

ACADEMIES AUSTRALASIA GROUP LIMITED

ACN 000 003 725

Telephone: +61 2 9224 5555 Facsimile: +61 2 9224 5550

10 October 2011

To:

Redhill Education Limited
Level 2,
7 Kelly Street
Ultimo NSW 2007
Australia

Via Facsimile to 9211 8355

Copy to:

Company Announcements Office
Australian Stock Exchange
Level 4, 20 Bridge Street
Sydney NSW 2000
Australia

Via Facsimile to 1300 135 638

Dear Sir

Change of Substantial Shareholding in Redhill Education Limited (RDH)

Attached is a corrected Notice of Change of Interests of Substantial Shareholder (Form 604) submitted by Skilled Placements Pty Limited, our wholly owned subsidiary.

The particulars of the holding of securities in RDH by Jilcy Pty Ltd atf Jilcy Superannuation Fund were inadvertently excluded from the Notice issued on 5 October 2011. [The particulars were contained in the previous notices of 30 June 2011 and 11 August 2011].

The attached Notice includes the particulars of that holding.

The attached Notice replaces the Notice dated 5 October 2011.

Yours sincerely



Christopher Campbell
Group Managing Director

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Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme Redhill Education Limited

ACN/ARSN 119 952 493

1. Details of substantial holder

Name Academies Australasia Group Limited

ACN/ARSN (if applicable) 000 003 725

There was a change in the interests of the substantial holder on

5 / 10 / 11

The previous notice was given to the

9 / 08 / 11

2. Previous and present voting

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) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company of scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares	2,202,464	8.16%	2,652,464	9.82%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest 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 or scheme as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
19/08/2011	Skilled Placements Pty Limited	Purchase	1,540.00	11,000	11,000
22/08/2011			7,000.00	50,000	50,000
23/08/2011			11,130.00	81,000	81,000
25/08/2011			405.00	3,000	3,000
31/08/2011			1,350.00	10,000	10,000
1/09/2011			1,080.00	8,000	8,000
28/09/2011			4,995.00	37,000	37,000
29/09/2011			1,300.00	10,000	10,000
4/10/2011			11,700.00	90,000	90,000
5/10/2011			19,250.00	150,000	150,000

4. Present relevant interest

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 (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Skilled Placements Pty Limited	Skilled Placements Pty Limited	Skilled Placements Pty Limited	Owner	1,888,964 Ordinary shares	1,888,964

Jilcy Pty Ltd atf Jilcy Superannuation Fund	Jilcy Pty Ltd atf Jilcy Superannuation Fund	Jilcy Pty Ltd atf Jilcy Superannuation Fund	Owner	540,000 Ordinary shares	540,000
Schleederer Nominees Pty Limited atf J L S Family Account	Schleederer Nominees Pty Limited atf J L S Family Account	Schleederer Nominees Pty Limited atf J L S Family Account	Owner	200,000 Ordinary shares	200,000
John Iacono	John Iacono	John Iacono	Owner	23,500 Ordinary shares	23,500

6. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

7. Addresses

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

Name	Address
Skilled Placements Pty Limited	Level 6, 505 George Street, Sydney NSW 2000
Jilcy Pty Ltd atf Jilcy Superannuation Fund	Unit 8, 18 Centennial Avenue, Chatswood NSW 2067
Schleederer Nominees Pty Limited atf J L S Family Account	23 Rosslyn Street, Bellevue Hills NSW 2023
John Iacono	68 Beauchamp Street, Marrickville NSW 2204
Academies Australasia Group Limited	Level 6, 505 George Street, Sydney NSW 2000

Signature

print name Christopher Campbell capacity Director
 sign here  date 10 / 10 / 11

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant issues (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 6 of the form.
- (2) See the definition of "associate" in Section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) 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, 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 2001.
- (7) 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 benefits 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.