

Form 604

Corporations Act 2001
Section 671B

Notice of change in interests of substantial holder

To Company Name/Scheme **Jupiter Mines Limited**

ACN/ARSN **105 991 740**

1. Details of substantial holder (1)

Name **POSCO Australia Pty Limited and each of the entities listed in Annexure A (POSCO)**

ACN/ARSN (if applicable) **002 062 160**

There was a change in the interests of the substantial holder on **28/06/2013**

The previous notice was given to the company on **27/07/2012**

The previous notice was dated **27/07/2012**

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice | | Present notice | |
|----------------------------|-----------------|------------------|----------------|------------------|
| | Person's votes | Voting power (5) | Person's votes | Voting power (5) |
| Fully paid ordinary shares | 1,401,834,624 | 68.15% | 1,584,233,611 | 69.43% |

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change | Person whose relevant interest changed | Nature of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|----------------|--|---|---|---|-------------------------|
| 28/06/2013 | Pallinghurst Steel Feed (Dutch) B.V. | On-market share purchases | AUD679,334.27 | 9,432,978 fully paid ordinary shares | 9,432,978 votes |
| 03/09/2012 | HJM | Increase pursuant to sections 608(1)(a) and (c) of the Corporations Act as a result of Jupiter entitlement offer (closed 27 August 2012). | AUD2,500,000.00 | 15,625,000 fully paid ordinary shares | 15,625,000 votes |
| 03/09/2012 | Pallinghurst Steel Feed (Dutch) B.V. | (Jupiter entitlement offer as above) | AUD12,674,541.43 | 79,216,009 fully paid ordinary shares | 79,216,009 votes |
| 03/09/2012 | POSCO Australia Pty Ltd | (Jupiter entitlement offer as above) | AUD1,699,957.92 | 10,624,737 fully paid ordinary shares | 10,624,737 votes |
| 03/09/2012 | POSCO Australia GP Pty Ltd | (Jupiter entitlement offer as above) | AUD8,300,042.08 | 51,875,263 fully paid ordinary shares | 51,875,263 votes |
| 03/09/2012 | FRK | (Jupiter entitlement offer as above) | AUD2,500,000.00 | 15,625,000 fully paid ordinary shares | 15,625,000 votes |

| | | | | | |
|--|--|--|--|--------|--|
| | | | | shares | |
|--|--|--|--|--------|--|

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Nature of relevant interest (6) | Class and number of securities | Person's votes |
|-----------------------------|--------------------------------------|--|---|--|-------------------|
| POSCO | HJM Jupiter L.P. | HJM Jupiter L.P. | Pursuant to section 608(1)(c) of the Corporations Act | 141,170,747 fully paid ordinary shares | 141,170,747 votes |
| POSCO | FRK Jupiter L.P. | FRK Jupiter L.P. | Pursuant to section 608(1)(c) of the Corporations Act | 141,170,746 fully paid ordinary shares | 141,170,746 votes |
| POSCO | EMG Jupiter L.P. | EMG Jupiter L.P. | Pursuant to section 608(1)(a) of the Corporations Act | 246,674,875 fully paid ordinary shares | 246,674,875 votes |
| POSCO | Pallinghurst Steel Feed (Dutch) B.V. | Pallinghurst Steel Feed (Dutch) B.V. | Pursuant to section 608(1)(c) of the Corporations Act | 389,669,821 fully paid ordinary shares | 389,669,821 votes |
| POSCO | POSCO Australia Pty Ltd | POSCO Australia Pty Ltd | Pursuant to section 608(1)(c) of the Corporations Act | 66,249,191 fully paid ordinary shares | 66,249,191 votes |
| POSCO | POSCO Australia GP Pty Ltd | POSCO Australia G.P. Pty Ltd | Pursuant to section 608(1)(c) of the Corporations Act | 323,461,584 fully paid ordinary shares | 323,461,584 votes |
| POSCO | Investec Bank Limited | Investec Bank Limited | Pursuant to section 608(1)(c) of the Corporations Act | 275,836,647 fully paid ordinary shares | 275,836,647 votes |

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| Not applicable | Not applicable |

