



JUPITER MINES LIMITED

ABN 51 105 991 740

13th August 2012

The Manager

Company Announcements Office
Australian Stock Exchange Limited
Level 8, Exchange Plaza
2 The Esplanade
PERTH WA 6000

Via Electronic Lodgement

NOTICE UNDER SECTION 708AA(2)(f) OF THE CORPORATIONS ACT 2001 (CTH)

This notice is given by the Company under section 708AA (2)(f) of the Corporations Act 2001 (Cth) (Corporations Act).

The Company is pleased to announce a non-renounceable pro-rata rights issue of 5 fully paid ordinary shares ("New Shares") for every 19 shares held as at 7pm (AEST) on Wednesday 8 August 2012 by the Company's eligible shareholders, with each share being issued at an issue price of \$0.16 to raise approximately \$86 million.

The Company gives notice that:

1. The New Shares will be offered for issue by the Company without disclosure to investors under Part 6D.2 of the Corporations Act;
2. this notice is given under section 708AA (2)(f) Corporations Act;
3. as at the date of this notice, the Company has complied with:
 - a. the provisions of Chapter 2M of the Corporations Act (relating to financial reporting and audit) as they apply to the Company; and
 - b. section 674 of the Corporations Act (relating to continuous disclosure); and
4. as at the date of this notice there is no information:
 - a. that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - b. that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - i. the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - ii. the rights and liabilities attaching to the Shares.
5. the issue of New Shares pursuant to the Rights Issue is not expected to have any material effect or consequence on the control of the Company, but is dependent on a number of factors including investor demand. However:

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- a. if all shareholders take up their rights for New Shares, the rights issue will have no effect on the control of the Company; and
 - b. to the extent that any shareholder fails to take up their rights for New Shares under the rights issue, that shareholder's percentage in the Company will be diluted by those shareholders who take up some, all or more than their rights.

Yours Sincerely,

A handwritten signature in black ink, appearing to read "Matt Finkelstein". The signature is written in a cursive, slightly slanted style.

Matt Finkelstein
Company Secretary & CFO