



## Release to Australian Securities Exchange

### Confirmation of Rights Issue Shares

**22 October 2009**

Further to our announcement dated 19 October, Redflex confirms the issue on 20 October 2009 of 8,297,768 shares pursuant to its Rights Issue. The company now has on issue 108,472,130 shares. Shareholding statements are being distributed. Refunds for the approximately \$28 million of unsatisfied shortfall applications are also being distributed.

Attached to this announcement is a listing of the Top 20 shareholders. Relevant Appendix 3Ys are also attached.

For further information:

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**TOP 20 HOLDERS**

RANK	NAME	UNITS	%
1	ANZ NOMINEES LIMITED <CASH INCOME A/C>	10,994,951	10.1%
2	COGENT NOMINEES PTY LIMITED	9,738,841	9.0%
3	NATIONAL NOMINEES LIMITED	8,985,700	8.3%
4	INVESTACO PTY LTD	7,378,834	6.8%
5	MS CHENG MAN OY	6,353,582	5.9%
6	J P MORGAN NOMINEES AUSTRALIA LIMITED	6,134,255	5.7%
7	MRS ELIZABETH GERALDINE COOPER	4,849,376	4.5%
8	NELLSTAR PTY LTD	3,152,090	2.9%
9	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	2,192,577	2.0%
10	VERTEX BIANCA NOMINEES PTY LTD <SUPERANNUATION FUND A/C>	2,104,038	1.9%
11	MACRIHANISH PTY LTD	2,101,194	1.9%
12	BLUE JADE PTY LTD	1,883,952	1.7%
13	MR GRAHAM WILLIAM DAVIE	1,624,304	1.5%
14	O'CONNOR HOLDINGS PTY LTD	1,571,215	1.4%
15	CONINGSBY NOMINEES PTY LTD <SUPER FUND A/C>	1,488,397	1.4%
16	RBC DEXIA INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <GSJBW A/C>	1,123,009	1.0%
17	SANDHURST TRUSTEES LTD <JMFG CONSOL A/C>	1,119,163	1.0%
18	RBC DEXIA INVESTOR SERVICES AUSTRALIA NOMINEES PTY LTD <PISELECT A/C>	1,069,163	1.0%
19	CITICORP NOMINEES PTY LIMITED	959,451	0.9%
20	VERTEX BIANCA NOMINEES PTY LTD	643,858	0.6%
		75,467,950	69.6%
		33,004,180	30.4%
		108,472,130	100.0%

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/9/2001.

Name of entity	REDFLEX HOLDINGS LIMITED
ABN	96 069 306 216

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	CHRISTOPHER COOPER
Date of last notice	7 November 2008
Date of this notice	22 October 2009

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

*Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.*

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Related parties
Date of change	20 October 2009
No. of securities held prior to change	<u>As the registered holder</u> 30,000 Ordinary Shares  <u>As not the registered holder</u> 1,749,167 Ordinary Shares
Class	Fully paid Ordinary Shares
Number acquired	698,278
Number disposed	nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$2.04 per share
No. of securities held after change	<u>As the registered holder</u> 32,958 Ordinary Shares  <u>As not the registered holder</u> 2,444,487 Ordinary Shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	175,456 shares issued pursuant to the Rights Issue. 522,822 acquired off market.

## Appendix 3Y Change of Director's Interest Notice

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### Part 2 – Change of director's interests in contracts

*Note: In the case of a company, interests which come within paragraph (i) of "notifiable interest of a director" should be disclosed in this part.*

Detail of contract	No change
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

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<b>Name of entity</b>	<b>REDFLEX HOLDINGS LIMITED</b>
<b>ABN</b>	<b>96 069 306 216</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	<b>GRAHAM DAVIE</b>
<b>Date of last notice</b>	12 October 2009
<b>Date of this notice</b>	22 October 2009

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

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<b>Direct or indirect interest</b>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Related party
<b>Date of change</b>	20 October 2009
<b>No. of securities held prior to change</b>	<u>As the registered holder</u> 1,504,396 Ordinary Shares 126,140 Performance Rights  <u>As not the registered holder</u> 121,358 Ordinary Shares
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	130,021
<b>Number disposed</b>	nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$2.04
<b>No. of securities held after change</b>	<u>As the registered holder</u> 1,624,304 Ordinary Shares 126,140 Performance Rights  <u>As not the registered holder</u> 131,471 Ordinary Shares
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	130,031 Shares issued pursuant to the rights issue.

## Appendix 3Y Change of Director's Interest Notice

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Detail of contract	No change
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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+ See chapter 19 for defined terms.

# Appendix 3Y

## Change of Director's Interest Notice

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Introduced 30/9/2001.

Name of entity	REDFLEX HOLDINGS LIMITED
ABN	96 069 306 216

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	PETER LEWINSKY
Date of last notice	7 November 2008
Date of this notice	22 October 2009

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust.*

*Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interests of a director" should be disclosed in this part.*

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Related party
Date of change	20 October 2009
No. of securities held prior to change	As the registered holder 12,735 Ordinary Shares  As not the registered holder 33,345 Ordinary Shares
Class	Fully Paid Ordinary Shares
Number acquired	3,839
Number disposed	nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$2.04 each
No. of securities held after change	As the registered holder 13,796 Ordinary Shares (RDF)  As not the registered holder 36,123 Ordinary Shares (RDF)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	3,839 shares issued pursuant to the rights issue.

+ See chapter 19 for defined terms.

## Appendix 3Y Change of Director's Interest Notice

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### Part 2 – Change of director's interests in contracts

*Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interests of a director" should be disclosed in this part.*

Detail of contract	No change
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

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<b>Name of entity</b>	<b>REDFLEX HOLDINGS LIMITED</b>
<b>ABN</b>	<b>96 069 306 216</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	<b>RONALD LANGLEY</b>
<b>Date of last notice</b>	1 June 2009
<b>Date of this notice</b>	22 October 2009

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

*Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.*

<b>Direct or indirect interest</b>	Direct
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	
<b>Date of change</b>	20 October 2009
<b>No. of securities held prior to change</b>	<u>As the registered holder</u> 250,000
<b>Class</b>	Ordinary Shares
<b>Number acquired</b>	24,653
<b>Number disposed</b>	nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$2.04 each share
<b>No. of securities held after change</b>	<u>As the registered holder</u> 274,653
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	24,653 Shares issued pursuant to the rights issue.

## Appendix 3Y Change of Director's Interest Notice

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### Part 2 – Change of director's interests in contracts

*Note: In the case of a company, interests which come within paragraph (i) of "notifiable interest of a director" should be disclosed in this part.*

Detail of contract	No change
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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