



TIGER INTERNATIONAL LIMITED

ABN 70 091 805 480

(formerly known as Technology Incubation Group Limited)

NOTICE OF 2003 ANNUAL GENERAL MEETING INCORPORATING

EXPLANATORY MEMORANDUM AND PROXY FORM

Date of Meeting: Friday, 28 November 2003
Time of Meeting: 10:00am (WST)
Place of Meeting: the offices of Security Transfer Registrars,
770 Canning Highway, Applecross,
Western Australia

This is an important document. It should be read in its entirety. If you are in doubt as to the course you should follow, consult your financial or other professional adviser.



NOTICE OF 2003 ANNUAL GENERAL MEETING

Notice is hereby given that an 2003 annual general meeting of members of TIGER INTERNATIONAL LIMITED ("TIL" or "Company") will be held at the offices of Security Transfer Registrars, 770 Canning Highway, Applecross, Western Australia on Friday, 28 November 2003 at 10:00 am ("Meeting"). The Explanatory Memorandum and Proxy Form accompanying this notice of annual general meeting ("Notice of Meeting") are hereby incorporated in and comprise part of this Notice of Meeting.

AGENDA

ORDINARY BUSINESS

ANNUAL REPORT

The Company's 2003 Annual Report (including the financial, directors' and auditors' report for the period ended 30 June 2003) will be tabled prior to considering the following resolutions.

That shareholders consider and, if thought fit, pass the following resolutions (with or without modification) as ordinary resolutions.

1. RE-ELECTION OF TOR THEUNISSEN AS A DIRECTOR

"That Dr Tor Theunissen retires by rotation in accordance with the Constitution and, being eligible, offers himself for re-election and is hereby re-elected as a director of the Company."

2. RE-ELECTION OF MILES KENNEDY AS A DIRECTOR

"That Mr Miles Kennedy retires by rotation in accordance with the Constitution and, being eligible, offers himself for re-election and is hereby re-elected as a director of the Company."

3. RE-ELECTION OF JOHN HUTTON AS A DIRECTOR

"That Mr John Hutton, having been appointed as a director of the Company by its other directors, retires in accordance with the Constitution and is hereby re-elected as a director of the Company."

SPECIAL BUSINESS

That shareholders consider and, if thought fit, pass the following resolutions (with or without modification) as ordinary resolutions.

4. SHARE PLACEMENT

"That, for the purposes of Listing Rule 7.1 and for all other purposes, the directors are authorised to issue up to 20,000,000 shares at a price of not less than \$0.15 each, to whomsoever they choose (to the extent permitted by the Law and ASX Listing Rules) and in whatsoever ratios or proportions or separately as they see fit."

5. EMPLOYEE SHARE OPTION PLAN

"That the Company adopt the "Tiger International Employee Option Plan", the material terms of which are summarised in the Explanatory Memorandum."

BY ORDER OF THE BOARD

JEAN MATHIE
COMPANY SECRETARY

DATED: 21 October 2003



EXPLANATORY MEMORANDUM

For the benefit of the Company's shareholders, the resolutions referred to in the Notice of Meeting are explained below.

ANNUAL REPORT

Shareholders have been provided with the annual financial report, the directors' report and audit report for the year ended 30 June 2003 at the same time as they receive the Notice of Meeting (incorporating this Explanatory Memorandum). Time will be allowed during the Meeting for shareholders to discuss the foregoing.

RESOLUTIONS 1 TO 3 - RE-ELECTION OF DIRECTORS

The Company's Constitution provides that one-third of directors must retire at every Annual General Meeting and that no director ([other than a managing director]) may hold office for a period in excess of 3 years without being submitted to shareholders for re-election. Mr Hutton has been appointed as a director by the other directors of the Company prior to the Meeting and, therefore, only holds office until the end of this meeting unless re-elected. In accordance with the Constitution, Messrs Theunissen, Kennedy and Hutton shall retire as directors of the Company at the Meeting. However, they are eligible to and have consented to be re-elected directors of the Company.

