

Change in Interests or Entitlements of Substantial Shareholder Redflex Holdings Limited [ASX:RDF]

Due to a possible association between a number of shareholders under section 12(2) of the Corporations Act 2001 (the Act) as a result of proceedings commenced by Silverlene Pty Ltd in the Takeovers Panel concerning the affairs of RDF, the Company was party to a Form 604 notice lodged yesterday.

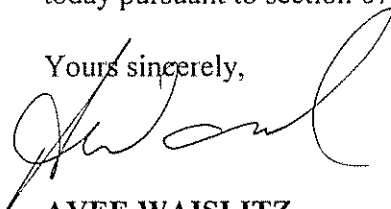
During preparation of yesterday's Form 604, it was discovered that an internal management spreadsheet used to calculate Thorney's compliance with section 671B contained a transposition error (the last filing of 11 April 2008 disclosed a substantial holding of 7.47% but the spreadsheet erroneously recorded a holding of 7.74%). As a result, the Company inadvertently overlooked filing a Form 604 within 2 business days after its last 1% movement, as it calculated that movement from the erroneous base of 7.74% recorded in the internal spreadsheet rather than the 7.47% that was stated in the last Form 604.

The Company is required to lodge a notice, when there is a movement in its holding of at least 1%, within 2 business days after it becomes aware of the information.

Following is a Form 604 *Notice of change in interests of substantial holder* dated 15 September 2009 that is intended to correct the above error. This Form disregards entirely the effect on the Company's voting power as a result of the possible association the subject of yesterday's notice and is not intended to displace that notice.

I confirm that the original Form 604 has been served on Redflex Holdings Limited by express post today pursuant to section 671B(1)(b) of the Act.

Yours sincerely,



AVEE WAISLITZ
Secretary

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

Notice of change of interests of substantial holder

To: company name/scheme	REDFLEX HOLDINGS LIMITED
ACN/ARSN	ABN 96 069 306 216

1. Details of substantial holder

Name	THORNEY HOLDINGS PTY LTD ACN 006 262 835 and each of its related bodies corporate listed in this Notice and in the attached Schedule "A" to this Notice (hereinafter collectively referred to as "Holdings"), TIGA TRADING PTY LTD ACN 118 961 210 ("TIGA") and THISTLE CUSTODIANS PTY LTD ("Thistle") ACN 078 027 193.
ACN (if applicable)	As above

There was a change in the interests of the substantial holder on 14/07/09

The previous notice was given to the company on 11/04/08

The previous notice was dated 11/04/08

2. Previous and present voting power

The total number of shares 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
Fully Paid Ordinary Shares	6,744,906	7.47%	8,029,106	8.73%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, relevant interests 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 are as follows:

Date of Change	Person whose relevant interest changed	Nature of change	Consideration given in relation to Change	Class and number of securities affected	Person's votes affected
17-Apr-08	Thistle	On market sale	\$3.15 per share	Ordinary shares: 5,463	Thistle
15-Sep-08	Holdings	On market sale	\$2.75 per share	Ordinary shares: 7,660	Holdings
16-Sep-08	Holdings	On market sale	\$2.75 per share	Ordinary shares: 2,340	Holdings
15-Jan-09	Holdings	On market sale	\$3.21 per share	Ordinary shares: 75,000	Holdings
13-Mar-09	TIGA	On market purchase	\$2.39 per share	Ordinary shares: 56,254	TIGA
16-Mar-09	TIGA	On market purchase	\$2.40 per share	Ordinary shares: 43,746	TIGA
02-Apr-09	TIGA	On market sale	\$2.77 per share	Ordinary shares: 4,058	TIGA
23-Apr-09	TIGA	On market sale	\$2.29 per share	Ordinary shares: 50,000	TIGA
01-May-09	Holdings	On market sale	\$2.31 per share	Ordinary shares: 50,000	Holdings
07-May-09	Holdings	On market sale	\$2.34 per share	Ordinary shares: 73,115	Holdings
08-May-09	Holdings	On market sale	\$2.34 per share	Ordinary shares: 98,094	Holdings
11-May-09	TIGA	On market sale	\$2.30 per share	Ordinary shares: 25,431	TIGA
12-May-09	TIGA	On market sale	\$2.30 per share	Ordinary shares: 2,463	TIGA
13-May-09	Holdings	On market sale	\$2.30 per share	Ordinary shares: 42,977	Holdings
14-May-09	TIGA	On market sale	\$2.30 per share	Ordinary shares: 401	TIGA
21-May-09	TIGA	On market sale	\$2.30 per share	Ordinary shares: 1,209	TIGA
22-May-09	Holdings	On market sale	\$2.30 per share	Ordinary shares: 46,764	Holdings
22-May-09	TIGA	On market sale	\$2.30 per share	Ordinary shares: 16,438	TIGA
27-May-09	Holdings	On market sale	\$2.30 per share	Ordinary shares: 15,130	Holdings
02-Jul-09	TIGA	On market purchase	\$2.01 per share	Ordinary shares: 6,138	TIGA
06-Jul-09	TIGA	On market purchase	\$2.06 per share	Ordinary shares: 3,513	TIGA
06-Jul-09	Thistle	Off market sale	Transfer to TIGA	Ordinary shares: 450,385	Thistle
06-Jul-09	TIGA	Off market purchase	Transfer from Thistle	Ordinary shares: 450,385	TIGA
07-Jul-09	TIGA	On market purchase	\$2.06 per share	Ordinary shares: 1,284	TIGA
10-Jul-09	TIGA	On market purchase	\$2.12 per share	Ordinary shares: 32,000	TIGA
14-Jul-09	TIGA	On market purchase	\$2.25 per share	Ordinary shares: 450,313	TIGA
14-Jul-09	TIGA	On market purchase	\$2.22 per share	Ordinary shares: 30,021	TIGA
14-Jul-09	Holdings	On market purchase	\$2.25 per share	Ordinary shares: 1,000,000	Holdings
24-Jul-09	TIGA	On market purchase	\$2.30 per share	Ordinary shares: 50,000	TIGA
28-Jul-09	TIGA	On market purchase	\$2.30 per share	Ordinary shares: 17,608	TIGA
29-Jul-09	TIGA	On market purchase	\$2.28 per share	Ordinary shares: 4,551	TIGA
30-Jul-09	TIGA	On market purchase	\$2.25 per share	Ordinary shares: 2,500	TIGA
31-Jul-09	TIGA	On market purchase	\$2.26 per share	Ordinary shares: 5,000	TIGA
03-Aug-09	TIGA	On market purchase	\$2.25 per share	Ordinary shares: 2,815	TIGA
04-Aug-09	TIGA	On market purchase	\$2.28 per share	Ordinary shares: 25,000	TIGA
04-Aug-09	TIGA	On market purchase	\$2.28 per share	Ordinary shares: 70,000	TIGA

