



JUPITER MINES LIMITED

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ASX Announcement

The Manager

Company Announcements Office
Australian Stock Exchange Limited
Level 4, 20 Bridge Street
SYDNEY NSW 2000

Via ASX Online

Jupiter Secures Strategic Investment and Off-take Agreement with POSCO Australia Pty Ltd

- **POSCO to invest \$7.81 million (US\$6.25 million) in Jupiter for a 16.65% stake subject to Shareholder approval**
- **POSCO enters into an off-take agreement for up to 50% of Jupiter's future DSO-grade iron ore production**
- **POSCO representative to join Jupiter's Board**
- **Post placement, Jupiter will have \$14.5 million of cash to fund future exploration and development activities**

Jupiter Mines Limited (ASX:JMS – “Jupiter”) today announced that POSCO Australia Pty Ltd (**POSCO**), will become a strategic investor in Jupiter with the placement of 48 million ordinary shares to POSA at 16.266 cents per share.

POSCO has previously entered into a cooperation agreement with Pallinghurst, an existing shareholder of Jupiter, to jointly pursue steel feed projects as set out in their announcement, as attached.

Following the placement, which will raise \$7.81 million and is subject to shareholder approval, POSCO will hold approximately 16.65 % of the expanded capital in Jupiter. Upon completion of the transaction, Jupiter will have in excess of \$14.5 million in cash to accelerate exploration and development activities at its Central Yilgarn Iron Ore projects and Manganese assets.

Jupiter is also pleased to announce that POSCO has agreed an arms-length off-take agreement with Jupiter for up to 50% of the DSO-grade iron ore production. POSCO also has the right to appoint a representative to the Board of Jupiter following completion of the placement.

Jupiter's Executive Chairman Mr. Geoffrey Wedlock said, "This is a very pleasing development for Jupiter and we are delighted to welcome POSCO as a major investor and a valued partner in the company.

"POSCO's technical capability and experience are highly regarded and will be very beneficial as we take Jupiter to the next stage of its growth. We are encouraged by the opportunities available to us in the Central Yilgarn area where we are presently focusing our efforts.

"We also welcome POSCO to the Jupiter Board. With both Pallinghurst and now POSCO as strategic partners and major investors in Jupiter, the company has strong leadership and is in a position to capitalise on acquisition and growth opportunities," Mr. Wedlock said.

Mr S M. Woo of POSCO said the company looks forward to working with Jupiter to capitalise on the development of its Central Yilgarn Iron Ore projects and is pleased to have secured an off-take agreement on favourable terms for both companies.

Jupiter will continue to update shareholders on its exploration activities and any corporate developments in the coming months. The company will hold a General Meeting in August 2009 to seek shareholder approval for the proposed transaction with POSCO.

The Jupiter Board of Directors unanimously support this proposed investment.

For and on behalf of the Board

Mr Geoffrey Wedlock
Executive Chairman

Robert J Benussi
Company Secretary & CFO



PRESS RELEASES

Monday, 21 April 2008

Pallinghurst and POSCO sign Co-investment Agreement

Pallinghurst is pleased to announce it has signed a co-investment agreement with POSCO, a leading global steelmaker.

Under this agreement, POSCO commits USD 200 million for investments in approved projects developed by Pallinghurst in the natural resources sector internationally.

POSCO joins AMCI, Investec, NGP Midstream & Resources and Pallinghurst Guernsey as co-investment partners with total commitments from the 5 co-investment partners now amounting to approximately USD 1 billion.

Under the Pallinghurst investment program the first joint investment to be made with POSCO will be the acquisition of an effective 13% stake in a manganese project located in the world renowned Kalahari Basin in South Africa. The project, 49% owned by the Pallinghurst consortium, is expected to come into production in 2010 and have in excess of 30 million tonnes of measured ore resources.

Commenting on the transaction Pallinghurst Chairman Brian Gilbertson said "We greatly value POSCO's partnership as we set out to build a world class supplier of steelmaking materials. Competition for access to these commodities is likely to increase substantially in years ahead."

Pallinghurst Resources LLP acted as advisor to the Pallinghurst consortium.

AMCI is an affiliate of American Metals & Coal International, Inc., one of the world's largest and most successful privately owned coal mining companies, and which has made investments in resources businesses in Australia, the USA, Europe, China, South America and southern Africa.

Investec is an international specialist banking group that provides a diverse range of financial products and services to a niche client base in three principal markets, the United Kingdom, South Africa and Australia. The group is a leading provider of financial services to the resources industry, with an integrated product offering. In July 2002 the Investec group implemented a Dual Listed Companies Structure with listings on the London and Johannesburg Stock Exchanges.

NGP Midstream & Resources is a US private equity fund that invests in the energy infrastructure and natural resources sectors. NGP Midstream & Resources are affiliated with NGP Energy Capital Management ("NGP ECM"), a leading US-based capital provider to the energy sector. Since 1988, NGP ECM has built a premier investment franchise in the North American energy sector. NGP ECM manages in excess of USD 4 billion. **POSCO**, the USD 40 billion Korean-based group, manufactures a wide range of steel and stainless steel products in Korea and China and also has interests in Australia, Brazil, Canada and India. In 2008 the group is targeting crude steel production of 35 million tonnes and hopes to expand this production to 50 million tonnes by 2010.

Pallinghurst Guernsey - Pallinghurst Resources (Guernsey) Limited is a Guernsey registered company that is listed on the Bermuda Stock Exchange. Pallinghurst Guernsey is controlled by the Pallinghurst partners and was established for the raising of capital in order to invest within the natural resources sector.

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