

**20 August 2012**

Dear Foreign Shareholder

## **NON-RENOUNCEABLE RIGHTS ISSUE – INFORMATION FOR FOREIGN SHAREHOLDERS**

### **Non-Renounceable Rights Issue – Information for Shareholders**

On 17 August 2012, Nagambie Mining Limited (*the Company*) announced to ASX that it was to undertake a non-renounceable Rights Issue of New Ordinary Shares to Eligible Shareholders.

### **Non-Renounceable Rights Issue**

It is proposed that the Company issue up to approximately 56,286,650 New Ordinary Shares at a price of \$0.02 per New Ordinary Share on the basis of offering one New Ordinary Share for every three Shares held at the Record Date of 27 August 2012. A Shortfall Facility will also be made available whereby Shareholders that subscribe for their full Entitlements may subscribe for additional New Ordinary Shares.

This Offer is not underwritten.

The funds raised will be used as working capital for the Company's gold exploration in central Victoria and to identify and assess potential growth opportunities.

### **Foreign Shareholders**

The Company has determined that it is unreasonable to make offers of New Shares to Shareholders with registered addresses outside Australia or New Zealand (*Foreign Shareholders*). This decision was made having regard to the number of Foreign Shareholders, the number and value of New Shares those Foreign Shareholders would have been offered and the cost of and time involved in complying with the legal and regulatory requirements of the jurisdictions in which the Foreign Shareholders are domiciled.

As the offer is a non-renounceable offer, the Company will not be appointing a nominee for the sale of the entitlements on behalf of Foreign Shareholders.

Accordingly, this Offer Document is sent to Foreign Shareholders for information purposes only.

As your registered address is not in Australia or New Zealand, you will not be entitled to apply for New Shares under the Rights Issue.

If you have any queries in relation to the Rights Issue, please do not hesitate to contact the Company on +61 3 5794 1750.

Yours sincerely



Michael Trumbull  
Chairman

## Details of the Rights Issue provided to Eligible Shareholders

Below is the summary of the Rights Issue which has been provided to Eligible Shareholders.

As you are not an Eligible Shareholder and may therefore not apply for New Shares under the Rights Issue, this information is provided to you for informational purposes only.

The following information is provided to Shareholders in accordance with ASX Listing Rules. Full details of the Offer are contained in the Offer Document which will be sent to Eligible Shareholders on or about 31 August 2012.

Is security holder approval required?	No
Is the issue renounceable or non-renounceable?	Non-Renounceable
Ratio in which the <sup>+</sup> securities will be offered	1 New Ordinary Share for every 3 Shares held at 7.00pm AEST time on the Record Date
<sup>+</sup> Class of <sup>+</sup> securities issued or to be issued	Ordinary Shares
Number of <sup>+</sup> securities issued or to be issued (if known) or maximum number which may be issued	56,286,650 Ordinary Shares.
Do the <sup>+</sup> securities rank equally in all respects from the date of allotment with an existing class of securities	Yes.
<sup>+</sup> Record date to determine entitlements	7.00pm AEST time on 27 August 2012
Policy for deciding entitlements in relation to fractions	Where the determination of an Eligible Shareholder's Entitlement results in a fraction of a New Share, such a fraction shall be rounded up to the nearest whole Share
Names of countries in which the entity has <sup>+</sup> security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	Singapore
Closing date for receipt of acceptances or renunciations	5.00pm AEST time on 21 September 2012.
Name of any underwriters	N/A
Amount of any underwriting fee or commission	N/A
Names of any brokers to the issue	N/A
Fee or commission payable to the broker to the issue	N/A
Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
Date entitlement and acceptance form and Offer Document will be sent to persons entitled	31 August 2012
If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	17 August 2012
Despatch date	2 October 2012