

FELLOWS ENERGY LTD  
Form 8-K  
August 13, 2007

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): August 6, 2007**

**Fellows Energy Ltd.**

(Exact name of registrant as specified in its charter)

Nevada

000-33321

33-0967648

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(State or other jurisdiction  
of incorporation)

(Commission File Number)

(IRS Employer  
Identification

No.)

1942 Broadway St., Suite #320, Boulder, CO 80302

(Address of principal executive offices and Zip Code)

Registrant's telephone number, including area code (303) 327-1525

Copies to:

Marc Ross, Esq.

Sichenzia Ross Friedman Ference LLP

61 Broadway

New York, New York 10006

Phone: (212) 930-9700

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 1.01 Entry into a Material Definitive Agreement.**

**Item 20.1 Completion of Acquisition or Disposition of Assets.**

On August 6, 2007, Fellows Energy Ltd. (the “Company”) entered into a purchase and sale agreement (the “Agreement”) with Thunderbird Energy Inc. (“Thunderbird”), pursuant to which the Company sold its interests in the Carbon Creek project (“Carbon Creek”) for a total of \$3 million to its joint venture partner, Thunderbird. Thunderbird paid \$1.65 million in cash directly to Fellows debenture holders, approximately \$12,800 to Thames River, LLC for services rendered to the Company and approximately \$237,000 to the Company. Thunderbird also assumed \$1.1 million in liabilities from the Company.

**Item 9.01 Financial Statements and Exhibits.**

**(c) Exhibits.**

<b>Exhibit Number</b>	<b>Description</b>
10.1	Purchase and Sale Agreement, dated as of August 6, 2007, by and between Fellows Energy Ltd. and Thunderbird Energy Inc.
<u>99.1</u>	Press Release issued August 9, 2007

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Fellows Energy Ltd.**

Date: August 10, 2007

George S. Young  
Chief Executive Officer

/s/ GEORGE S. YOUNG