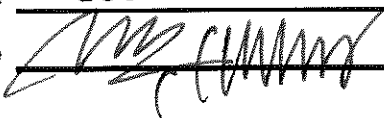
6. Addresses

The addresses of persons named in this form are as follows:

| Name | Address |
|---|--|
| POSCO Australia Pty Ltd and POSCO Australia G.P Pty Limited | Suite C, Level 49, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000, Australia |
| Pallinghurst Steel Feed (Dutch) B.V. | C/o ATC Corporate Services (Netherlands) B.V., Olympic Plaza, Fred. Roeskestraat 123, 1076 EE, Amsterdam |
| Investec Bank Limited | 100 Grayson Drive, Sandown, Sandton, 2196, South Africa |
| EMG Jupiter L.P. | 615 South DuPont Highway, Dover, Delaware, 19901, USA |

| | |
|------------------|--|
| HJM Jupiter L.P. | Suite 1410, 1007 Orange Street, Wilmington, Delaware, 19801, USA |
| FRK Jupiter L.P. | Suite 1410, 1007 Orange Street, Wilmington, Delaware, 19801, USA |

Signature

print name Soo Cheol Shin capacity _____
 sign here  date 02/07/2013

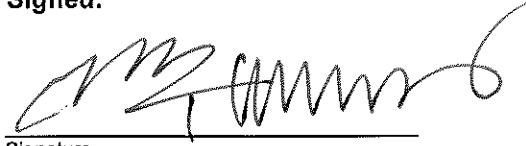
DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in section 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (e.g. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This is Annexure A of 1 page referred to in the Form 604 (Notice of change of interests of substantial holder) in relation to Jupiter Mines Limited (ACN 105 991 740)

Signed:



Signature

MANAGING DIRECTOR

Capacity

02/07/2013

Date

| Name | Company number |
|----------------------------|-----------------|
| POSCO Australia GP Pty Ltd | ACN 145 620 864 |

Form 604

Corporations Act 2001
Section 671B

Notice of change in interests of substantial holder

To Company Name/Scheme **Jupiter Mines Limited**

ACN/ARSN **105 991 740**

1. Details of substantial holder (1)

Name **POSCO Australia GP Pty Ltd and each of the entities listed in Annexure A (POSCO GP)**

ACN/ARSN (if applicable) **145 620 864**

There was a change in the interests of the substantial holder on **01/07/2013**

The previous notice was given to the company on **28/06/2013**

The previous notice was dated **28/06/2013**

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice | | Present notice | |
|----------------------------|-----------------|------------------|----------------|------------------|
| | Person's votes | Voting power (5) | Person's votes | Voting power (5) |
| Fully paid ordinary shares | 1,584,233,611 | 69.43% | 1,638,010,068 | 71.78% |

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change | Person whose relevant interest changed | Nature of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|----------------|--|---------------------------|---|---|-------------------------|
| 01/07/2013 | Pallinghurst Steel Feed (Dutch) B.V. | On-market share purchases | AUD3,764,351.99 | 53,776,457 fully paid ordinary shares | 53,776,457 votes |

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Nature of relevant interest (6) | Class and number of securities | Person's votes |
|-----------------------------|---------------------------------|--|---|--|-------------------|
| POSCO GP | HJM Jupiter L.P. | HJM Jupiter L.P. | Pursuant to section 608(1)(c) of the Corporations Act | 141,170,747 fully paid ordinary shares | 141,170,747 votes |
| POSCO GP | FRK Jupiter L.P. | FRK Jupiter L.P. | Pursuant to section 608(1)(c) of the Corporations Act | 141,170,746 fully paid ordinary shares | 141,170,746 votes |
| POSCO GP | EMG Jupiter L.P. | EMG Jupiter L.P. | Pursuant to section 608(1)(a) of the | 246,674,875 fully paid ordinary shares | 246,674,875 votes |

