

Notice of Annual General Meeting and Explanatory Memorandum and Proxy Form

Date of Meeting: Friday, 17 November 2006

Time of Meeting: 10.00am (WST)

Place of Meeting: Unit 2
110 Jersey Street
JOLIMONT WA 6014

This Notice of Annual General Meeting and Explanatory Memorandum should be read in its entirety. If shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of shareholders of Hire Intelligence International Limited ACN 098 210 121 ("**Hire Intelligence**" or "**Company**") will be held at Unit 2, 110 Jersey Street, Jolimont, Western Australia on Friday, 17 November 2006, commencing at 10.00am (WST).

The Explanatory Memorandum that accompanies and forms part of this Notice of Annual General Meeting describes the various matters to be considered.

Terms used in this Notice of Annual General Meeting will, unless the context otherwise requires, have the same meaning given to them in the Glossary of Terms as contained in the Explanatory Memorandum.

Agenda

Financial Reports

To receive and consider the Financial Report and the Reports of the Directors and Auditor of the Company and its controlled entities for the year ended 30 June 2006.

Resolutions

1. Election of Mr Jason Francis Cage as Director

To consider and if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

"That, Jason Francis Cage, having consented to act and who was appointed as a Director by the Board, be elected, by General Meeting in accordance with rule 3.4 of the Company's Constitution, as a Director."

2. Election of Mr Keegan Thomas Cage as Director

To consider and if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

"That, Keegan Thomas Cage, having consented to act and who was appointed as a Director by the Board, be elected, by General Meeting in accordance with rule 3.4 of the Company's Constitution, as a Director."

3. Removal of KPMG as Auditors

To consider and if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

"That, for the purpose of section 329(1) of the Corporations Act and for all other purposes, the Company removes KPMG as auditors of the company."

4. Appointment of BDO as Auditors

To consider and if thought fit to pass, with or without amendment, the following resolution as an **ordinary resolution**:

"That, for the purpose of section 327(3)(b) of the Corporations Act and for all other purposes, the Company appoints BDO as auditor of the Company."

5. Adoption of The Remuneration Report

To consider and if thought fit, to pass, with or without amendment, the following **non-binding resolution**:

"That the Remuneration Report, which forms part of the Director's Report for the year ended 30 June 2006, be adopted."

BY ORDER OF THE BOARD

Keegan Cage
Company Secretary

Dated: 28th September 2006

Proxy and Voting Entitlement Instructions

Proxy Instructions

Shareholders are entitled to appoint up to two individuals to act as proxies to attend and vote on their behalf. Where more than one proxy is appointed each proxy may be appointed to represent a specific proportion of the Shareholder's voting rights. If the appointment does not specify the proportion or number of votes each proxy may exercise, each proxy may exercise half of the votes.

The proxy form (and the power of attorney or other authority, if any, under which the proxy form is signed) or a copy or facsimile which appears on its face to be an authentic copy of the proxy form (and the power of attorney or other authority) must be deposited at or sent by facsimile transmission to the registered office of **Hire Intelligence International Limited at 110 Jersey Street, WA 6014, facsimile number +61 8 9284 1266**, not less than 48 hours before the time for holding the Meeting, or adjourned meeting as the case

may be, at which the individual named in the proxy form proposes to vote.

The proxy form must be signed by the Shareholder or his/her attorney duly authorised in writing or, if the Shareholder is a corporation, in a manner permitted by the Corporations Act.

The proxy may, but need not, be a Shareholder of Hire Intelligence.

In the case of shares jointly held by two or more persons, all joint holders must sign the proxy form. A proxy form is attached to this Notice.

Voting Entitlement

For the purposes of determining voting entitlements at the Annual General Meeting, shares will be taken to be held by the persons who are registered as holding the shares at 5.00 pm WST on Wednesday, 15 November 2006. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

Explanatory Memorandum

This Explanatory Memorandum has been prepared for the information of Shareholders of Hire Intelligence International Limited ("**Hire Intelligence**" or "**Company**") in connection with the business to be conducted at the Annual General Meeting of shareholders to be held at Unit 2, 110 Jersey Street, Jolimont, Western Australia on Friday, 17 November 2006 commencing at 10:00 am (WST).

