2008

JUPITER ENERGY LIMITED

ANNUAL REPORT

CORPORATE INFORMATION

Jupiter Energy Limited
ABN 65 084 918 481

Directors
Geoffrey Gander (Executive Chairman)
Yerkin Svanbayev (Executive Director)
Andrew Childs (Non-Executive Director)

Company Secretary
Scott Mison

Registered Office & Principal Place of Business
Unit 9, 38 Colin Street
West Perth
(PO Box 1282)
Western Australia 6005

Telephone	+61 8 9322 8222
Facsimile	+61 8 9322 8244
Email	info@jupiterenergy.com.au
Website	www.jupiterenergy.com.au

Solicitors
Steinepreis Paganin
Level 4,
16 Milligan Street
Perth WA 6000

Auditors
RSM Bird Cameron Partners
8 St George's Terrace
Perth WA 6000

Bankers
Australian and New Zealand Banking Group Limited
1275 Hay Street
West Perth WA 6005

Share Registry
Computershare Investor Services Pty Ltd
Level 2, 45 St George's Terrace
Perth WA 6000

Telephone	1300 557 010 (within Australia)
	+61 8 9323 2000
Facsimile	+61 8 9323 2033
Website	www.computershare.com

Stock Exchange Listing
The Company is listed on the Australian Stock Exchange Limited
ASX Code: JPR (shares) and JPROA (options)

Contents of Financial Report

CHAIRMAN'S LETTER

Dear Shareholder

The twelve months to June 30 2008 saw Jupiter Energy Limited make good progress towards its aim of becoming an oil explorer and producer in the Republic of Kazakhstan.

In June 2008 we achieved a key milestone when we completed our purchase of 100% of the exploration permit, Block 31. In what was a somewhat drawn out process, the purchase was our first completed transaction in Kazakhstan and has enabled the Company to establish an important foot hold in the oil rich Mangistau basin. The permit is strategically located on trend with a number of existing producing oil fields and since completing the acquisition we have received all the relevant government approvals to begin shooting 3D seismic on the area, with our local Kazakh contractor commencing work during September 2008. We anticipate that this assignment will take approximately 3 months and after the data has been processed and interpreted, we expect to identify a range of targets on the permit. Our technical team will provide a recommendation to the Board on the most prospective targets during the first quarter of 2009 and we intend to begin a drilling program as soon as possible after those recommendations have been accepted and the necessary Government approvals to commence drilling have been obtained.

During the year we also began the process of seeking an extension to Block 31 which, if successful, would enable the Company to acquire an additional 25 square kilometres that will form part of the same permit. We believe that this extension will provide the Company with some additional drilling targets and it is hoped that the application process will be completed during the 4th quarter of 2008.

Our other major focus during the year was to acquire an existing but undeveloped oilfield. Pricing on undeveloped oil assets in Kazakhstan during 2007 was exceptionally high and there were no opportunities deemed by the Board to be worth pursuing. However, the global credit squeeze began to have an impact in Kazakhstan in early 2008 and this in turn created a much more realistic marketplace there, with the pricing on some of the fields becoming much more commercial. The Company reviewed a range of opportunities during the second half of the year and in June 2008 we announced plans to purchase the North West Zhetybai oilfield. North West Zhetybai was discovered in 1982 and official records at that time showed that it had proven reserves of 4.5 million barrels of oil. However, to date it remains undeveloped. The current owners recently shot 3D seismic over the field and based on this data and the historic records that the Company has also had access to, we are confident that there is a significant oil deposit within the field.

The current Memorandum of Understanding that we have signed with the owners outlines a pricing methodology that is based on proven (1P) reserves in ground multiplied by $US5 per barrel. The Board feels that this pricing structure is fair although the current investment environment has made the definition of a "fair" transaction a somewhat moving target. Global equity markets have unfortunately taken a turn for the worse over the past few months and a transaction that would have seen strong market support and a probable rally in the share price 6 months ago now faces a market that is somewhat more sceptical. Certainly we believe that North West Zhetybai would be an excellent acquisition for Jupiter Energy but we are also mindful of the turbulent business environment that we are currently experiencing. The global downturn in equity markets has impacted all companies, big and small, and Jupiter Energy has been no exception. Our share price is at a disappointing level despite the progress we have made during the year and the opportunities we have in front of us but the Board remains committed to trying to find a way forward in completing the North West Zhetybai acquisition.

