



Tuesday, February 10, 2009

The Manager Announcements  
Company Announcements Office  
Australian Securities Exchange  
10<sup>th</sup> Floor, 20 Bond Street  
SYDNEY NSW 2000

Dear Sir/Madam,

**NON- RENOUNCEABLE RIGHTS ISSUE**

On 29 January 2009, Norwest Energy NL (“Norwest” or the “Company”) announced that it will be offering a non-renounceable rights issue of up to approximately 218,117,038 fully paid ordinary shares (“Shares”) to eligible shareholders on the basis of one (1) Share for every one (1) Share held in the capital of the Company on the record date at an issue price of \$0.0225 per Share (“Rights Issue”).

An offer document relating to the Rights Issue (“Offer Document “ ) will be dispatched to shareholders after the record date which is today, 9 February 2009 (“Record Date”).

Outlined below is the timetable of relevant events and dates relating to the Rights Issue:

<b>Event</b>	<b>Proposed Date</b>
<b>Announcement of Rights Issue and Appendix 3B</b>	<b>29 January 2009</b>
<b>Offer Document lodged with ASX</b>	<b>30 January 2009</b>
<b>Notice sent to Security Holders</b>	<b>2 February 2009</b>
<b>Ex Date</b> (date from which securities commence trading without the entitlement to participate in the Rights Issue)	<b>3 February 2009</b>
<b>Record Date</b> (date for determining entitlements of eligible shareholders to participate in the Rights Issue)	<b>9 February 2009</b>
<b>First Cleansing Notice lodged with ASX</b>	<b>9 February 2009</b>

<b>Offer Document Dispatched to Shareholders</b> (expected date of dispatch of offer document, entitlement and acceptance forms)	<b>13 February 2009</b>
<b>Rights Issue opens</b>	<b>13 February 2009</b>
<b>Closing Date*</b> <b>5pm(WDST)</b>	<b>4 March 2009</b>
<b>Allotment date/ securities quoted on deferred settlement basis**</b>	<b>5 March 2009</b>
<b>Second Cleansing Statement lodged with ASX</b> (under Section 708A(5))	<b>5 March 2009</b>
<b>Company to notify ASX of under subscriptions (if any)**</b>	<b>10 March 2009</b>
<b>Dispatch holding statements **</b>	<b>11 March 2009</b>

\*Subject to Listing Rules, the Directors reserve the right to close this Offer earlier than the Closing Date of 4 March 2009 or to extend the Closing Date at their discretion. Should this occur, this will have a consequential effect on the anticipated date of issue for the New Shares.

\*\* These dates are indicative only.

The purpose of the Rights Issue is to raise up to \$4,907,633 (before expenses of the Rights Issue). The Company intends to apply the funds to repaying the Investec Bank (Australia ) Limited loan of \$2,400,000 and to ongoing exploration of the Company's oil and gas projects in the UK and Australia as well as providing general working capital.

#### **NOTICE UNDER SECTION 708 AA (2) (f) OF THE CORPORATIONS ACT**

The Company gives this notice under section 708AA (2) (f) of the *Corporations Act 2001* (Cth ) ("Act") and hereby confirms that:

1. the Company will offer the Shares under the Rights Issue without disclosure to investors under part 6D.2 of the Act;
2. the Company is providing this notice under paragraph 2(f) of section 708AA of the Act;
3. as at the date of this notice, the Company has complied with:
  - (a) the provisions of Chapter 2M of the Act as they apply to the Company; and
  - (b) section 674 of the Act; and
4. as at the date of this notice there is no information:
  - (a) that has been excluded from a continuous disclosure notice given to ASX in accordance with the ASX Listing Rules; and
  - (b) that investors and their professional advisers would reasonably require the purpose of making an informed investments of:
    - (i) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; and
    - (ii) the rights and liabilities attaching to the Shares; and
5. the potential effect the Rights Issue may have on the control of the Company is as follows:

The following table shows the number of shares on issue as at the date of this notice and the total number of shares on issue as at the close of the Rights Issue based on the maximum number of Shares to be issued under the Rights Issue (assuming no existing options are exercised).