RESOLUTION 4- SHARE PLACEMENT

All shares, the subject of this resolution, will rank *pari passu* with existing fully paid ordinary shares on issue. The shares will be allotted and issued within 3 months of the date of the Meeting or such later date as is approved by ASX. As at the date of this Notice of Annual General Meeting, the allottees of the proposed issue are not known. It is intended that any shares issued will be issued simultaneously.

The directors intend to apply these funds firstly towards the costs of the placement and then towards the acquisition and development of its proposed prawn hatchery and farming operations in Darwin and Broome. The amount of funds applied to each will depend on the results of the Company's proposed trials and studies (as set out in its prospectus dated 21 October 2003) and on the results of its investigations and studies on the proposed acquisition of Aussie Prawns Pty Ltd. In particular, the acquisition of Aussie Prawns will not proceed (and, therefore, its operation in Darwin will not proceed) if the Company is not satisfied with its due diligence investigations that are currently in progress as at the date of this Notice of Meeting.

VOTING EXCLUSION STATEMENT

The Company will disregard any votes cast on this resolution by a person who may participate in the proposed issue or might obtain a benefit (except a benefit solely in the capacity of a holder of ordinary securities) if the resolution is passed, and any votes cast by an associate of that person. However, the Company will not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, or it is cast by the person chairing the meeting as proxy for the person who is entitled to vote, in accordance with the direction on the proxy form.

RESOLUTION 5 - EMPLOYEE SHARE OPTION PLAN

This resolution is put to shareholders, for the purpose of ASX Listing Rule 7.2 (Exemption 9) and for all other purposes, to adopt the "Tiger International Employee Option Plan".

The directors consider it desirable to establish an option plan to be known as the Tiger International Employee Option Plan ("Option Plan") under which selected employees, directors and contractors may be offered the opportunity to subscribe for options in the Company in order to increase the range of potential incentives and to strengthen links between the Company, its directors, employees and contractors.

Members can inspect the Option Plan prior to the Meeting at the Company's registered office. The Option Plan will also be available for inspection at the Meeting.

SUMMARY OF THE OPTION PLAN

The following is a summary of the key terms of the Option Plan.

- a) Subject to the Corporations Act and the Listing Rules, the directors may, at such times as they determine, issue an invitation (in such form as the directors decide from time to time) to a participant inviting application for the issue of options upon and subject to the terms and conditions of the Option Plan.
- b) Subject to the Corporations Act and Listing Rules, the directors may determine the terms of the options issued under the Option Plan.

- c) In the event the directors elect not to exercise their discretion or otherwise fail to do so then, subject to the Corporations Act and the Listing Rules, the terms specified in the schedule to the Option Plan (see below) shall apply in respect of each option issued under the Option Plan provided that the directors specify an exercise price and an expiry date for each option.
- d) The directors may accept or reject any application for options under the Option Plan.
- e) Invitations shall not be issued under the Option Plan if the total number of shares which would be issued:
- i) as a consequence of an exercise of options issued pursuant to the invitation; and
 - ii) if all outstanding options were exercised,
- would exceed 5% of the total number of issued shares as at the date the invitation is issued.
- f) Subject to the Corporations Act, the Listing Rules and the Option Plan, the directors shall have the power to:
- i) determine appropriate procedures for administration of the Option Plan from time to time;
 - ii) resolve conclusively all questions of fact or interpretation arising in connection with the Option Plan;
 - iii) amend or modify the Option Plan from time to time; and
 - iv) delegate to any one or more persons for such period and on such conditions as they may determine the exercise of any of the directors' powers or discretions arising under the Option Plan.
- g) The Option Plan may be terminated at any time by the directors but such termination will not affect the rights of holders of options issued prior to termination.

