

Release to Australian Securities Exchange

16 November 2011

Results of 2011 Annual General Meeting

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise details of the resolutions and the proxies received in respect of each resolution were as follows:

Resolution 1 – Re-election of Ms Karen Finley as a Director

The motion was carried on a show of hands as an ordinary resolution.

The instructions given to validly appointed proxies were:

For	Against	Abstain	Proxy Discretion
38,281,339	213,763	393,014	2,938,614

Resolution 2 – Re-election of Mr Michael McConnell as a Director

The motion was carried on a show of hands as an ordinary resolution.

The instructions given to validly appointed proxies were:

For	Against	Abstain	Proxy Discretion
38,614,826	209,029	64,361	2,938,514

Resolution 3 – Adoption of the Remuneration Report

The motion was carried on a show of hands as an ordinary resolution.

The instructions given to validly appointed proxies were:

For	Against	Abstain	Proxy Discretion
38,018,742	1,086,908	105,098	625,176

Resolution 4 – Approval of Securities to Mr Graham Davie, CEO

The motion was carried on a show of hands as an ordinary resolution.

Pursuant to this shareholder approval, 110,770 Performance Rights were issued to Mr Davie today and accordingly a Change of Director's Interest Notice is attached.

The instructions given to validly appointed proxies were:

For	Against	Abstain	Proxy Discretion
37,881,387	1,305,214	21,647	627,676

Resolution 5 – Approval of Securities to Ms Karen Finley, CEO Redflex Traffic Systems Inc

The motion was carried on a show of hands as an ordinary resolution.

Pursuant to this shareholder approval, 111,397 Performance Rights were issued to Ms Finley today and accordingly a Change of Director's Interest Notice is attached.

The instructions given to validly appointed proxies were:

For	Against	Abstain	Proxy Discretion
29,772,328	1,210,687	8,225,233	627,676

For further information:

Marilyn Stephens
Company Secretary
marilyn.stephens@redflex.com.au
+61 3 9674 1712

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	GRAHAM DAVIE
Date of last notice	1 October 2011
Date of this notice	16 November 2011

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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	16 November 2011
No. of securities held prior to change	<u>As the registered holder:</u> 1,706,470 ordinary shares 160,709 performance rights <u>As not the registered holder:</u> 134,339 ordinary shares
Class	Performance rights
Number acquired	110,770
Number disposed	nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	nil
No. of securities held after change	<u>As the registered holder:</u> 1,706,470 ordinary shares 271,479 performance rights <u>As not the registered holder:</u> 134,339 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	Performance rights issued pursuant to shareholder approval at the AGM and the rules of the Company's Long Term Incentive Plan.

Appendix 3Y

Change of Director's Interest Notice

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	

Part 3 – Closed period

Were the interests in the securities or contracts detailed above traded during a closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

+ See chapter 19 for defined terms.

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	REFLEX 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	KAREN FINLEY
Date of last notice	7 October 2011
Date of this notice	16 November 2011

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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	16 November 2011
No. of securities held prior to change	323,674 ordinary shares 172,513 performance rights
Class	Performance rights
Number acquired	111,397
Number disposed	nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	nil
No. of securities held after change	323,674 ordinary shares 283,910 performance rights
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Performance rights issued pursuant to shareholder approval at the AGM and the rules of the Company's Long Term Incentive Plan.

Appendix 3Y

Change of Director's Interest Notice

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 <i>Note: Details are only required for a contract in relation to which the interest has changed</i>	
Interest acquired	
Interest disposed	
Value/Consideration <i>Note: If consideration is non-cash, provide details and an estimated valuation</i>	
Interest after change	

Part 3 – Closed period

Were the interests in the securities or contracts detailed above traded during a closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

+ See chapter 19 for defined terms.