



ASX Code: SEG

30 June 2014

Market Announcements Platform
ASX Limited
Exchange Centre,
20 Bridge Street
Sydney NSW 2000

SHARE PURCHASE PLAN AND SHARE SALE FACILITY

- **Fraser Range Metals Group *in-specie* distribution completed – 2,300 new Segue shareholders**
- **SPP to provide Segue shareholders an opportunity to top-up to a marketable parcel**
- **Unmarketable parcel share sale facility to be implemented immediately after SPP closes**

Segue Resources Limited (**Segue** or the **Company**) is pleased to announce its intention to undertake a Share Purchase Plan (**SPP**) for existing shareholders followed by a Share Sale Facility (**Share Sale**) for those shareholders who do not hold a “marketable parcel” of Segue shares.

On 17 June 2014, Fraser Range Metals Group Limited (**FRMG**) completed an *in-specie* distribution of 63.0 million Segue shares held by FRMG to its shareholders on a 2 Segue for 1 FRMG basis. The effect of the *in-specie* distribution was to increase the number of Segue shareholders by 2,287, however nearly all of those shareholders received an “unmarketable parcel” of Segue shares (ie. less than \$500 worth of shares).

As at 5:00pm (EST) on Friday, 27 June 2014, Segue’s shareholder register was as follows:

	Holders	Shares Held	% of Total
Unmarketable parcel	2,439	10,186,468	0.58%
Marketable parcel	1,063	1,733,426,281	99.42%
Total	3,502	1,743,612,749	100.00%

The Board of Segue has resolved to undertake a Share Purchase Plan (**SPP**) with a minimum subscription amount of \$500 to provide all Segue shareholders with the opportunity to increase their shareholding to at least a “marketable parcel”. The SPP is priced at 0.8¢ per share, which represents an 11% discount to the average market price (ie. the closing price) of the Company’s fully paid ordinary shares on the ASX over the last five trading days of 0.9¢ and a 20% discount to the last closing price of 1.0¢. The SPP will close on Friday, 18 July 2014.

Immediately following allotment of the SPP shares, Segue will undertake to dispose of all shareholdings less than a “marketable parcel” via a Share Sale, with those shareholders (**Minority Members**) receiving the net proceeds from the sale of their shares, as per the Company’s Constitution.

Commenting on the SPP and Share Sale Facility, Segue's Managing Director, Mr Steven Michael, said:

Over the past year, Segue's shareholder base has grown substantially, from around 350 shareholders to over 3,500 shareholders. While the increase in mainly retail shareholders is positive for the Company and has contributed to significant share price appreciation, we now have a very large number of shareholders with less than \$500 worth of shares.

We are providing all Segue shareholders the opportunity to top-up their investment to at least \$500, which is a "marketable parcel" on the ASX. The price of the issue is 0.8¢ per share and is a 20% discount to today's closing share price of 1.0¢.

However, for those shareholders who hold less than a "marketable parcel" following the SPP, the Company will seek to dispose of those shares and return the net proceeds to the shareholders. This will result in significantly lower ongoing printing, mailing and share registry costs for the Company.

I encourage Segue shareholders, and especially those with small shareholdings, to participate in the SPP to ensure your continuing exposure to the Company's exciting nickel exploration being conducted in the Fraser Range at the Plumridge Nickel Project.

Share Purchase Plan

The SPP provides eligible shareholders, being shareholders who were recorded on the share register as at 7:00pm (EST) on 27 June 2014 with a registered address in Australia or New Zealand, with an opportunity to acquire up to \$15,000 worth of fully paid ordinary shares without incurring brokerage or any other transaction costs. The minimum SPP subscription is \$500.

Segue shareholders who participated in the previous SPP can participate in this raising up to a combined total of \$15,000. For example, a shareholder who subscribed for \$10,000 of shares in the previous SPP may subscribe for up to \$5,000 of shares in the current SPP.

The maximum number of shares to be issued under the SPP is 250,000,000. In the event of an oversubscription the Directors may, in their absolute discretion, scale-back applications on a first come, first serve basis.

The SPP will close at 5:00pm (EST) on Friday, 18 July 2014 and is not subject to shareholder approval.