This having being said, there is no doubt that we are totally committed to Block 31 and its extension and we look forward to commencing a drilling program on this permit in 2009.

As you will be aware, the Board has called for a meeting of shareholders on 24 October 2008 to approve resolutions relating to the proposed capital raising that would be required to complete the North West Zhetybai acquisition. We will continue to consult with our advisors, potential partners and the capital markets in general, on the best way forward with this opportunity and the Company will keep shareholders updated on progress.

My thanks to my fellow Directors and all the Jupiter team for the support that has been shown over the past 12 months. I look forward to seeing as many shareholders as possible at both the October 2008 General Meeting and the Annual General Meeting in November 2008.

Sincerely

Geoff Gander
Chairman

Some Background on Kazakhstan

Kazakhstan is the ninth largest country in the world and where some say Europe meets Asia. It is also one of the least densely populated countries in the world with less than 6 people per square kilometer. Of the approximate 15 million inhabitants, 53% are Kazakhs, 30% are Russian and the remainder of the population is made up of some 120 other nationalities.

The principal cities are the former capital Almaty, which is now seen as the new financial centre of the country and Astana, the new capital. The official language is Russian but the state language is Kazakh.

The Republic of Kazakhstan has now become a member of the world community and enjoys support from many of the world's leading countries. The country possesses enormous untapped fossil fuel reserves and plentiful supplies of other minerals and metals and its industrial sector largely rests on the extraction and processing of these natural resources.

President Nursultan Nazarbayev is the head of state and in December 2005 was re elected for another seven year term with the Parliament being led by the Prime Minister. The country is divided into 14 oblasts (regions) as well as the cities of Astana and Almaty which also have regional status. Each region is headed by an Akim (Governor) who is appointed by the President.

The country boasts one of the highest growth rates in the world with GDP growing by 9% or more for the past 6 years and now standing at approximately $US56 billion. In 2005 the country produced over 430 million barrels of oil, making it the largest producer in the Commonwealth of Independent States (CIS) - the old USSR.

The national currency is the Tenge and has been growing in strength against the $US in recent years on the back of the booming economy with economic investment and growth continuing to be substantial, with investment particularly coming from most, if not all, the world's leading oil producers. Most of these companies are focused in offshore fields in the North Caspian Sea, principally Kashaghan which is the world's largest field outside the Middle East and the fifth largest field in the world. In addition, the Pre-Caspian Basin has 4 super-giant oil fields including Tengiz (estimated recoverable crude oil reserves of between six and nine billion barrels), Kashagan (estimated reserves in excess of seven billion barrels) and Kurmangazy (estimated recoverable reserves of in excess of seven billion barrels). Importantly there are presently over two hundred producing fields in Kazakhstan with recoverable reserves of oil currently estimated to be over 55 billion barrels.

DIRECTORS' REPORT

Your Directors submit their report for the year ended 30 June 2008.

DIRECTORS

The names and details of the Company's Directors in office during the financial year and until the date of this report are as follows. Directors were in office for this entire period unless otherwise stated.

Names, qualifications experience and special responsibilities

Geoffrey Anthony Gander (45)

B.COM
Executive Chairman
Appointed 27 January 2005

Mr Gander graduated from the University of Western Australia in 1984 where he completed a Bachelor of Commerce Degree.

Mr Gander works as an industry consultant to a range of private and public companies. In addition to his Executive Chairman role at Equatorial Coal Limited, Geoff is also Chairman of the ASX listed Jupiter Energy Limited (JPR) and a Non Executive Director of the ASX listed Australian Gold Investments Limited (AGV).

Other Current Directorships of Listed Companies

Equatorial Coal Ltd and Australian Gold Investments Limited.

