



9 March 2012

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Dear Shareholder

Announcement of 2-for-5 entitlement offer to raise approximately A\$25.4 million

On 8 March 2012 WestSide Corporation Limited ("**WestSide**") announced a non-renounceable pro rata entitlement offer to raise approximately A\$25.4 million ("**Offer**"). Eligible WestSide shareholders will be entitled to subscribe for 2 new fully paid ordinary shares in WestSide ("**New Shares**") for every 5 WestSide ordinary shares they hold for an issue price of A\$0.25 per New Share.

The net proceeds of the Offer will be used to undertake the next stage of work at the Meridian SeamGas gas fields in Queensland's Bowen Basin. This work will be directed at maintaining and increasing gas production to supply existing and future customers. Some of the proceeds of the Offer will be invested in a field development feasibility study required for a Final Investment Decision to support possible new gas sales agreements. A portion of the proceeds will also be used to fund WestSide's joint venture share of exploration programs within its Bowen and Galilee Basin tenements.

The Offer is open to all WestSide shareholders with a registered address in Australia, New Zealand or Indonesia ("**Eligible Shareholders**").¹ The entitlements of Eligible Shareholders to participate in the Offer will be determined by reference to the number of shares they hold at 7pm (AEDT) on Monday 19 March 2012 ("**Record Date**").

Details of the Offer will be set out in the offer document ("**Offer Booklet**"), a copy of which will be lodged with the Australian Securities Exchange ("**ASX**") and made available on the ASX's website at www.asx.com.au and on WestSide's website at www.westsidecorporation.com on or before 22 March 2012. Eligible shareholders will also be mailed an Offer Booklet together with a personalised Entitlement and Acceptance Form by no later than 22 March 2012. Shareholders whose registered address is not in Australia, New Zealand or Indonesia will not be sent an Offer Booklet.²

¹ In accordance with ASX Listing Rule 7.7.1(a), WestSide has determined it would be unreasonable to extend the Offer to shareholders with a registered address outside Australia, New Zealand or Indonesia due to the small number of affected shareholders, the number and value of the securities which would otherwise be offered to affected shareholders, and the cost of complying with overseas legal and regulatory requirements.

² A process will be conducted in accordance with section 615 of the *Corporations Act (Cth)* (as modified by the Australian Securities and Investments Commission ("**ASIC**") Class Order 01/1542) under which the New Shares that would have been offered to ineligible foreign shareholders will be sold by a nominee with any excess over issue price being remitted to the foreign ineligible shareholders (the "**Nominee Sale Facility**"), unless an appropriate ASIC exemption, notification or waiver is obtained.

Key information regarding the Offer

The Offer price of A\$0.25 represents a discount of approximately 47.9% to the closing price of WestSide shares on 5 March 2012 (the last trading day for WestSide shares before the Offer was announced) and a 47.5% discount to the 5 day VWAP up to market close on 5 March 2012. It also represents a discount of 39.7% to the theoretical ex-rights price based on WestSide's closing price on 5 March 2012.

On 13 February 2012, WestSide advised shareholders that it had received an indicative, conditional, non-binding and confidential proposal to acquire all of the shares in WestSide for cash consideration of \$0.65 per WestSide share ("**Indicative Proposal**"). The Indicative Proposal was received from Liquefied Natural Gas Limited.

The Offer price of 25 cents per share is a 61.5% discount to the price of A\$0.65 per share referred to in the Indicative Proposal.

The WestSide Board has not formed a view, at this stage, as to the merits of the Indicative Proposal and there is no guarantee that a binding takeover offer will be received. The WestSide Board has attempted to set a price for the Offer which will be attractive to shareholders taking into account the uncertainty associated with the Indicative Proposal. The 25 cent Offer price represents a 26.5% discount to the closing price of A\$0.34 on 10 February 2012 (the last day the shares traded on the ASX before the Indicative Proposal was announced on 13 February 2012) and a 19.9% discount to the 5 day VWAP up to market close on 10 February 2012.