The SPP Booklet containing further details of the SPP is attached. SPP Booklets and application forms are expected to be sent to shareholders on 3 July 2014. Eligible shareholders should read the SPP Booklet before deciding whether to participate in the SPP.

Important Dates for SPP

Record Date	7:00pm (EST) on 27 June 2014
Share Purchase Plan offer opens	3 July 2014
Share Purchase Plan offer closes	5:00pm (EST) on 18 July 2014
Share Purchase Plan allocation announcement and scale-back (if any)	23 July 2014
Issue Date	24 July 2014
Quotation of New Shares	24 July 2014
Dispatch of Holding Statements	24 July 2014

Share Sale Facility

Immediately following completion of the SPP, Segue intends to implement a Share Sale for those shareholders whose shareholding does not constitute a “marketable parcel” under the ASX Operating Rules (a “marketable parcel” is shareholding with a market value of at least \$500).

Segue is required to provide sufficient notice to shareholders prior to conducting the Share Sale and the net proceeds of the Share Sale will be distributed pro-rata to all shareholders whose shares have been sold.

Important Dates for Share Sale Facility

Company to give written notice to a Minority Member advising of the Company's intention to sell his or her minimum shareholding	5:00pm (EST) on 25 July 2014
Minority Member may notify Company to be exempt from the unmarketable parcel sale until this date	5 September 2014
Unmarketable parcel sale	12 September 2014

For further information visit www.segueresources.com or contact:

Segue Resources Limited

Mr Steven Michael (Managing Director) or Dr Howard Carr (Technical Director)

T: +61 8 9486 4699

E: info@segueresources.com



Segue Resources Limited
(ACN 112 609 846)

Share Purchase Plan Booklet

30 June 2014

Dear Shareholder

Invitation to Participate in Shareholder Share Purchase Plan

On 30 June 2014, Segue Resources Limited (**Segue** or the **Company**) announced its intention to offer shareholders the chance to participate in a share purchase plan to subscribe for additional shares in the Company (**Plan**).

The Board of Directors of the Company is now pleased to make that offer to eligible shareholders on the terms and conditions enclosed with this letter.

Shareholders Eligible to Participate in the Plan

The right to participate in the offer under the Plan (**Offer**) is optional and is available exclusively to shareholders who are registered as holders of fully paid ordinary shares in the capital of Segue (**Shares**) at 7pm (EST) on 27 June 2014 (**Record Date**) and whose registered address is in Australia or New Zealand (**Eligible Shareholders**).

Share Purchase Plan

The Plan entitles Eligible Shareholders in the Company, irrespective of the size of their shareholding, to purchase up to \$15,000 (less those Shares purchased under the Company's Share Purchase Plan dated 19 May 2014 (**SPP1**)) worth of Shares at an issue price of 0.8¢ per Share free of brokerage and commission (**Offer**), which is consistent with the price of Shares under the SPP1. The issue price represents an 11% discount to the average market price (ie the closing price) of Shares in the ASX on the five trading days up to 30 June 2014 of 0.9¢.

Details of the Offer are set out in this letter and the enclosed Terms and Conditions together with an Entitlement and Acceptance Form.

Current Activities

Details of the Company's current activities are set out in the announcements made to the ASX and are available from the ASX or the Company's website at www.seguesources.com.

The funds raised under the Plan will be used by the Company to continue exploration activities at the Plumridge Nickel Project in the Fraser Range, Western Australia and for general working capital. See the Company's announcements for further details.

How much can you invest?

Eligible Shareholders may only acquire a maximum total of up to \$15,000 worth of Shares (less the value of any Shares acquired under the SPP1) under the Plan. The Company has a system in place to determine the number of Shares each Eligible Shareholder acquired under the SPP1.

Subscription and Application Procedure

If you would like to participate in the Offer, please follow the application instructions on the enclosed Entitlement and Acceptance Form. Please note that the closing date of the Offer is **5pm (EST) on 18 July 2014 (Closing Date)**. No late applications will be accepted.

