

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme Jupiter Mines Limited (JMS)

ACN/ARSN 105 991 740

**1. Details of substantial holder (1)**

Name Safika Resources (Pty) Ltd (South African entity with reg #: 2002/017459/07) and Safika Holdings (Pty) Ltd (South African entity with reg #: 1996/001693/07) and each of the entities set out in Section 6

ACN/ARSN (if applicable) Not applicable

The holder became a substantial holder on 6 October 2020

**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
FULLY PAID ORDINARY	106,996,323	106,996,323	5.46%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Safika Resources (Pty) Ltd	Relevant interest due to Safika Resources (Pty) Ltd having voting power in Ntsimbintle Holdings (Pty) Ltd above 20%, and thus is deemed under Section 608(3)(a) of the Corporations Act 2001 to have the same relevant interest in JMS shares as that of Ntsimbintle Holdings (Pty) Ltd.	106,996,323 ORD
Safika Holdings (Pty) Ltd	Relevant interest due to Safika Holdings (Pty) Ltd having control of Safika Resources (Pty) Ltd, and thus is deemed under Section 608(3)(b) of the Corporations Act 2001 to have the same relevant interest in JMS shares as that of Safika Resources (Pty) Ltd.	106,996,323 ORD

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Safika Resources (Pty) Ltd and Safika Holdings (Pty) Ltd	Refer to Form 603 "Notice of initial substantial holder" lodged by Ntsimbintle Holdings (Pty) Ltd on or around the same date as this Form 603.		106,996,323 ORD

## 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)	Class and number of securities
		Cash	
Safika Resources (Pty) Ltd and Safika Holdings (Pty) Ltd		Refer to Annexure A of Form 603 "Notice of initial substantial holder" lodged by Ntsimbintle Holdings (Pty) Ltd on or around the same date as this Form 603.  Other than by way of Section 608(3) of the Corporations Act 2001, Safika Resources (Pty) Ltd and Safika Holdings (Pty) Ltd do not have any other relevant interest in JMS shares.	

## 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Akacia Medical & Healthcare Group (Pty) Ltd (South African entity with reg #: 2014/106769/07)	Each of the entities are associates of Safika Holdings (Pty) Ltd and of each-other (including of Safika Resources (Pty) Ltd) due to each entity being controlled by Safika Holdings (Pty) Ltd.
Safika Transport & Logistics (Pty) Ltd (South African entity with reg #: 2008/00455/07)	
Safika International Holdings (Pty) Ltd (South African entity with reg #: 2014/124394/07)	
Safika House (Pty) Ltd (South African entity with reg #: 2001/024228/07)	
Tutuwa Strategic Holdings 2 (Pty) Ltd (South African entity with reg #: 2004/016377/07)	
Cleves Investments (Pty) Ltd (South African entity with reg #: 2000/005062/07)	
CircumQ Trading (RF) (Pty) Ltd (South African entity with reg #: 2014/080379/07)	
CircumQ IP (RF) (Pty) Ltd (South African entity with reg #: 2014/024413/07)	
Safine Investments (Pty) Ltd (South African entity with reg #: 2015/346485/07)	


## 7. Addresses

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

Name	Address
Safika Holdings (Pty) Ltd	89 Central Street, Houghton, Johannesburg, South Africa
Safika Resources (Pty) Ltd	89 Central Street, Houghton, Johannesburg, South Africa
Ntsimbintle Holdings (Pty) Ltd	89 Central Street, Houghton, Johannesburg, South Africa
Akacia Medical & Healthcare Group (Pty) Ltd	Barrow House, 101 Central Street, Houghton, Johannesburg, South Africa
Safika Transport & Logistics (Pty) Ltd	89 Central Street, Houghton, Johannesburg, South Africa
Safika International Holdings (Pty) Ltd	89 Central Street, Houghton, Johannesburg, South Africa

Safika House (Pty) Ltd	89 Central Street, Houghton, Johannesburg, South Africa
Tutuwa Strategic Holdings 2 (Pty) Ltd	89 Central Street, Houghton, Johannesburg, South Africa
Cleves Investments (Pty) Ltd	89 Central Street, Houghton, Johannesburg, South Africa
CircumQ Trading (RF) (Pty) Ltd	89 Central Street, Houghton, Johannesburg, South Africa
CircumQ IP (RF) (Pty) Ltd	89 Central Street, Houghton, Johannesburg, South Africa
Safine Investments (Pty) Ltd	PKF Constantia Valley, 75 Main Road, Diep River, Cape Town, South Africa

## Signature

print name	Justin Pitt	Capacity	Managing Director
sign here		date	07 Oct 2020

### 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 7 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 sections 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) Details of the consideration must include any and all benefits, moneys 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.