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	Nature of relevant interest	Class and number of shares	Person's votes
Holdings	ANZ Nominees Ltd	Holdings	Beneficial Owner	1,151,128 ordinary shares	1,151,128
TIGA	ANZ Nominees Ltd	TIGA	Beneficial Owner	6,877,978 ordinary shares	6,877,978
Thorney Investment Group Australia Pty Ltd	ANZ Nominees Ltd	N/A	By virtue of section 608 of the Corporations Act 2001	8,029,106 ordinary shares	
Thistle	ANZ Nominees Ltd	N/A		8,029,106 ordinary shares	
Jamahjo Pty Ltd	ANZ Nominees Ltd	N/A		8,029,106 ordinary shares	

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	Nature of association

6. Addresses

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

Name	Address
Thorney Holdings Pty Ltd	Level 39, 55 Collins Street, Melbourne 3000
Thistle Custodians Pty Ltd	Level 11, 2 Southbank Boulevard, Southbank 3006
Thorney Investment Group Australia Pty Ltd ACN 117 488 892	Level 39, 55 Collins Street, Melbourne 3000
TIGA Trading Pty Ltd ACN 118 961 210	Level 39, 55 Collins Street, Melbourne 3000
Jamahjo Pty Ltd ACN 117 488 696	C/- TWF Partners, Level 4, 25 Claremont Street, South Yarra, 3141

Signature

Print name AVEE WAISLITZ

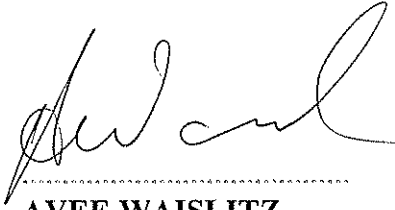
Capacity SECRETARY

Sign here

Date 15/09/2009



THIS IS THE SCHEDULE REFERRED TO IN THE FORM 604 NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL SHAREHOLDER SIGNED BY ME AND DATED 15 SEPTEMBER 2009.



AVEE WAISLITZ

Secretary

THORNEY HOLDINGS PTY LTD

SCHEDULE 'A'

RELATED BODIES CORPORATE OF THORNEY HOLDINGS PTY LTD

TIGA Property Pty Ltd, ACN 117 811 453, Level 39, 55 Collins Street, Melbourne 3000
TIGA (Ballarat) Pty Ltd, ACN 117 812 030, Level 39, 55 Collins Street, Melbourne 3000
TIGA (Doncaster East) Pty Ltd, ACN 118 521 412, Level 39, 55 Collins Street, Melbourne 3000
TIGA (Hawthorn) Pty Ltd, ACN 126 952 663, Level 39, 55 Collins Street, Melbourne 3000
Thorney International Pty Ltd, ACN 132 886 698, Level 39, 55 Collins Street, Melbourne 3000