Eligible Shareholders may participate by selecting one of the following Offers to purchase Shares under the Plan, ensuring that **no more than \$15,000** worth of Shares, less the value of any Shares acquired under the SPP1, will be taken up under the Plan:

	Amount	Number of Shares
Offer A	\$500	62,500
Offer B	\$1,000	125,000
Offer C	\$2,000	250,000
Offer D	\$5,000	625,000
Offer E	\$10,000	1,250,000
Offer F	\$15,000	1,875,000

Once an application has been made it cannot be revoked. All valid applications shall be deemed accepted if received before the Closing Date of 5pm EST on 18 July 2014.

The maximum investment any shareholder may apply for will remain \$15,000, even if a shareholder receives more than one Offer (whether in respect of a joint holding or because the shareholder has more than one holding under a separate account).

Calculation of the Purchase Price and Acceptance of Risk Factors

The purchase price of Shares under the Offer is 0.8¢, which is consistent with the price of shares under the SPP1, which represents an 11% discount to the average market price (ie the closing price) of Shares in the ASX on the five trading days up to 30 June 2014 of 0.9¢.

On the trading day immediately prior to the announcement date of the Offer, the closing price of the Shares traded on ASX was 1.0¢. The market price of the Shares in the Company may rise and fall between the date of the Offer and the date that any Shares are issued to you as a result of your acceptance of this Offer.

By accepting the Offer and applying for Shares under the Plan, each Eligible Shareholder will be acknowledging that although the purchase price is at a discount to the market price as at 30 June 2014, Shares are a speculative investment and the price of Shares on ASX may change between the date of the Company announcing its intention to make an Offer and the date of issue of Shares under that Offer and that the price and/or value and/or number of the Shares received under the Plan may rise or fall accordingly.

The Board recommends that you obtain your own financial advice in relation to the Offer and consider price movements of Shares in the Company prior to accepting this Offer.

Additional Information and Important Dates

The Offer cannot be transferred and the Directors of the Company reserve the right to reject any application that, together with the value of Shares received by an Eligible Shareholder under the SPP1, is to the value of over \$15,000. Shares issued under the Plan will be issued as soon as practicable after the Closing Date of the Offer. Application for quotation on ASX of the new Shares will be made immediately following the issue of those Shares.

The maximum number of Shares that may be issued pursuant to this Offer is 250,000,000. In the event of an oversubscription by the Closing Date the Directors may, in their absolute discretion, scale-back all applications on a first come, first served basis.

If the Company rejects or scales-back an application or purported application, the Company will promptly return to the shareholder the relevant application monies, without interest.

Indicative Timetable

Record Date (7pm EST)	27 June 2014
Announcement of Plan	30 June 2014
Opening Date of Offer	3 July 2014
Closing Date of Offer (5pm EST)	18 July 2014
Issue of Shares under the Plan*	24 July 2014
Dispatch date for holding statements*	24 July 2014
Quotation of Shares on ASX*	24 July 2014

*These dates are indicative only. The Company may vary the dates and times of the Offer without notice. Accordingly, shareholders are encouraged to submit their Entitlement and Acceptance Forms as early as possible.

Should you wish to discuss any information contained in this letter further, do not hesitate to contact the Company Secretary on +61 8 9486 4699.

Yours faithfully



**STEVEN MICHAEL
MANAGING DIRECTOR
SEGUE RESOURCES LIMITED**

SEGUE RESOURCES LIMITED
ACN 112 609 846
SHAREHOLDER SHARE PURCHASE PLAN - TERMS AND CONDITIONS

Purpose

The purpose of the Shareholder Share Purchase Plan (**the Plan**) is to offer shareholders of Segue Resources Limited (**Company**) the opportunity to acquire additional fully paid ordinary shares in the Company (**Shares**) up to a maximum of \$15,000 (less the value of any shares issued under the SPP1 and any other share purchase plan in the 12 months preceding the date of the Plan) at an issue price of 0.8¢ per Share, which represents an 11% discount to the average market price (ie the closing price) of Shares in the ASX on the five trading days up to 30 June 2014 of 0.9¢, without the need to pay brokerage costs and without the need for Company to issue a prospectus, upon such terms and conditions as the board of directors of Company, in its absolute discretion, sees fit.