Former Directorships of Listed Companies in last three years

Paladio Group Ltd, Lindian Resources Ltd (formerly VPH Limited), Australian Waterwise Solutions Ltd, Entek Energy Ltd, Biron Apparel Ltd and 3Q Holdings Ltd

Andrew Ross Childs (49)

B. Science
Non-Executive Director
Appointed 9 July 2007

Mr Childs is the Managing Director of Petroleum Ventures Pty Ltd and also sits on the Boards of Orion Energy Pty Limited and Stratic Energy Corporation. Andrew graduated from the University of Otago, New Zealand in 1980 with a Bachelor of Science in Geology and Zoology. Having started his professional career as an Exploration Geologist in the Eastern Goldfields of Western Australia, Andrew moved to petroleum geology and geophysics with Perth-based Ranger Oil Australia (later renamed Petroz NL). He gained technical experience with Petroz as a Geoscientist and later commercial experience as the Commercial Assistant to the Managing Director. Andrew is a member of the Petroleum Exploration Society of Australia and the American Association of Petroleum Geologists.

Other Current Directorships of Listed Companies

Stratic Energy Corporation (AIM & TSX)

Former Directorships of Listed Companies in last three years

Cougar Metals Limited.

Erkin Svanbayev (53)

B. Eng
Executive Director
Appointed 15 June 2007

Mr Svanbayev is a Kazakh educated Engineer with an oil and gas background in Kazakhstan and extensive upstream and downstream experience. He is an oil trader and involved in the export of over 1 million barrels of crude per month from Kazakhstan. He is Jupiter Energy's main contact in Kazakhstan, oversees the running of the Almaty office and is involved in identifying new oil & gas opportunities for the Company..

Other Current Directorships of Listed Companies

None.

Former Directorships of Listed Companies in last three years

None.

Departing Directors

David Quinlivan

Mr Quinlivan was appointed as a director on 4 March 2005 and resigned on 9 July 2007.

Eddie Smith

Mr Smith was appointed as a director on 27 January 2005 and resigned on 9 July 2007.

Interests in the shares and options of the company and related bodies corporate

At the date of this report, the interest of the Directors in the shares and options of Jupiter Energy Limited were:

Director	**Number of ordinary shares**	**Number of unlisted options**	**Number of listed options**
G A Gander	9,500,000	2,000,000	1,000,000
A R Childs	5,200,000	1,200,000	5,000,000
E Svanbayev	Nil	2,000,000	10,000,000

EXPLORATION CONSULTANT

Keith Martens (55)

B.Sc (Geophysics/Geology)

Keith Martens is an Exploration Consultant, Canadian educated 31 year veteran of the Oil & Gas industry. After gaining a B. Sc in Geophysics/ Geology from the University of British Columbia, he has spent all of his career actively exploring for hydrocarbons. He has worked with over 70 Canadian and Australian organisations including Hudson's Bay Oil & Gas, Marathon Petroleum, Santos, Tap Oil and most recently Bow Energy. Keith's role in the Company is to complete the technical review of any new acquisitions being considered by the Company. He will also focus on coordinating the completion of the 3D Seismic on the Mangistau Basin permit and its interpretation so as to ensure the Company drills the most prospective areas of the permit.

COMPANY SECRETARY

Scott Adrian Mison (32)

B.Bus, CA, ACIS
Appointed 29 May 2007

Mr Mison holds a Bachelor of Business degree majoring in Accounting and Business Law, is a Member of the Institute of Chartered Accountants in Australia and Chartered Secretaries Australia.

Mr Mison up until recently was an Associate Director of Capital Investment Partners Pty Ltd, a corporate advisory firm which delivers a comprehensive range of investment banking services including strategic capital raising, merger and acquisition and financial advisory services, primarily to small-cap emerging listed companies.

Mr Mison is currently Company Secretary of Equatorial Coal Limited.

Corporate Structure

Jupiter Energy Limited is a company limited by shares that is incorporated and domiciled in Australia. Jupiter Energy Limited has prepared a consolidated financial report incorporating the entities that it controlled during the financial year, which are outlined in note 26 of the financial statements.