SCHEDULE - STANDARD OPTION TERMS

The following sets out the standard terms for options issued under the Option Plan. If Directors decide to issue Options under the Option Plan pursuant to the following terms, they must, specify an exercise price and an expiry date for each option prior to its issue.

1. Each option carries the right to subscribe for one share.
2. Of the total of all options issued pursuant to an application, the holder may only exercise that percentage of such options ("Exercisable Interest") during the period commencing from the date of issue and expiring 2 years thereafter ("Qualifying Period") as provided for below:

Period of continuous employment or directorship since date of issue of options	Exercisable Interest
Within 6 months	0%
From 6 months to 1 year	25%
From 1 year to 18 months	50%
From 18 months to 2 years	75%
More than 2 years	100%

If the holder is a nominee of the participant, the Exercisable Interest shall be determined by reference to the period of continuous employment or directorship of the relevant participant during the Qualifying Period.

3. If a holder ceases to be a participant during the Qualifying Period for any reason (other than death or disability), the holder may only exercise the Exercisable Interest within 3 months from the date the holder ceases to be a participant, and thereafter the options will expire and cease to carry any rights or benefits. If the holder is a nominee of a participant, the holder may only exercise the Exercisable Interest within 3 months from the date the participant ceases to be a participant.
4. options may be exercised by holders delivering to the Company's share registry a notice (in a form prescribed by the Company from time to time) ("Notice") stating the number options to be exercised and accompanied by the relevant option certificate(s) and a cheque made payable to the Company for an amount equal to the exercise price for each option exercised.
5. Within 5 Business Days of receipt of a properly executed Notice and application monies in respect of the exercise of options, the Company shall issue the resultant shares and deliver notification of shareholdings.



6. The Company shall make application to ASX for quotation of shares (issued pursuant to an exercise of options) within 7 days of the date of issue.
7. Shares issued pursuant to an exercise of options shall rank, from the date of issue, pari passu with the then existing shares in all respects.
8. options shall not be transferred or assigned by the holder except with the prior written consent of the Directors.
9. options shall not be quoted on ASX.
10. Holders may only participate in new issues of securities to holders of shares if an option has been exercised and shares issued in respect of the option before the record date for determining entitlements to the issue. The Company shall give notice to holders (as required under the Listing Rules) of any new issue before the record date for determining entitlements to the issue.
11. If there is a bonus issue to the holders of shares ("Bonus Issue"), the number of shares over which an option is exercisable will be increased by the number of shares which a holder would have received if the option had been exercised before the record date for the Bonus Issue ("Bonus Shares"). The Bonus Shares shall be paid up by the Company out of the profits or reserves (as the case may be) in the same manner as was applied in the Bonus Issue and upon issue shall rank pari passu in all respects with the shares on issue at the date of issue of the Bonus Shares.
12. If there is a pro rata issue (other than a Bonus Issue) to the holders of shares during the currency of, and prior to the exercise of, any options, the exercise price of the options shall be adjusted in the manner provided for in the Listing Rules.
13. If, prior to the expiry of any options, there is a reorganisation of the issued capital of the Company (including, but not limited to, a consolidation, sub-division, cancellation, reduction or return of capital), the rights of holders shall be changed to the extent necessary to comply with the Listing Rules applying to a reorganisation of capital at the time of the reorganisation.

SECURITIES ISSUED PURSUANT TO THE OPTION PLAN

No securities have been issued pursuant to the Option Plan.

VOTING EXCLUSION STATEMENT

The Company will disregard any votes cast on this resolution by a director of the Company and any votes cast by an associate of that person. However, the Company will not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, or it is cast by the person chairing the meeting as proxy for the person who is entitled to vote, in accordance with the direction on the proxy form.