| | | | | | |
|----------|--------------------------------------|--------------------------------------|---|--|-------------------|
| | | | Corporations Act | | |
| POSCO GP | Pallinghurst Steel Feed (Dutch) B.V. | Pallinghurst Steel Feed (Dutch) B.V. | Pursuant to section 608(1)(c) of the Corporations Act | 443,446,278 fully paid ordinary shares | 443,446,278 votes |
| POSCO GP | POSCO Australia Pty Ltd | POSCO Australia Pty Ltd | Pursuant to section 608(1)(c) of the Corporations Act | 66,249,191 fully paid ordinary shares | 66,249,191 votes |
| POSCO GP | POSCO Australia GP Pty Ltd | POSCO Australia G.P. Pty Ltd | Pursuant to section 608(1)(c) of the Corporations Act | 323,461,584 fully paid ordinary shares | 323,461,584 votes |
| POSCO GP | Investec Bank Limited | Investec Bank Limited | Pursuant to section 608(1)(c) of the Corporations Act | 275,836,647 fully paid ordinary shares | 275,836,647 votes |

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with the substantial holder in relation to voting interests in the company or scheme are as follows:

| | |
|-----------------------------------|-----------------------|
| Name and ACN/ARSN (if applicable) | Nature of association |
| Not applicable | Not applicable |

6. Addresses

The addresses of persons named in this form are as follows:

| Name | Address |
|--|--|
| POSCO Australia Pty Ltd and POSCO Australia GP Pty Ltd | Suite C, Level 49, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000, Australia |
| Pallinghurst Steel Feed (Dutch) B.V. | C/o ATC Corporate Services (Netherlands) B.V., Olympic Plaza, Fred. Roeskestraat 123, 1076 EE, Amsterdam |
| Investec Bank Limited | 100 Grayson Drive, Sandown, Sandton, 2196, South Africa |
| EMG Jupiter L.P. | 615 South DuPont Highway, Dover, Delaware, 19901, USA |
| HJM Jupiter L.P. | Suite 1410, 1007 Orange Street, Wilmington, Delaware, 19801, USA |
| FRK Jupiter L.P. | Suite 1410, 1007 Orange Street, Wilmington, Delaware, 19801, USA |

Signature

print name Soo Cheol Shin capacity _____

sign here  date 07/20/13

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in section 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.

(5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(6) Include details of:

(a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and

(b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

(7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

(8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".

(9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This is Annexure A of 1 page referred to in the Form 604 (Notice of change of interests of substantial holder) in relation to Jupiter Mines Limited (ACN 105 991 740)

Signed:



Signature

MANAGING DIRECTOR

Capacity

02/07/2013

Date

| Name | Company number |
|-------------------------|-----------------|
| POSCO Australia Pty Ltd | ACN 002 062 160 |

Form 604

Corporations Act 2001
Section 671B

Notice of change in interests of substantial holder

To Company Name/Scheme Jupiter Mines Limited

ACN/ARSN 105 991 740

1. Details of substantial holder (1)

Name POSCO Australia Pty Limited and each of the entities listed in Annexure A (POSCO)

ACN/ARSN (if applicable) 002 062 160

There was a change in the interests of the substantial holder on 01/07/2013

The previous notice was given to the company on 28/06/2013

The previous notice was dated 28/06/2013

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice | | Present notice | |
|----------------------------|-----------------|------------------|----------------|------------------|
| | Person's votes | Voting power (5) | Person's votes | Voting power (5) |
| Fully paid ordinary shares | 1,584,233,611 | 69.43% | 1,638,010,068 | 71.78% |

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change | Person whose relevant interest changed | Nature of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|----------------|--|---------------------------|---|---|-------------------------|
| 01/07/2013 | Pallinghurst Steel Feed (Dutch) B.V. | On-market share purchases | AUD3,764,351.99 | 53,776,457 fully paid ordinary shares | 53,776,457 votes |

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Nature of relevant interest (6) | Class and number of securities | Person's votes |
|-----------------------------|---------------------------------|--|---|--|-------------------|
| POSCO | HJM Jupiter L.P. | HJM Jupiter L.P. | Pursuant to section 608(1)(c) of the Corporations Act | 141,170,747 fully paid ordinary shares | 141,170,747 votes |
| POSCO | FRK Jupiter L.P. | FRK Jupiter L.P. | Pursuant to section 608(1)(c) of the Corporations Act | 141,170,746 fully paid ordinary shares | 141,170,746 votes |
| POSCO | EMG Jupiter L.P. | EMG Jupiter L.P. | Pursuant to section | 246,674,875 fully paid | 246,674,875 |