Principal Activities

The principal activities of the consolidated entity during the course of the financial year included:

- Exploration for oil and gas in Kazakhstan: and
- Appraisal of oil and gas properties in Kazakhstan

Employees

The consolidated entity employed 6 employees as at 30 June 2008 (2007: 1 employee).

DIVIDENDS

No dividends in respect of the current or previous financial year have been paid, declared or recommended for payment.

FINANCIAL REVIEW

Operating Results
The consolidated loss for the year after income tax was $2,533,868 (2007: $3,868,571).

Review of Financial Condition
At the end of the 2008 financial year, cash levels were $6,009,381 (2007: $7,615,057) following a share placement raising of $7,600,000 (before capital raising costs). Assets increased to $15,420,696 (2007: $7,659,305) and equity increased to $15,001,912 (2007: $7,355,666).

CAPITAL RAISING / CAPITAL STRUCTURE

During the year, the Company raised a total of $7,600,000 (before capital costs). These funds were allocated to securing a cornerstone oil and gas project and to supplement working capital.

Placement
The company issued 100,000,000 shares in May 2008 at an issue price of $0.075 per share to raise a total of $7,500,000.

Options
The Company also issued 100,000,000 options at an issue price of $0.001 per option to raise an amount of $100,000.

Summary of share / options on issue – 30 June 2008

As a result of the issue of shares and options, the Company has 356,860,189 listed shares on issue (340,796,189 on reporting date).

At the date of this report, the unissued ordinary shares of Jupiter Energy Limited under option are as follows:

Date of Expiry	Exercise Price $	Number under Option
31-Dec-2008	0.08	2,564,000
31 Dec 2008	0.20	5,000,000
30-June-2010	0.08	300,000,000
31 Dec 2011	0.08	30,000,000
31 Dec 2012	0.20	3,000,000
		340,564,000

224,800 unlisted $0.08 options were exercised during the financial year, raising $17,982 for the Company.

5,000,000 unlisted $0.12 options were exercised during the financial year, raising $600,000 for the Company.