Shares on issue as at the date of this Notice	218,117,038
Shares offered pursuant to the Rights Issue	218,117,038
<b>Total Shares on issue at completion of the Rights Issue</b>	<b>436,233,076</b>

As at the date of this notice Northbourne Limited, Rockfield Investments Limited, Sundowner International Limited, Henry David Kennedy and Graeme McKinnon Menzies (“Northbourne and Others”) were named as substantial shareholders of the Company. The number of shares held by, and the voting power of, Northbourne and Others as at the date of this notice is set out below:

	<b>Number of Shares Held at the date of this Notice</b>	<b>Voting Power</b>
Northbourne and Others	24,916,810	11.43%

None of Northbourne and Others have indicated to the Company whether or not they intend to take up their full entitlement under the Rights Issue. In the event that Northbourne and Others do take up their full entitlement under the Rights Issue the potential effect of the issue of New Shares under the Rights Issue will have on control of the Company is as follows:

- a) if all members take up the entitlement under the Rights Issue, the Rights Issue will have no effect on the control of the Company.
- b) If all of Northbourne and Others take up all of their entitlements under the Rights issue and the remaining shareholders take up half of their entitlements under the Rights Issue, the Rights Issue will have the following effect on the voting power of Northbourne and Others:

	<b>Number of Shares at the date of this Notice</b>	<b>Voting Power at the date of this Notice</b>	<b>Number of Shares after completion of Rights Issue*</b>	<b>Voting Power after completion of Rights Issue*</b>
All shareholders ( including Northbourne and Others)	218,117,038	100.00%	339,633,962	100.00%
Northbourne and Others	24,916,810	11.43%	49,833,620	14.67%
Remaining Shareholders (ie. excluding Northbourne and Others)	193,200,228	88.57%	289,800,342	85.33%

Note:

\*This is based on the assumption that all of Northbourne and Others take up their full entitlement and the remaining shareholders take up half of their entitlements under the Rights Issue.

The consequence of all of the Substantial Holders and their associates taking up all of their entitlement and the remaining shareholders taking up half of their entitlement will result in an increase in the voting power of Northbourne and Others from 11.43% to 14.67%

- c) If all of Northbourne and Others take up all of their entitlements under the Rights issue and none of the remaining shareholders take up their entitlements under the Rights Issue, the Rights Issue will have the following effect on the voting power of Northbourne and Others:

	<b>Number of Shares at the date of this Notice</b>	<b>Voting Power at the date of this Notice</b>	<b>Number of Shares after completion of Rights Issue*</b>	<b>Voting Power after completion of Rights Issue*</b>
All shareholders ( including Northbourne and Others)	218,117,038	100.00%	243,033,848	100.00%
Northbourne and Others	24,916,810	11.43%	49,833,620	20.50%
Remaining Shareholders (ie. excluding Northbourne and Others)	193,200,228	88.57%	193,200,228	79.50%

Note:

\*This is based on the assumption that all of Northbourne and Others take up their full entitlement and none of the remaining shareholders take up their entitlements under the Rights Issue.

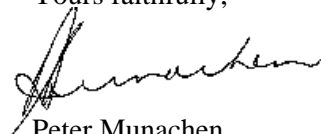
The consequence of all of Northbourne and Others taking up all of their entitlement and none of the remaining shareholders taking up their entitlement will result in an increase in the voting power of Northbourne and Others from 11.43% to 20.50%

- d) Any increase in the relevant interests of Northbourne and Others may consolidate the ability of those entities to control the affairs of the Company through their voting rights as shareholders.

The figures depicted in the tables above demonstrate the potential on the control of the Company assuming Northbourne and Others take up their respective full entitlement. However, in this scenario, it is an unlikely event that none of the other shareholders will take up their entitlement under the Rights Issue. In the event that Shares are issued under the Rights Issue to parties other than Northbourne and Others, the voting power of those entities will reduce by a corresponding amount.

For further information, contact the Company Secretary, Mr Ernie Myers on +61 8 9227 3240

Yours faithfully,



Peter Munachen  
Chief Executive Officer/Director