



**JUPITER MINES
LIMITED**

ABN 51 105 991 740

ASX Release

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JUPITER MINES LTD

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Directors/Officers

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Issued Capital:

Shares: 2,281,835,383
Unlisted Opts: 1,700,000

ASX Symbol: JMS

Currently Exploring for:

- Iron Ore
- Manganese

Creation of OM Tshipi (S) Pte Ltd ("OMT")

- The Tshipi shareholders have signed a joint venture agreement to create OMT.
- OMT will be owned equally by JMS, Ntsimbintle and OM Trades.
- OMT will be the exclusive vehicle to market all of Tshipi production and is set to become a major manganese marketer.

Jupiter Mines Limited (ASX: JMS) is pleased to announce that its wholly-owned subsidiary Jupiter Kalahari (Mauritius) Ltd ("JKML") and Tshipi É Ntle Manganese Mining Pty Ltd ("Tshipi"), in which JKML has a 49.9% stake, have signed a Joint Venture Agreement ("JVA") with, inter alia, Ntsimbintle Mining Pty Ltd ("Ntsimbintle") and OM Materials Trades (S) Pte Ltd ("OM Trades"). OM Trades is a 100% owned subsidiary of OM Holdings Ltd (ASX: OMH). The JVA provides for the marketing of the manganese ore produced by Tshipi via a Singapore-based company jointly owned by JKML, Ntsimbintle and OM Trades and trading under the name of OM Tshipi (S) Pte Ltd ("OMT"). Each JV partner is to hold a 33.3% stake in OMT. OMT will combine the network and management expertise of all of its shareholders. Colin Ouwehand will be seconded from his current position at OM Group to lead OMT as its Chief Executive Officer with an exclusive focus on marketing of Tshipi ore.

With the JVA, OMT is set to become a major marketer of South African manganese ore with the potential to sell over two million tonnes of production per annum, thus generating significant export earnings for Tshipi and the South African economy.

In conjunction with the execution of the JVA, Tshipi will enter into a Take-or-Pay Offtake Contract with OMT for all of its available production for the next two years, extendable at the option of the parties.

During the period of January to June 2013, Tshipi has dispatched 191,410 metric tonnes of medium grade lump ore, with another 172,460 tonnes to be shipped in July-September. During the same period Tshipi also sold 33,865 tonnes of fine ore and further 56,916 tonnes of fine ore are to be shipped in July-September.

Yours faithfully,

Jupiter Mines Limited

Priyank Thapliyal

Chief Executive Officer