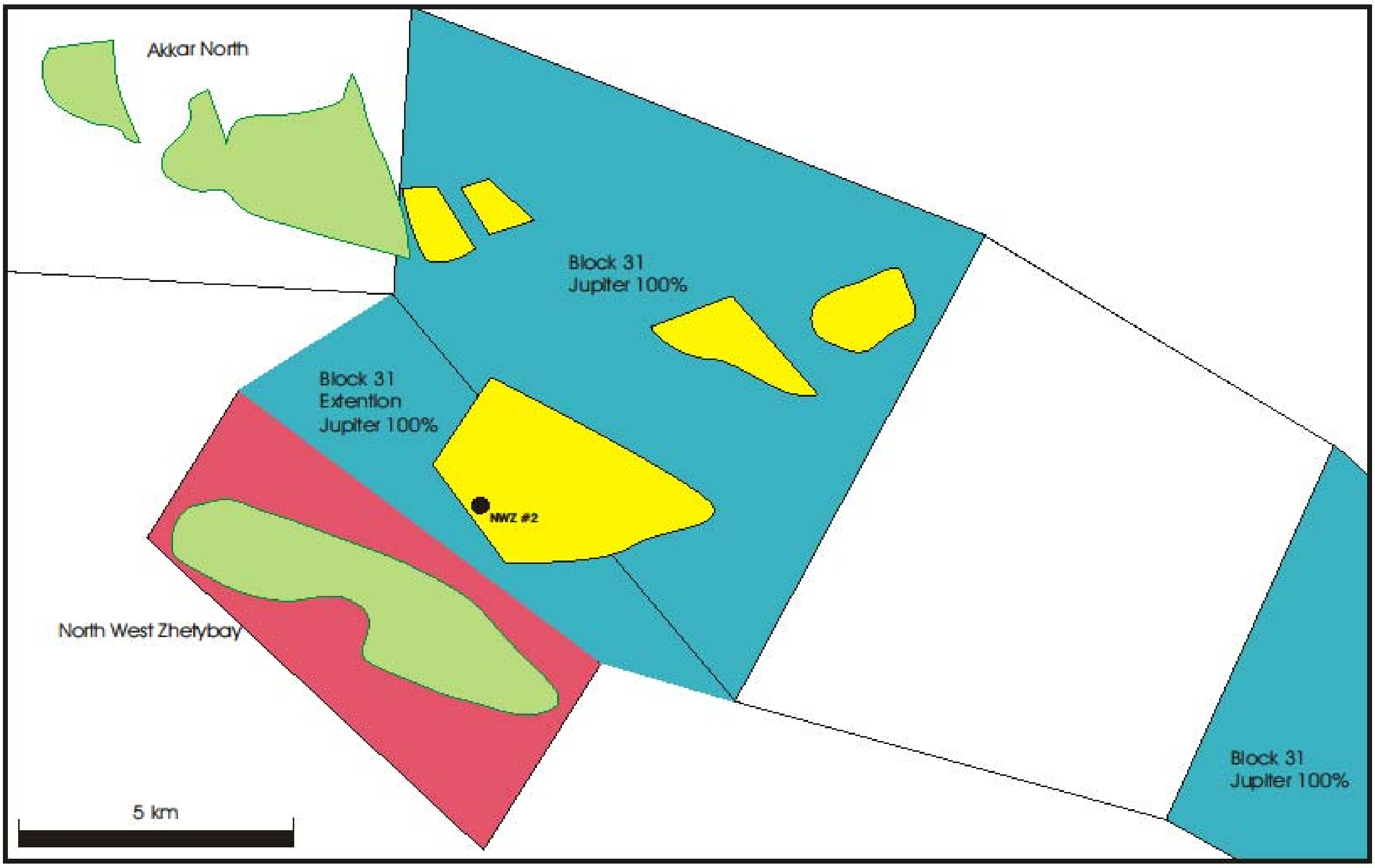
OPERATING REVIEW

Jupiter Energy Limited (JPR) presents the following report on activities for the twelve months ending 30 June 2008. Also included in this report are details of any significant events that have taken place subsequent to 30 June 2008.

The focus for JPR in the 2007/2008 year has been entirely on developing our oil opportunities in Kazakhstan.

On October 8 2007 the Company announced that it had signed a Binding Purchase Agreement to acquire its initial permit in Kazakhstan. The permit, called Block 31, is located in the Zhetybai-Uzen step where government records indicate that over 6 Billion barrels of oil have already been produced. The two biggest oil fields are Uzen and Zhetybai which produce from both the Jurassic and the Triassic.

Block 31 consists of two distinct parts and covers an area of over 100 sq km. It is located on trend with a number of existing producing oil fields and the Contract with the Ministry of Energy and Mineral Resources (MEMR) that covers Block 31 allowed for exploration to begin on the permit in 2007. The exploration period has a six (6) year term with the right to extend it twice for two (2) years for a total period of ten (10) years.



Block 31 has been lightly explored with a regional 2D grid of 1970's and 1980's vintage seismic. Mapping of the top Triassic map suggests Middle Triassic tilted fault block traps similar to the adjacent Akkar North and North West Zhetybai oil fields. These traps include a potential field extension to Akkar North and at least two other substantial structures. Recent 3D seismic that has been shot along this same trend has revealed Middle Triassic traps which have already resulted in new field discoveries. The acquisition of Block 31 was finalised in June 2008.

In September 2008, the field began having 3D seismic shot over it and this process will take approximately 3 months to complete. It is expected that this data will have been processed, interpreted and recommendations made to the Board with regards drilling targets by the end of the first quarter 2009.

In terms of the purchase of Block 31, a summary of the final completed transaction is as follows:

- the issue of 16 million fully paid ordinary shares in JPR;
- the payment of $US 6,000,000; and
- an additional $US 279,368 that went towards penalty payments due to a delay in completion by JPR.