Shareholders eligible to participate

Eligible shareholders of Shares that are registered with an Australian or New Zealand address at the relevant record date may participate in the Plan. Due to foreign securities laws, it is not practical for shareholders resident in other countries to be offered the opportunity to participate in the Plan.

Participation in the Plan is optional and is subject to these terms and conditions. Offers made under the Plan are non-renounceable (i.e. eligible shareholders may not transfer their rights to any Shares offered under the Plan).

The maximum amount, which any shareholder may subscribe for in any consecutive 12 month period (ie including all subscriptions under SPP1), is A\$15,000. The directors of the Company may also determine in their discretion the minimum amount for participation, the multiple of Shares to be offered under the Plan and the period the offer is available to eligible shareholders.

Custodians, trustees and nominees

If you are an eligible shareholder and hold the Segue shares as a custodian (as defined in ASIC Class Order CO 09/425 (refer below) (**Custodian**) or in any more specific ASIC relief granted to the Company in relation to the Plan), you may apply for up to the maximum of new Shares for each beneficiary for whom you act as custodian provided you annexe to your Entitlement and Acceptance Form a certificate to the Company (**Custodian Certificate**) with the following information:

- that you held Shares in the Company on behalf of one or more other persons (each a **Participating Beneficiary**) at 5pm (WST) on 27 June 2014 who have subsequently instructed you to apply for Shares under the Plan on their behalf;
- the number of Participating Beneficiaries and their names and addresses;
- the number of Shares that you hold on behalf of each Participating Beneficiary;
- the dollar amount of Shares that each Participating Beneficiary has instructed you, either directly or indirectly through another custodian, to apply for on their behalf;
- that the application price for Shares applied under the Plan for each Participating Beneficiary for whom you act plus the application price for any other Shares issued to you as custodian for that Participating Beneficiary under any arrangement similar to the Plan in the prior 12 months (including the SPP1) does not exceed \$15,000;
- that a copy of the written offer document was given to each beneficiary; and
- where you hold shares on behalf of a beneficiary indirectly, through one or more interposed custodians, the name and address of each interposed custodian.

For the purposes of ASIC Class Order CO 09/425 you are a 'custodian' if you are a registered holder that:

- holds an Australian financial services licence that allows you to perform custodian or depositary services or operate IDPS accounts;
- is exempt from holding an Australian financial services licence by virtue of Class Order CO 03/184 or by relying on the Australian financial services licence of your master custodian under regulation 7.1.06(k) of the *Corporations Regulations 2001*;
- is a trustee of a self managed superannuation fund;
- is a trustee of superannuation master trusts;
- is a responsible entity of IDPS like schemes;
- is noted on the Company's register of members as holding the shares on account of another person.

If you hold Shares as a trustee or nominee for another person or persons but are not a Custodian as defined above, you cannot participate for beneficiaries in the manner describes above. In this case, the rules for multiple single holdings (above) apply.

Custodians should request a Custodian Certificate when making an application on behalf of Participating Beneficiaries. To request Custodian Certificate and if you would like further information on how to apply, you should contact Advanced Share Registry Services during normal business hours, Monday to Friday during the Offer period.

The Company reserves the right to reject any application for Shares to the extent it considers that the application (whether alone or in conjunction with other applications) does not comply with these requirements. The Company reserves the right to reject applications in accordance with these Terms and Conditions.

Price of Shares

The issue price of Shares to be issued under the Plan will be 0.8¢, which represents an 11% discount to the average market price (ie the closing price) of Shares in the ASX on the five trading days up to 30 June 2014 of 0.9¢.

Applications and Notices

At the discretion of the directors of the Company, the Company will send eligible shareholders a letter of offer and acceptance procedures, inviting them to subscribe for Shares under the Plan, and accompanied by the terms and conditions of the Plan and an entitlement & acceptance form. Applications will not be accepted after the closing date of an offer. Over subscriptions to an offer (including where such oversubscriptions are as a result of the shareholder exceeding the limit on subscriptions under a share purchase plan in any 12 month period of \$15,000) may be refunded without interest.

Notices and statements made by the Company to participants may be given in any manner prescribed by its Constitution.

