

ABN 79 097 982 235

NOTICE OF ANNUAL GENERAL MEETING

PROXY FORM

Date of Meeting

TUESDAY, 30 NOVEMBER 2004

Time of Meeting

9:00 a.m.

Place of Meeting

The French Room
Hotel Grand Chancellor
707 Wellington Street
Perth, Western Australia, 6000

NOTICE OF ANNUAL GENERAL MEETING

The Annual General Meeting of Cervantes Seafood Limited is to be held on Tuesday, 30 November 2004 at Hotel Grand Chancellor, 707 Wellington Street, Perth, WA, 6000, commencing at 9:00 a.m.

ORDINARY BUSINESS

Financial Statements - Year ended 30 June 2004

To receive and consider the financial statements for the year ended 30 June 2004, and the Directors' and Auditor's reports thereon.

Resolution 1 - Re-election of Director - Mr Barry MacKinnon

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That, Mr Barry MacKinnon, who retires in accordance with clause 11.3 of the Company's Constitution be re-elected as a Director of the Company."

Resolution 2 - Re-election of Director - Mr Chen Hao

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"That, Mr Barry MacKinnon, who retires in accordance with clause 11.3 of the Company's Constitution be re-elected as a Director of the Company."

Resolution 3 - Re-election of Director - Mr Robert Grover

To consider and, if thought fit to pass, the following resolution as an **ordinary resolution**:

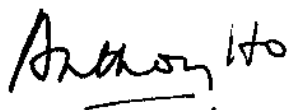
"That, Mr Robert Grover, having been appointed as an additional director of the Company on 19 May 2004, who retires in accordance with clause 11.11 of the Company's Constitution and being eligible and offering himself for re-election, be re-elected as a Director of the Company."

Resolution 4 - Re-election of Director - Mr William McSharer

To consider and, if thought fit to pass, the following resolution as an **ordinary resolution**:

"That, Mr William McSharer, having been appointed as an additional director of the Company on 17 March 2004, who retires in accordance with clause 11.11 of the Company's Constitution and being eligible and offering himself for re-election, be re-elected as a Director of the Company."

DATED THIS 27th DAY OF OCTOBER 2004
BY ORDER OF THE BOARD



Anthony Ho
Company Secretary

PROXY NOTES

1. A member entitled to attend and vote is entitled to appoint not more than two proxies to attend and vote on behalf of the member. A proxy need not be a member of the Company, but must be a natural person (not a corporation). A proxy may also be appointed by reference to an office held by the proxy (eg "the Company Secretary").
2. Where more than one proxy is appointed, each proxy may be appointed to represent a specified proportion of the member's voting rights. If no such proportion is specified, each proxy may exercise half of the member's votes.
3. Where a voting exclusion applies, the Company need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote in accordance with the directions on the proxy form to vote as the proxy decides or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.
4. In accordance with Regulation 7.11.37 of the Corporations Act, the Directors have set a date to determine the identity of those entitled to attend and vote at the Meeting. This date is 9:00 am (WST) on Sunday 28 November 2004.
5. A proxy form is enclosed. A separate form must be used for each proxy. An additional form can be obtained by writing to the Company at PO Box 543, West Perth, Western Australia, 6872 or by fax to (61 8) 9382 1322. Alternatively, you may photocopy the enclosed form.
6. A duly completed proxy form and (where applicable) any power of attorney or a certified copy of the power of attorney must be received by the Company at its registered office or the address or fax number set out below, not less than 48 hours before the time for commencement of the meeting. Please send by post to PO Box 543, West Perth, Western Australia, 6872 or by fax to (61-8) 9382 1322.
7. The Company will accept proxy appointments by a corporate member executed in accordance with either section 127(1) (not under seal) or section 127(2) (under seal) of the Corporations Act.

Corporate Representative

A body corporate may appoint an individual as its representative to exercise any of the powers the body may exercise at meetings of a company's shareholders. The appointment may be a standing one. Unless the appointment states otherwise, the representative may exercise all of the powers that the appointing body could exercise at a meeting or in voting on a resolution.



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PROXY FORM

(Name of member/s)

of

(Address of member/s)

Appointment of Proxy

I/We being a member/s of Cervantes Seafood Limited and entitled to attend and vote hereby appoint

the Chairman of the Meeting
(mark with an 'X')

If you are appointing **someone other than the** Chairman of the Meeting, write here the name of the company or person you are appointing

or, failing a company or person named, or if no company or person is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if not directions have been given, as the proxy sees fit) at the Annual General Meeting of Cervantes Seafood Limited to be held at Hotel Grand Chancellor, 707 Wellington Street, Perth, Western Australia 6000 on Tuesday, 30 November 2004 commencing at 9:00 a.m. and at any adjournment of that meeting.

IMPORTANT: FOR ITEMS 1 TO 4 BELOW

If the Chairman of the Meeting is your nominated proxy, or may be appointed by default, and you have not directed your proxy how to vote on Items 1 to 4 below, please place a mark in this box. By marking this box you acknowledge that the Chairman of the Meeting may exercise your proxy even if he has an interest in the outcome of those items and that votes cast by him, other than as proxy holder, would be disregarded because of that interest. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman of the Meeting will not cast your votes on Items 1 to 4 and your votes will not be counted in computing the required majority if a poll is called on these items. The Chairman of the Meeting intends to vote undirected proxies in favour of each of these items.

Voting directions to your proxy - please mark to indicate your directions

	FOR	AGAINST	ABSTAIN*
1. Re-election of Director - Mr Barry MacKinnon	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Re-election of Director - Mr Chen Hao	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Re-election of Director - Mr Robert Grover	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Re-election of Director - Mr William McSharer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

In addition to the intention advised above, the Chairman of the Meeting intends to vote undirected proxies in favour of each of the other items of business, if any.

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

Appointing a second Proxy

I/We wish to appoint a second proxy

Mark with an 'X' if you wish to appoint a second proxy

AND

%

OR

State the percentage of your voting rights or the number of securities for this Proxy Form.

PLEASE SIGN HERE

This section must be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Securityholder 1

Individual/ Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director/ Company Secretary

Contact Name

Contact Daytime Telephone

Date



ABN 79 097 982 235

HOW TO COMPLETE THE PROXY FORM

1. Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a securityholder of the Company.

If you have appointed a company as your proxy and a representative of that company wishes to attend the meeting, the representative will be required to provide the Company with the appropriate written documentation evidencing that the person is a representative of the proxy. Should you require it, the Company will provide you with a corporate representative form free of charge. Please contact the Company Secretary if you require a corporate representative form.

2. Votes on Items of Business

You may direct your proxy how to vote by placing a mark in one of the three boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

3. Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company's share registry or you may copy this form.

To appoint a second proxy you must:

- (a) indicate that you wish to appoint a second proxy by marking the box.
- (b) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (c) return both forms together in the same envelope.

4. Signing Instructions

You must sign this form as follows in the spaces provided:

- Individual: where the holding is in one name, the holder must sign.
- Joint Holding: where the holding is in more than one name, all of the securityholders should sign.
- Power of Attorney: to sign under Power of Attorney, you must have already lodged this document with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.
- Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of the corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the company's share registry.

5. Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at the address given below no later than 8.00a.m. (WST) on Monday, 29 November 2004. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Documents may be lodged by post to Cervantes Seafood Limited at:-

P O Box 543
West Perth WA 6872

or by facsimile to

(61-8) 9382 1322.