

**TALBOT
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Facsimile

To: ASX **Fax Number:** 1900 999 279

Attention:

From: Scott Nissen

Date: 26 November 2007 **No. of pages (inc header):** 4

Subject: **Form 605 Re Jupiter Mines Limited**

Regards

Scott Nissen
Manager Business Analysis**PLEASE NOTE:**

If you do not receive all pages, please telephone TALBOT GROUP HOLDINGS PTY LTD on (07) 3002 4900 as soon as possible.

IMPORTANT:

The contents of this facsimile (including attachments) may be confidential. Any unauthorised use of the contents is expressly prohibited. If you receive this document in error, please contact the office of the sender immediately and then dispose of this document immediately. Thank you.

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To: Company Name/Scheme

Jupiter Mines Limited

ACN/ARSN

105 991 740

1. Details of substantial holder(1)

Name

TALBOT GROUP HOLDINGS PTY LTD

ACN/ARSN (if applicable)

649 275 246

The holder ceased to be a substantial holder on

23/11/07

The previous notice was given to the company on

17/01/07

The previous notice was dated

17/01/07

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change(5)	Class (6) and number of securities affected	Person's votes affected
	See Annexure A.				

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
See Annexure A	

4. Addresses

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

Name	Address
See Annexure A.	

Signature

print name

DONALD IAN NISSEN

capacity

Director

sign here

Don Nissen

date

26/11/07

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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure A

This is Annexure A of 1 page referred to in Form 605 Notice of ceasing to be a substantial holder by Talbot Group Holdings Pty Ltd

2. 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
08/02/07	Holder	500,000 Purchase	\$165,000	500,000 Ordinary	500,000
09/02/07	Holder	82,450 Purchase	\$16,490	82,450 Ordinary	82,450
19/11/07	Holder	1,000,000 Sale	\$316,137	1,000,000	1,000,000
19/11/07	Mr Denis Wood & Anne Wood <The Wood Investment A/C>	535,714 Sale	\$176,785	535,714	535,714
21/11/07	Holder	282,450 Sale	\$87,270	282,450	282,450
22/11/07	Holder	2,195,000 Sale	\$678,204	2,195,000	2,195,000
23/11/07	Holder	1,453,000 Sale	\$476,954	1,453,000	1,453,000

3. Present relevant interests; & 3. Changes in association

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities (all ordinary shares)	Person's votes
Talbot Group Holdings Pty Ltd					
Holder	Holder	Holder	Holder	6,702,000	6,702,000
& its Associates :					
Holder	Mr Denis Wood & Anne Wood <The Wood Investment A/C>	Denis Wood	Director of TGH	0	0

6. Addresses

Name	Address
Talbot Group Holdings Pty Ltd	PO Box 1573, Coorparoo QLD 4151
Mr Denis Wood & Anne Wood <The Wood Investment A/C>	9 Marram Court, Cleveland, Qld 4163



Don Nissen
Director Talbot Group Holdings

Dated: 26th November 2007