Issue of Shares

Shares to be issued under the Plan will be issued as soon as reasonably practicable after the closing date specified by the Directors of the Company in the offer.

Shares issued under the Plan will rank equally in all respects with all other fully paid ordinary shares in the Company from the date of issue.

Shareholding statements or CHESS notification will be issued in respect of all Shares issued under the Plan. The Company will, promptly after the issue of Shares under the Plan, make application for those Shares to be listed for quotation on the official list of ASX.

Modification and Termination of the Plan

The Company may modify or terminate the Plan at any time. The Company will notify ASX of any modification to, or termination of, the Plan. The omission to give notice of any modification to, or termination of, the Plan or the failure of ASX to receive such notice will not invalidate the modification or termination.

Without limiting the above, the Company may issue to any person fewer Shares than the person applied for under the Plan if the issue of the Shares applied for would contravene any applicable law or the Listing Rules of ASX.

Dispute Resolution

The Company may, in any manner it thinks fit, settle any difficulties, anomalies or disputes which may arise in connection with or by reason of the operation of the Plan, whether generally or in relation to any participant, application or Shares. The decision of the Company in this respect will be conclusive and binding on all shareholders and other persons to whom that determination relates.

The Company reserves the right to waive strict compliance with any provision of these terms and conditions. The powers of the Company under these conditions may be exercised by the directors of the Company or any delegate of the directors of the Company.

Questions and Contact Details

If you have any questions regarding the Plan or how to deal with this Offer, please contact your stockbroker or professional adviser or Matthew Foy, Company Secretary on +61 8 9486 4699.

SEGUE RESOURCES LIMITED

ACN 112 609 846

Shareholder Share Purchase Plan Entitlement and Acceptance Form
Offer Closes 5pm (EST) on 18 July 2014

---- DPID ----

<Address Line 1>
 <Address Line 2>
 <Address Line 3>
 <Address Line 4>
 <Address Line 5>

< BARCODE OF SRN / HIN >

Record Date: 7pm (EST) on 27 June 2014

Holder Identification Number (HIN): X0000000000

This is an offer to eligible shareholders to subscribe for additional fully paid ordinary shares in Segue Resources Limited (**Segue** or **Company**) (**Shares**) under the Terms and Conditions of the Segue Resources Limited Shareholder Share Purchase Plan (**Plan**) accompanying this form and letter from the Managing Director.

- The **maximum subscription** you can make is \$15,000, less the value of any Shares acquired under the Company's Share Purchase Plan dated 19 May 2014 (**SPP1**).
- The **minimum subscription** you can make is \$500.
- You may select the number of Shares between the minimum and maximum subscriptions as is offered for selection on this form. However, the number of Shares offered under the Plan is limited. The Directors reserve the right to accept oversubscriptions although in the event that oversubscriptions are received, the Directors may, in their absolute discretion, scale-back all applications on a pro-rata basis.

The price per Share is 0.8¢, which represents an **11% discount** to the average market price (ie. closing price) of the Shares on ASX during the five trading days immediately prior to and including the date the offer under the Plan (**Offer**) was announced (**Purchase Price**).

The market price of Shares may rise or fall between the date of this Offer and the date that the Shares are allotted to you. This means that the subscription price you pay for the Shares may exceed the market price of the Shares at the date of allotment of the Shares under this Offer. We recommend that you obtain your own financial advice in relation to this Offer and consider price movements of Shares prior to accepting this Offer.

The maximum subscription for each shareholder will apply **even if a shareholder received more than one Offer** (whether in respect of a joint holding or because the shareholder has more than one holding under separate share accounts). The Company reserves the right to reject any application where this rule has not been complied with.

By making your payment, you agree to be bound by the Terms and Conditions of the Segue Resources Limited Shareholder Share Purchase Plan dated 30 June 2014 and the Constitution of Segue Resources Limited.