This Explanatory Memorandum should be read in conjunction with the accompanying Notice of Annual General Meeting.

1. Financial Report

The first item of the Notice of Annual General Meeting deals with the presentation of the Financial Report and the Reports of the Directors and Auditor of the Company for the year ended 30 June 2006. Elements of the Financial Report are detailed in the Audit Report on pages 73 and 74 of the Annual Report. Shareholders should consider these documents and raise any matters of interest with the Directors when this item is being considered.

A representative of the Company's auditor, KPMG, will be in attendance at the meeting to answer any questions relevant to the conduct of its audit and the preparation and content of its auditor's report.

No resolution is required to be moved in respect of this item.

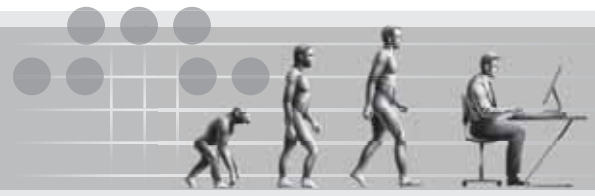
2. Resolution 1 - Election of Mr Jason Francis Crag as Director

Mr Jason Francis Crag was appointed as Non Executive Director of the Board of Directors on 19 December 2005. He is required to be elected at the Annual General Meeting in accordance with rule 3.4 of the Company's Constitution.

The Directors (excluding Mr Jason Crag) recommend that Shareholders vote in favour of resolution 1.

3. Resolution 2 – Election of Mr Keegan Thomas Crag as Director

Mr Keegan Thomas Crag was appointed as Executive Director of the Board of Directors on 1 December 2005. He is required to be elected at the Annual General Meeting in accordance with rule 3.4 of the Company's Constitution.



The Directors (excluding Mr Keegan Crage) recommend that Shareholders vote in favour of resolution 2.

4. Resolution 3 – Removal of KPMG as Auditors

KPMG have been the Company's auditors since listing in 2002. The Directors are of the view that the rotation of auditors will deliver cost savings to the Company without impacting on the quality of the service provided.

The Directors recommend that Shareholders vote in favour of resolution 3.

5. Resolution 4 – Appointment of BDO as Auditors

Having reviewed proposals from various second tier firms, the Directors are of the view that BDO are suitably placed to provide audit services to the Company.

The Directors recommend that Shareholders vote in favour of resolution 4.

6. Resolution 5 – Adoption of The Remuneration Report

Pursuant to the introduction of CLERP 9 from 1 July 2004 the Directors of Hire Intelligence International Limited have elected to adopt and present, for shareholder consideration, the Remuneration Report which forms part of the Directors Report included in the 2006 Annual Report.

Details of director and executive remuneration are clearly explained in the Remuneration Report (refer pages 10 and 11 of the Annual Report). The resolution on the Remuneration Report is advisory only and in no way binds the Directors of the Company. However, the Board will take the outcome of the vote into consideration when reviewing remuneration practices and policies.

The Directors recommend that Shareholders vote in favour of resolution 5.

7. Questions and Comments by Shareholders at The Meeting

In accordance with the Corporations Act 2001, a reasonable opportunity will be given to shareholders to ask questions about or to make comments on the management of Hire Intelligence International Limited at the meeting.

Similarly a reasonable opportunity will be given to shareholders to ask the external auditor, KPMG, questions relevant to:

- the conduct of the audit;
- the preparation and content of the auditor's report;
- the accounting policies adopted in relation to the preparation of the Company's Financial Statements, and;
- the independence of the auditor in relation to the conduct of the audit.