Eligible Shareholders who have applied for their full entitlement of New Shares under the Offer will be offered an opportunity to apply for additional New Shares ("**Additional Shares**") under a top up facility ("**Top Up Facility**"). Additional Shares will only be available under the Top Up Facility if Eligible Shareholders do not take up their full entitlements under the Offer, and will be allocated to Eligible Shareholders who apply for Additional Shares in accordance with an allocation policy agreed between WestSide and RBS Morgans.

WestSide has entered into an underwriting agreement with RBS Morgans Corporate Limited ("**RBS Morgans**") under which RBS Morgans has agreed to fully underwrite the Offer.

As an indication of the level of support for WestSide and its prospects, shareholders New Hope Corporation Limited (through its wholly owned subsidiary Uniford Pty Ltd) ("**NHC**"), ANZ Specialist Asset Management Limited in its capacity as trustee and responsible entity for the Energy Infrastructure Trust³ and Nathan Mitchell⁴, who hold in aggregate 35% of WestSide's issued capital, have indicated they will take up 100% of their entitlements under the Offer. In addition, NHC has agreed to sub-underwrite part of the Offer.

Action required by Eligible Shareholders

Eligible Shareholders may:

- take up all of the Offer;
- take up all of the Offer and apply for Additional Shares;
- take up part of the Offer and allow the balance to lapse; or

³ Shares are held by EIT's nominee, JP Morgan Nominees Australia Limited<Cash Income A/C>.

⁴ Shares are held by Mr Nathan Mitchell or entities associated with him.

- not take up any of the Offer and allow all of their Offer to lapse.

It is important that Eligible Shareholders determine whether to take up their rights, or allow their rights to lapse. The Offer Booklet will outline how Eligible Shareholders may participate in the Offer, including the Shortfall.

Key Offer dates

Event	Date
"Ex" date – date on which Offer shares begin trading without entitlement to participate in the Offer	Tuesday 13 March 2012
Record Date – date for determining Eligible Shareholders entitled to participate in the Offer	7pm (AEDT) Monday 19 March 2012
Opening Date – date on which the Offer opens, Offer Booklet is despatched to Eligible Shareholders and released to ASX	Thursday 22 March 2012
Closing Date – date on which the Offer closes	5pm (AEST) Thursday 5 April 2012
Offer shares quoted on a deferred settlement basis	Tuesday 10 April 2012
Shortfall Notification Date – WestSide notifies ASX of under subscriptions	Thursday 12 April 2012
Despatch Date - last day for allotment of the Offer shares, deferred settlement trading ends	Tuesday 17 April 2012
Trading Date – Offer shares commence normal trading	Wednesday 18 April 2012

Note: These dates are indicative only. WestSide reserves the right to change these dates without prior notice.

Further information

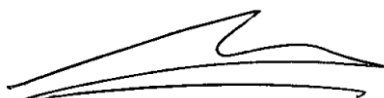
In an annexure to this letter, we have included all information provided to ASX in Appendix 3B in compliance with Appendix 7A of the ASX Listing Rules.

Before making a decision whether to subscribe for any New Shares, please carefully read the Offer Booklet when you receive it. The Offer closes at 5:00pm (AEST) on Thursday 5 April 2012.

If you have any questions regarding your rights or the mailing of the Offer Booklet and the accompanying Entitlement and Acceptance Form, please contact WestSide's share registry, Boardroom Pty Limited on +61 (02) 9290 9600. For further information on the Offer, you should contact your professional adviser or WestSide on +61 (07) 3020 0900.

On behalf of the Board of WestSide, I thank you for your past support and look forward to your participation in the Offer.

Yours sincerely



Angus Karoll
Chairman
On behalf of the Board

Annexure 1

Information from Appendix 3B of the ASX Listing Rules (as lodged with the ASX on 8 March 2012)

This Annexure should be read in conjunction with Appendix 3B.