APPLICATION FOR SHARES

I/we being the above mentioned, being registered as ordinary shareholder(s) in Segue as at the record date of 7pm (EST) on 27 June 2014, do hereby apply for the number of Shares in Segue as indicated below at the Purchase Price per Shares issued in accordance with the Terms and Conditions of the Plan. I/we confirm that the total cost of Shares purchased by us (including through joint holding(s), multiple share accounts or any holding in which I/we have a beneficial interest/s), together with:

- the number of Shares I/we purchased under the SPP1 and any other share purchase plan offered by the Company in the previous 12 months;
- the number of Shares acquired by a custodian on my/our behalf under the SPP1 and any other share purchase plan offered by the Company in the previous 12 months; and
- the number of Shares I/we have instructed a custodian to acquire on my/our behalf under the Plan, does not exceed \$15,000 in accordance with the Applicants Certification and Confirmation.

To participate in the Plan, shareholders must select only one of the following options. Please mark the selected box.

Offer A

☐

\$500
 (62,500
 Shares)

OR

Offer B

☐

\$1,000
 (125,000
 Shares)

OR

Offer C

☐

\$2,000
 (250,000
 Shares)

OR

Offer D

☐

\$5,000
 (625,000
 Shares)

OR

Offer E

☐

\$10,000
 (1,250,000
 Shares)

OR

Offer F

☐

\$15,000
 (1,875,000
 Shares)

METHOD OF ACCEPTANCE

You can apply for Shares and make your payment utilising one of the payment options detailed in this Entitlement and Acceptance Form. The Company may make determinations in any manner it thinks fit, including in relation to any difficulties, anomalies or disputes which may arise in connection with or by reason of the operation of the Plan, whether generally or in relation to any participant or application. Any determinations by the Company will be conclusive and binding on all eligible security holders and other persons to whom the determination relates. The Company reserves the right to waive strict compliance with any provision of the terms and conditions of the Plan, to amend or vary these terms and conditions and to suspend or terminate the Plan at any time (including in the event that the conditions in the Plan offer document have not been satisfied). Any such amendment, variation, suspension or termination will be binding on all eligible security holders even where the Company does not notify you of that event.


PAYMENT OPTIONS

Option 1: Paying by BPAY®

If paying by BPAY®, you do **NOT** need to complete or return the Entitlement and Acceptance Form, however, by making a BPAY® payment you will be taken to have made the statements and certifications that are set out on the reverse of this form.

Payment must be received by the Registry by BPAY® by **5pm (EST) on 18 July 2014**. Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment, and should therefore take this into consideration when making payment. Ensure you have read and accurately followed your banking institutions electronic funds transfer instructions or other instructions prior to making multiple payments for multiple holdings under this Offer. The Company does not accept any responsibility for loss incurred through incorrect or incomplete electronic funds transfers or bank deposits. It is the responsibility of the applicant to ensure that funds submitted through BPAY® are received by this time.

By paying by BPAY®, you will be deemed to have completed an Entitlement and Acceptance Form for the number of Shares the subject of your application payment. If you make a payment by BPAY® and the Company receives an amount which is not equal to either \$500, \$1,000, \$2,000, \$5,000, \$10,000 or \$15,000, the Company may round down the dollar amount of Shares that you are applying for to the next lowest parcel at their discretion. Your payment must be for a minimum of \$500.

	Billers Code: Ref No.:
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Telephone & Internet Banking – BPAY®

Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account.

More info: www.bpay.com.au

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Option 2: Paying by Cheque

If paying by cheque, complete and return the Acceptance Slip attached to this Entitlement and Acceptance Form with your payment to the Company at the address given below.

- A. Tick the box beside the amount you wish to apply for, either \$500, \$1,000, \$2,000, \$5,000, \$10,000 or \$15,000.
- B. Enter your cheque details. The amount of your Application Payment should be equal to the amount applied for in the Application for Shares Section of this Entitlement and Acceptance Form. Cheques must be drawn on an Australian financial institution in Australian currency, made payable to **"Segue Resources Limited"** and crossed **"Not Negotiable"**. If you are paying by cheque, the cheque and the accompanying Entitlement and Acceptance Form must be received by the Company by no later than **7pm (EST) on 18 July 2014**. You should allow sufficient time for this to occur. The Company does not accept any responsibility if you lodge the Entitlement and Acceptance Form at any other address or by any other means. Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. If you provide a cheque for an amount that is not equal to either \$500, \$1,000, \$2,000, \$5,000, \$10,000 or \$15,000, the Company may round down the dollar amount of Shares that you are applying for to the next lowest parcel at their discretion. Your payment must be for a minimum of \$500.
- C. Enter your contact telephone number at which we may contact you regarding your application for Shares, if necessary.