Shareholders may also submit relevant written questions to KPMG. These must be received by mail or facsimile at the Company's registered office by no later than 5.00 pm WST on Wednesday, 15 November 2006.

8. Glossary of Terms

In this Explanatory Memorandum and Notice of Annual General Meeting the following expressions have the following meanings:

"**ANNUAL REPORT**" means the Annual Report dated 30 June 2006. The Annual Report is available on request from the company directly or is available for download on www.hire-intelligence.com.au

"**ASX**" means Australian Stock Exchange Limited.

"**Board**" means the board of Directors.

"**Company**" or "**Hire Intelligence**" means Hire Intelligence International Limited ACN 098 210 121.

"**Constitution**" means the constitution of Hire Intelligence from time to time.

"**Corporations Act**" means the Corporations Act 2001 (Cth).

"**Directors**" means the Directors of Hire Intelligence from time to time.

"**Explanatory Memorandum**" means the explanatory memorandum that accompanies and forms part of this Notice.

"**Meeting**" or "**Annual General Meeting**" means the annual general meeting of Shareholders convened by this Notice.

"**Notice**" or "**Notice of Annual General Meeting**" means the notice of annual general meeting which accompanies this Explanatory Memorandum.

"**Resolution**" means a resolution referred to in the Notice of Annual General Meeting.

"**Share**" means a fully paid ordinary share in the capital of the Company.

"**Shareholder**" means a person who is entered in the Company's register as a holder of Shares as at 5.00pm (WST) on 15 November 2006.

"**WST**" means western standard time.

Hire Intelligence International Limited

ACN 098 210 121

Proxy Form

The Company Secretary - Hire Intelligence International Limited
Unit 2, 110 Jersey Street, Jolimont Western Australia 6014 Fax Number: + 61 8 9284 1266 (mark for the attention of Keegan Crage).

I/We _____ of _____
being a shareholder(s) of Hire Intelligence International Limited ("**Hire Intelligence** ") and entitled to _____ shares in Hire Intelligence
hereby appoint _____ of _____
or failing him/her _____ of _____

or failing him/her the Chairman as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of Hire Intelligence to be held at, Unit 2, 110 Jersey Street, Jolimont, Western Australia on Friday, 17 November 2006 commencing at 10.00 am and at any adjournment thereof in respect of _____ of my/our shares or, failing any number being specified, **ALL** of my/our shares in Hire Intelligence.

If two proxies are appointed, the proportion of voting rights this proxy is authorised to exercise is []%. (An additional proxy form will be supplied by Hire Intelligence on request.)

If you wish to indicate how your proxy is to vote, please tick the appropriate places below. If no indication is given on a resolution, the proxy may abstain or vote at his or her discretion.

I/we direct my/our proxy to vote as indicated below:

	For	Against	Abstain
1. Election of Jason Francis Crage as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Election of Keegan Thomas Crage as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Removal of KPMG as Auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Appointment of BDO as Auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Proxies given by a natural person must be signed by each appointing shareholder or the shareholder's attorney duly authorised in writing. Proxies given by companies must be executed in accordance with section 127 of the Corporations Act or signed by the appointor's attorney duly authorised in writing. The Chairman intends to vote all undirected proxies in favour of all Resolutions.

If you do not wish to direct your proxy how to vote, please place a mark in this box.

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.

As witness my/our hand/s this _____ day of _____ 2006.

If a natural person:

Signed by:

Signature _____

Signature (if joint holder) _____

Print name in full _____

Print name in full _____

If a company:

The Common Seal of
was affixed in the presence of:

Signature of Director _____

Signature of Directory/Secretary _____

Name of Director in full _____

Name of Directory/Secretary in full _____

If by power of attorney:

Signed for and on behalf of _____
by _____ under a Power of Attorney
dated _____ and who declares that he/she has not
received any revocation of such Power of Attorney in the presence of:

Signature of Witness _____

Signature of Attorney _____

Name of Witness in full _____

Name of Attorney in full _____