| | | | | | |
|-------|--------------------------------------|--------------------------------------|---|--|-------------------|
| | | | 608(1)(a) of the Corporations Act | of ordinary shares | votes |
| POSCO | Pallinghurst Steel Feed (Dutch) B.V. | Pallinghurst Steel Feed (Dutch) B.V. | Pursuant to section 608(1)(c) of the Corporations Act | 443,446,278 fully paid ordinary shares | 443,446,278 votes |
| POSCO | POSCO Australia Pty Ltd | POSCO Australia Pty Ltd | Pursuant to section 608(1)(c) of the Corporations Act | 66,249,191 fully paid ordinary shares | 66,249,191 votes |
| POSCO | POSCO Australia GP Pty Ltd | POSCO Australia G.P. Pty Ltd | Pursuant to section 608(1)(c) of the Corporations Act | 323,461,584 fully paid ordinary shares | 323,461,584 votes |
| POSCO | Investec Bank Limited | Investec Bank Limited | Pursuant to section 608(1)(c) of the Corporations Act | 275,836,647 fully paid ordinary shares | 275,836,647 votes |

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:


| | |
|-----------------------------------|-----------------------|
| Name and ACN/ARSN (if applicable) | Nature of association |
| Not applicable | Not applicable |

6. Addresses

The addresses of persons named in this form are as follows:

| Name | Address |
|---|--|
| POSCO Australia Pty Ltd and POSCO Australia G.P Pty Limited | Suite C, Level 49, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000, Australia |
| Pallinghurst Steel Feed (Dutch) B.V. | C/o ATC Corporate Services (Netherlands) B.V., Olympic Plaza, Fred. Roeskestraat 123, 1076 EE, Amsterdam |
| Investec Bank Limited | 100 Grayson Drive, Sandown, Sandton, 2196, South Africa |
| EMG Jupiter L.P. | 615 South DuPont Highway, Dover, Delaware, 19901, USA |
| HJM Jupiter L.P. | Suite 1410, 1007 Orange Street, Wilmington, Delaware, 19801, USA |
| FRK Jupiter L.P. | Suite 1410, 1007 Orange Street, Wilmington, Delaware, 19801, USA |

Signature

print name **Soo Cheol Shin** capacity _____
 sign here  date **02/07/2013**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in section 608 and 671B(7) of the Corporations Act 2001.

- (4) The voting shares of a company constitute one class unless divided into separate classes.
 - (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
 - (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
 - (8) If the substantial holder is unable to determine the identity of the person (e.g. if the relevant interest arises because of an option) write "unknown".
 - (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This is Annexure A of 1 page referred to in the Form 604 (Notice of change of interests of substantial holder) in relation to Jupiter Mines Limited (ACN 105 991 740)

Signed:



Signature

MANAGING DIRECTOR

Capacity

02/07/2013

Date

| Name | Company number |
|----------------------------|-----------------|
| POSCO Australia GP Pty Ltd | ACN 145 620 864 |

Form 604

Corporations Act 2001
Section 671B

Notice of change in interests of substantial holder

To Company Name/Scheme Jupiter Mines Limited

ACN/ARSN 105 991 740

1. Details of substantial holder (1)

Name POSCO Australia GP Pty Ltd and each of the entities listed in Annexure A (POSCO GP)

ACN/ARSN (if applicable) 145 620 864

There was a change in the interests of the substantial holder on 28/06/2013

The previous notice was given to the company on 27/07/2012

The previous notice was dated 27/07/2012

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice | | Present notice | |
|----------------------------|-----------------|------------------|----------------|------------------|
| | Person's votes | Voting power (5) | Person's votes | Voting power (5) |
| Fully paid ordinary shares | 1,401,834,624 | 68.15% | 1,584,233,611 | 69.43% |