Tiger International Limited
 ABN 70 091 805 480
 12 Walker Avenue
 West Perth WA 6005
 PO Box 806
 West Perth WA 6872



SHAREHOLDER Proxy Form

HOLDER IDENTIFICATION NUMBER (HIN)

APPOINTMENT OF PROXY

I/We appoint as proxy to vote in accordance with the following directions (or if no directions have been given, as the proxy or Chairman see fit) at the annual general meeting of the Company to be held the offices of Security Transfer Registrars, 770 Canning Highway, Applecross, Western Australia on Friday, 28 November 2003 at 10:00 am (and at any adjournment thereof) (Meeting).

or

Name of person you are appointing (if not the meeting Chairman)

IF YOU DO NOT WISH TO DIRECT YOUR PROXY HOW TO VOTE, PLEASE PLACE A MARK IN THIS BOX

***The Chairman currently intends to vote undirected proxies in favour of all resolutions.** By marking this box, you acknowledge that the Chairman may exercise your proxy even if he has an interest in the outcome of the resolution and votes cast by him other than as proxy holder will be disregarded because of that interest.

	Ordinary Business	For	Against	Abstain**
1	Re-election of Tor Theunissen as a Director	<input type="checkbox"/>	<input type="checkbox"/>	
2	Re-election of Miles Kennedy as a Director	<input type="checkbox"/>	<input type="checkbox"/>	
3	Re-election of John Hutton as a Director	<input type="checkbox"/>	<input type="checkbox"/>	
Special Business				
4	Share Placement	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	Employee Share Option Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

** If you mark the abstain box for a particular item, you are directing your proxy not to vote on that item.

APPOINTING A SECOND PROXY (IF APPLICABLE)

CONTACT TELEPHONE NUMBER

or %

The number of shares applicable to this proxy form The percentage of your voting rights Area Code Telephone Number

SIGNATURE(S)

Shareholder 1 Shareholder 2 Shareholder 3

Director Director/Secretary Sole Director and Secretary

Company Seal (if required)

Proxies may be lodged either by facsimile on (08) 9321 5884, by mail to PO Box 806, West Perth, 6872, Western Australia or delivery to the registered office of the Company at 12 Walker Avenue, West Perth, Western Australia. To be valid, a proxy form must be received by at the registered office of the Company not less than 48 hours before the time appointed for the Meeting. For assistance in completing this form, please refer to the rear of this form.



INSTRUCTIONS FOR COMPLETION OF THE PROXY FORM

SHAREHOLDERS NAME & ADDRESS

This is the name and address of the shareholder as it appears on the Company's share register. For the purposes of this Meeting, shares will be taken to be held by those persons who are the registered holders thereof 48 hours before the time appointed for the commencement of this Meeting.

APPOINTMENT OF PROXY

A shareholder entitled to attend and vote at the Meeting is entitled to appoint not more than two other persons (whether shareholders or not) as proxy or proxies to attend in the shareholder's place at the Meeting. The proxy has the same right as the shareholder to speak and vote at the Meeting. If you leave this section blank, the Chairman of the meeting will be your proxy to vote your shares even if you attend the meeting (unless you revoke your proxy before the meeting).

VOTE ON RESOLUTIONS

You may direct your proxy how to vote by placing a mark in one of the boxes opposite the resolution/s you wish to direct your proxy to vote on. If you do so, all your shares will be voted in accordance with your direction. You can split your vote on any resolution/s by inserting the number/s of shares you wish to vote in the appropriate box/es. Please ensure you clearly mark the box in black or blue ink by placing a mark or the number of shares you are voting.

APPOINTING A SECOND PROXY

If a shareholder appoints two proxies and the appointment does not specify the proportion or number of the shareholder's votes, each proxy may exercise half of the votes.

CONTACT TELEPHONE NUMBER

This will help us if there are any problems with your proxy form.

SIGNATURE(S)

Each shareholder must sign this form. If your shares are held in joint names, all shareholders must sign in the boxes. If you are signing as an Attorney, then the Power of Attorney must have been noted by the Company or be duly stamped and accompany this form. Only duly authorised officer/s can sign on behalf of a company. Please sign in the boxes provided which state the office held by the signatory.