Telephone number where we may contact you during business hours. (____) _____

Contact Name: _____

Offer Closes 5pm (EST) 18 July 2014

Applicant's Certification and Confirmation

- 1 By making payment via BPAY®, or lodging this Entitlement and Acceptance Form and accompanying cheque (if paying by cheque) you certify that the aggregate of the application price for the following does not exceed \$15,000:
 - (a) the Segue Resources Limited ordinary shares that are the subject of this application; and
 - (b) any other Segue Resources Limited ordinary shares applied for by you under the Plan (or any similar arrangement in the 12 months prior to the application, including under the Company's Share Purchase Plan dated 19 May 2014), whether:
 - (i) in your own right, or
 - (ii) jointly with one or more persons, or
 - (iii) in your capacity as a beneficiary (as defined below),

but not including in your capacity as a trustee or nominee where it is expressly noted on Segue Resources Limited register of members that your shareholding is held on account of another person.

If 2 or more persons are recorded in the register of members as jointly holding the Segue Resources Limited Shares to which this entitlement relates, they are taken to be a single registered holder and this certificate given by any of them is taken to be given by all of them.

If a trustee or nominee is expressly noted on Segue Resources Limited register of members as holding the shares to which this entitlement relates on account of another person (the "beneficiary"), this certification and confirmation is taken to be given by the beneficiary in respect of him/her/itself (and not the trustee or nominee).
2. By making payment via BPAY®, or if paying by cheque, by lodging this Entitlement and Acceptance Form you confirm that you have read, understood and agreed to the terms and conditions of the Plan.

Notes

- The terms and conditions of the Shareholder Share Purchase Plan should be read carefully.
- No priority will be afforded to applications on the basis of the date of receipt of such applications.
- Payments may only be made by cheque or BPAY® in Australian dollars and drawn on an Australian branch of a financial institution.
- Cheques or bank drafts are to be made payable to: **"Segue Resources Limited"** and crossed with **"Not Negotiable"**.
- Cheques will be deposited on their day of receipt. Sufficient cleared funds should be held in your account as your acceptance may be rejected if your cheque is dishonoured. Receipts for payment will not be issued.
- Cash payments will not be accepted via the mail.
- If you wish to pay by cheque please return this Entitlement and Acceptance Form duly completed together with a cheque for the subscription amount, or payment confirmation for the subscription amount, in the envelope provided, **by 5pm (EST) on 18 July 2014**.
- If you wish to pay via BPAY®, you do **not** need to return the Entitlement and Acceptance Form. Your payment must be received in accordance with the instructions outlined in this Entitlement and Acceptance Form and received by **no later than 5pm (EST) on 18 July 2014**.
- The Company may reject an acceptance of this offer, in its absolute discretion, if this form is not completed in accordance with this offer, is incomplete or if the exact amount payable is not tendered.

If paying by cheque, receipt by the Company of an Entitlement and Acceptance Form duly completed, together with the full subscription amount, and if paying by BPAY®, payment in accordance with the instructions outlined in the Entitlement and Acceptance Form, will constitute acceptance in accordance with the terms and conditions of the Shareholder Share Purchase Plan and the Constitution of Segue by the shareholder named on this form. A signature on this form is not required.

This offer is non-renounceable and as such may only be transferred after the shares are allotted.

QUESTIONS AND CONTACT DETAILS

If you have any questions regarding the Shareholder Share Purchase Plan or how to deal with this Offer, please contact your stockbroker or professional adviser or the Company Secretary, on +61 8 9325 7946.

Addresses:

By Post	By Hand
Advanced Share Registry Ltd RE: Segue Resources Limited PO BOX 1156 Nedlands WA 6909	Segue Resources Limited Office J, Level 2 1139 Hay Street West Perth WA 6005

Offer Closes 5pm (EST) 18 July 2014