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change | Person whose relevant interest changed | Nature of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|----------------|--|---|---|---|-------------------------|
| 28/06/2013 | Pallinghurst Steel Feed (Dutch) B.V. | On-market share purchases | AUD679,334.27 | 9,432,978 fully paid ordinary shares | 9,432,978 votes |
| 03/09/2012 | HJM | Increase pursuant to sections 608(1)(a) and (c) of the Corporations Act as a result of Jupiter entitlement offer (closed 27 August 2012). | AUD2,500,000.00 | 15,625,000 fully paid ordinary shares | 15,625,000 votes |
| 03/09/2012 | Pallinghurst Steel Feed (Dutch) B.V. | (Jupiter entitlement offer as above) | AUD12,674,541.43 | 79,216,009 fully paid ordinary shares | 79,216,009 votes |
| 03/09/2012 | POSCO Australia Pty Ltd | (Jupiter entitlement offer as above) | AUD1,699,957.92 | 10,624,737 fully paid ordinary shares | 10,624,737 votes |
| 03/09/2012 | POSCO Australia GP Pty Ltd | (Jupiter entitlement offer as above) | AUD8,300,042.08 | 51,875,263 fully paid ordinary shares | 51,875,263 votes |
| 03/09/2012 | FRK | (Jupiter entitlement offer as above) | AUD2,500,000.00 | 15,625,000 fully paid ordinary shares | 15,625,000 votes |

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Nature of relevant interest (6) | Class and number of securities | Person's votes |
|-----------------------------|--------------------------------------|--|---|--|-------------------|
| POSCO GP | HJM Jupiter L.P. | HJM Jupiter L.P. | Pursuant to section 608(1)(c) of the Corporations Act | 141,170,747 fully paid ordinary shares | 141,170,747 votes |
| POSCO GP | FRK Jupiter L.P. | FRK Jupiter L.P. | Pursuant to section 608(1)(c) of the Corporations Act | 141,170,746 fully paid ordinary shares | 141,170,746 votes |
| POSCO GP | EMG Jupiter L.P. | EMG Jupiter L.P. | Pursuant to section 608(1)(a) of the Corporations Act | 246,674,875 fully paid ordinary shares | 246,674,875 votes |
| POSCO GP | Pallinghurst Steel Feed (Dutch) B.V. | Pallinghurst Steel Feed (Dutch) B.V. | Pursuant to section 608(1)(c) of the Corporations Act | 389,669,821 fully paid ordinary shares | 389,669,821 votes |
| POSCO GP | POSCO Australia Pty Ltd | POSCO Australia Pty Ltd | Pursuant to section 608(1)(c) of the Corporations Act | 66,249,191 fully paid ordinary shares | 66,249,191 votes |
| POSCO GP | POSCO Australia GP Pty Ltd | POSCO Australia G.P. Pty Ltd | Pursuant to section 608(1)(c) of the Corporations Act | 323,461,584 fully paid ordinary shares | 323,461,584 votes |
| POSCO GP | Investec Bank Limited | Investec Bank Limited | Pursuant to section 608(1)(c) of the Corporations Act | 275,836,647 fully paid ordinary shares | 275,836,647 votes |

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| Not applicable | Not applicable |

6. Addresses

The addresses of persons named in this form are as follows:

| Name | Address |
|--|--|
| POSCO Australia Pty Ltd and POSCO Australia GP Pty Ltd | Suite C, Level 49, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000, Australia |
| Pallinghurst Steel Feed (Dutch) B.V. | C/o ATC Corporate Services (Netherlands) B.V., Olympic Plaza, Fred. Roeskestraat 123, 1076 EE, Amsterdam |
| Investec Bank Limited | 100 Grayson Drive, Sandown, Sandton, 2196, South Africa |
| EMG Jupiter L.P. | 615 South DuPont Highway, Dover, Delaware, 19901, USA |
| HJM Jupiter L.P. | Suite 1410, 1007 Orange Street, Wilmington, Delaware, 19801, USA |

Signature**Soo Cheol Shin**

print name _____

capacity _____

sign here _____

date 02/07/2013

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in section 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This is Annexure A of 1 page referred to in the Form 604 (Notice of change of interests of substantial holder) in relation to Jupiter Mines Limited (ACN 105 991 740)

Signed:



Signature

MANAGING DIRECTOR

Capacity

02/07/2013

Date

| Name | Company number |
|-------------------------|-----------------|
| POSCO Australia Pty Ltd | ACN 002 062 160 |