

Elizabeth Cooper
21 Howard Street
GLEN IRIS VIC 3146

11 November 2009

Company Announcements
Australian Securities Exchange
Exchange Centre
20 Bridge Street
SYDNEY N.S.W. 2000

FAX: 1300 135 638

Dear Sir/Madam,

Re: Substantial Holding Notice - Redflex Holdings Limited

I attach an ASIC Form 603 which is by way of replacement of the Form 603 previously lodged by me. The previous Form 603 and explanatory letter were lodged and posted on the 21 October 2009.

This revised Form 603 incorporates three amendments:

- a. The noting of the date of death of my father, Melford Roberts, being the 18th August 2008, being the date on which I may be deemed to have become a substantial holder.
- b. Confirmation of my not having acquired any shares in the 4 months prior to that date.
- c. Amendment of my executorial holding from 5029097 shares as previously noted to 5028236 shares which is the current correct figure.

Please contact me if you have any queries.

Yours sincerely,



Elizabeth Cooper

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Redflex Holdings Limited

ACN/ARSN 069 306 216

1. Details of substantial holder (1)

Name Elizabeth Geraldine Cooper

The holder became a substantial holder on 18 August 2008

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 (2) has a relevant interest (3) in are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Fully Paid Ordinary Share	12,246,944	12,246,944	11.13%

3. Details of relevant interests

The nature of the relevant interests the substantial holder or an associate has in the following voting securities are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Elizabeth Cooper	Registered holder of the shares.	4,903,381 Fully Paid Ordinary Shares
Elizabeth Cooper	As one of the joint executors of the estates of Melford Roberts and Joy Roberts. My power to exercise, or control the exercise of, the voting powers of these securities depends on the other executors agreeing upon how to vote.	5,028,236 Fully Paid Ordinary Shares
Elizabeth Cooper	As a result of my 50% shareholding in Blue Jade Pty Ltd I hold a relevant interest in Blue Jade's Redflex shares through the deeming provisions in section 608(3) of the Corporations Act.	2,315,327 Fully Paid Ordinary Shares

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 (8)	Class and number of securities
Elizabeth Cooper	Elizabeth Cooper	Elizabeth Cooper	4,903,381 Fully Paid Ordinary Shares
Elizabeth Cooper	Melford Roberts; Macrinanish Pty Ltd; Nellstar Pty Ltd	The executors of the estate of Melford Roberts, being Russell Roberts, Joy Tate and Elizabeth Cooper. The executors are also the beneficiaries	5,028,236 Fully Paid Ordinary Shares
Elizabeth Cooper	Blue Jade Pty Ltd	Blue Jade Pty Ltd	2,315,327 Fully Paid Ordinary Shares

5. Consideration

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

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Elizabeth Cooper	18 August 2008.	Relevant interests in Redflex shares were acquired on 18 August 2008 as a result of the death of Melford Roberts on that date. Elizabeth Cooper did not acquire any relevant interests in Redflex shares in the four months prior to 18 August 2008.		Fully Paid Ordinary Shares in Redflex held by the estates of Melford Roberts and Joy Roberts.

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
Nil	Nil

7. Addresses

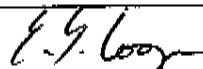
The addresses of persons named in this form are as follows:

Name	Address
Elizabeth Geraldine Cooper	21 Howard Street, Glen Iris, Victoria, 3146
Blue Jade Pty Ltd	21 Howard Street, Glen Iris, Victoria, 3146
Russell Roberts	13 Upland Court, Eltham North, Victoria 3096
Joy Tate	116 Pellatt Street, Beaumaris, Victoria 3193
Macrihanish Pty Ltd	21 Howard Street, Glen Iris, Victoria, 3146
Nellstar Pty Ltd	48 Gamett Street, Niddrie, Victoria, 3042

Signature

print name Elizabeth Geraldine Cooper

sign here



date 11/11/2009