- (a) The class of securities to be issued is ordinary WestSide shares.
- (b) The number of securities to be issued is 101,676,540 shares.
- (c) The New Shares under the Offer will rank equally with, and be on the same terms as, the existing ordinary fully paid shares in WestSide.
- (d) The issue price is A\$0.25 per share.
- (e) The net proceeds of the rights issue will be used to undertake the next stage of work at the Meridian SeamGas gas fields in Queensland's Bowen Basin. This work will be directed at maintaining and increasing gas production to supply existing and future customers. Some of the proceeds of the rights issue will be invested in a field development feasibility study required for a Final Investment Decision to support possible new gas sales agreements. A portion of the proceeds will also be used to fund WestSide's joint venture share of exploration programs within its Bowen and Galilee Basin tenements.
- (f) The date of entering the securities into uncertificated holdings or despatch of certificates is the Despatch Date as noted in the timetable above.
- (g) The number and class of all of WestSide's securities quoted on the ASX are as follows (including the securities to be issued):

Number	Class
355,464,930	Ordinary Shares (WCL)

- (h) The number and class of all of WestSide's securities not quoted on the ASX are as follows:

Number	Class
402,960	Unquoted ordinary shares held pursuant to employee incentive scheme, WCLAZ
	Employee incentive options (exercise price, expiry date, ASX code):
70,000	\$0.7714, 30/6/2012, WCLAS
800,000	\$0.3614, 10/1/2013, WCLAO
440,000	\$0.3614, 10/1/2013, WCLAQ
300,000	\$0.3614, 29/6/2013, WCLAK
462,000	\$0.4999, 30/6/2013, WCLAI
2,030,000	Unlisted share rights without performance conditions, expiring 31 Dec 2013, WCLAY

Number	Class
810,000	Unlisted share rights without performance conditions, expiring 31 Dec 2015, WCLAW
579,400	Unlisted share rights with performance conditions, expiring 30 June 2013, WCLAA
1,752,000	Unlisted share rights without performance conditions, expiring 31 December 2016
150,000	Unlisted share rights with performance conditions, expiring 31 December 2013

- (i) All New Shares issued under the Offer will have the same dividend entitlement as existing fully paid ordinary WestSide shares.
- (j) Shareholder approval is not required for the Offer to be made.
- (k) The Offer is non-renounceable.
- (l) Eligible WestSide shareholders will be entitled to subscribe for 2 New Shares for every 5 fully paid ordinary WestSide shares they hold on the Record Date.
- (m) The record date to determine entitlements is the Record Date as noted in the timetable above.
- (n) Holdings on different registers will not be aggregated for calculating entitlements under the Offer.
- (o) Fractional entitlements will be rounded up.
- (p) The Offer Booklet will not be sent to shareholders with a registered address outside Australia, New Zealand and Indonesia.

The Offer will only be extended to shareholders with a registered address in Australia, New Zealand and Indonesia.

The Offer will be conducted in accordance with the nominee process set out in section 615 of the Corporations Act, as modified by ASIC Class Order 01/1542, unless an appropriate ASIC exemption, notification or waiver is obtained.

A letter will be sent to ineligible foreign shareholders explaining how their entitlements are to be dealt with.

- (q) The closing date for receipt of acceptances of the Offer is the Closing Date as noted in the timetable above.
- (r) The underwriters are RBS Morgans Corporation Limited.
- (s) An underwriting fee of 3% of the amount equal to the issue price multiplied by the number of New Shares (the "**Proceeds**"), excluding the number of New Shares to be issued to NHC, EIT and Nathan Mitchell on taking up their full entitlements under the Offer, and a management fee of 1.5% of the Proceeds are payable to the underwriters.
- (t) There are no brokers to the Offer.
- (u) The amount of any handling fee payable to brokers who lodge acceptances on behalf of security holders is 1.25% with a cap of A\$250 per application.
- (v) The date entitlement and acceptance forms will be sent to Eligible Shareholders is the Opening Date as noted in the timetable above.

- (w) WestSide sent a notice to existing option holders on 8 March 2012, informing them that those option holders who are entitled to exercise their options may participate in the Offer in respect of the underlying shares relating to their options if they exercise those options and are allotted and issued with fully paid ordinary WestSide shares prior to the Record Date.

WestSide sent a notice to existing Performance Right holders on 8 March 2012, informing them that those Performance Right holders whose rights have vested may participate in the Offer in respect of the underlying shares relating to their rights if they exercise those vested rights and are allotted and issued with fully paid ordinary WestSide shares prior to the Record Date.

- (x) The despatch date is the Despatch Date as noted in the timetable above.