The JPR Board still believes that this initial exploration project offers some excellent upside and we look forward to completing the seismic work and commencing production plans for the area.

During the year, the Company also announced its intention to seek an extension to Block 31and to obtain an additional area of 25 square kilometres that is situated between Block 31 and the existing North West Zhetybai oil field. This new area, known internally as Block 32, has been identified as a result of reviews by the Company of historic Soviet 2D seismic data which the Company believes indicate that Block 32 has similar characteristics to the Akkar North oil field which is located on the northern boundary of Block 31.

The Company entered into an agreement with the vendors of Block 31 and a success fee of $US 3.5m will be payable once the extension has been granted and all government approvals received by JPR. Timing on this approval is somewhat dependent on government processes but it is expected to be finalized during the 4th quarter of 2008.

On June 30 2008, the Company announced that it had entered into a binding Memorandum of Understanding (MOU) to purchase a share in the North West Zhetybai oilfield, located adjacent to Block 31. The oilfield was discovered in 1982 and based on 2D seismic shot at that time, an initial 7 wells were drilled. 3 wells flowed free oil from 5 zones and there were shows and log anomalies in the 4 other wells. Based on this data, government recorded reserves (1P) for the field are listed at 4.5 million barrels of oil (mmbbls). The current owner has recently completed 3D seismic on the field and this data has also been analysed by our technical team.

This reasoning behind this move to purchase North West Zhetybai is to complete what has been the Company's stated objective since commencing its activities in Kazakhstan: to acquire a field that could deliver short term production and enable the Company to take advantage of the current, historically high, oil prices. The initial approach to the owner was based on JPR initially purchasing 50% of the field and having the right to purchase the 2nd 50% at a later date. This MOU was subsequently changed with an announcement made on 1 September 2008 that outlined a revised arrangement that would see JPR purchase 100% of the field on the following terms:

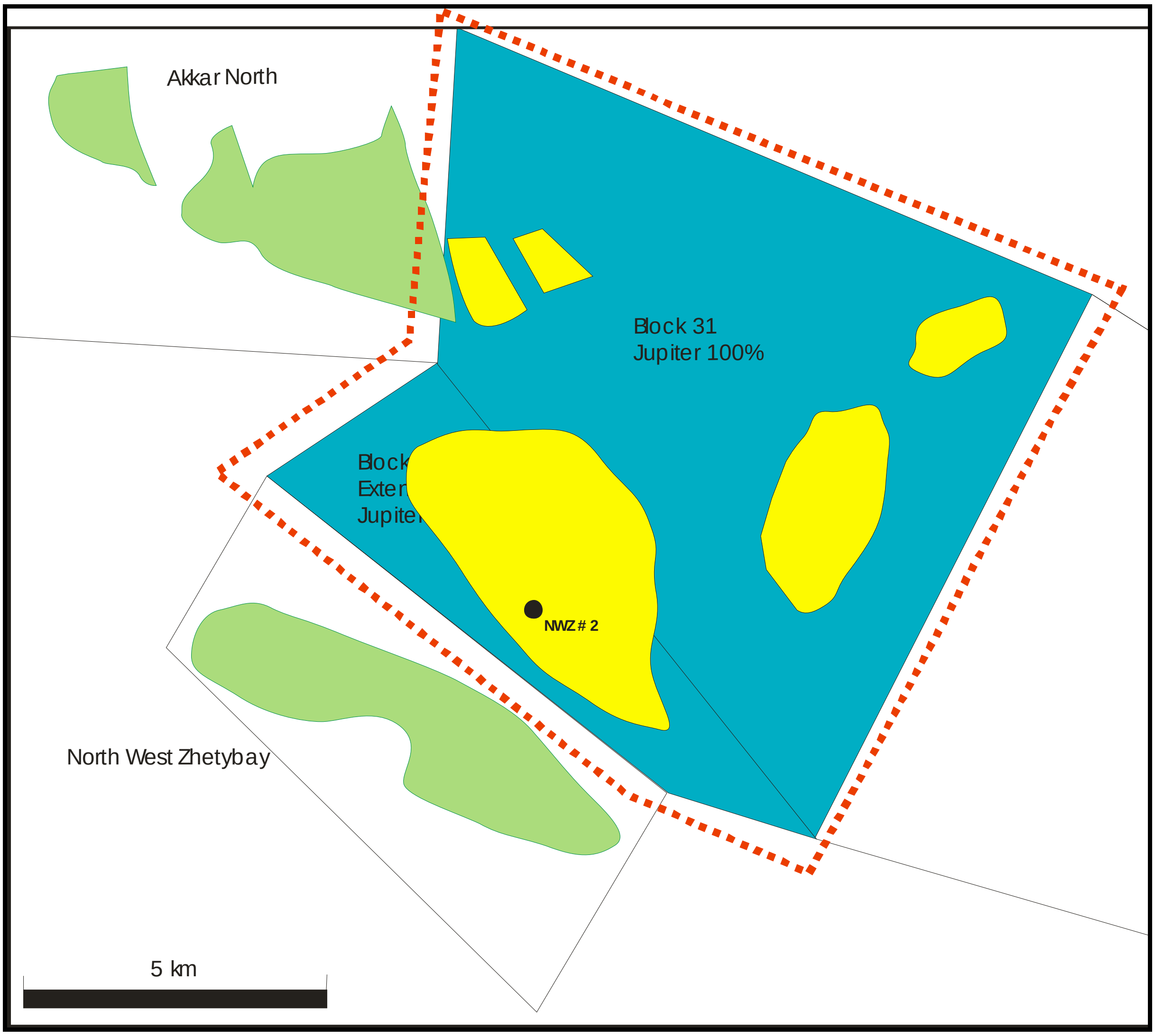
- $US12,000,000 payable on completion and a further $US5,000,000 two months later;
- JPR would commit to a 1 year work program to develop a production plan for the field as well as prove up its 1P reserves;
- Once the reserves were independently confirmed, JPR would make a final payment to the vendor. This payment will be calculated by multiplying the independent view of the proven 1P reserves of the field by $US5 per barrel and deducting the $US17m already paid;
- If the 1P reserves are less than 4.5 mmbbls no further payment (over and above the $US17m) will be made;
- The maximum amount payable for the field is $US60m (ie the maximum payment would be based on 1P reserves of 12 mmbbls); and

- The transaction is subject to due diligence, JPR shareholder approval and JPR completing the required debt/equity package to enable the transaction to proceed.

The capital markets have continued to experience great volatility, even since the most recent MOU was signed, and as a result the Company is continually reviewing its strategy in terms of how it might complete on this transaction. A meeting of shareholders is scheduled for 24 October 2008 to approve a number of resolutions that will give the Board the ability to raise the equity component of the purchase however the exact structure of the transaction is still being considered and the Board expects to have resolved a clear way forward by the time the General Meeting is held in October 2008.

In summary, during the past 12 months Jupiter Energy Limited has established itself as an explorer in the Mangistau Basin through the 100% acquisition of Block 31. The extension to this permit is expected to be finalised in the next month, thereby giving the Company approximately 125 square kilometres of extremely prospective exploration acreage in an area that has already produced over 6 billion barrels of oil. 3D seismic has now commenced being shot over 95 square kilometres of this area and drilling targets will have been identified by early 2009 with a follow on drilling program expected to be implemented as soon as all the necessary Government approvals have been granted.

Jupiter Energy has also positioned itself to purchase an undeveloped oilfield adjacent to this exploration acreage and it is the view of the Company that this field could ultimately be a c. 20 million barrel oilfield. The Board will continue to work on the most commercial approach to purchasing this field, whilst being ever mindful of the current level of instability in the global equity markets.



SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

Except as otherwise set out in this report, the Directors are unaware of any significant changes in the state of affairs or principal activities of the consolidated entity that occurred during the period under review.

The company issued the following fully paid ordinary shares to raise funds for working capital purposes:

Date	Number of Shares	Price per share $	Amount raised $
May 2008	100,000,000	0.075	$7,500,000

The company issued the following listed options to raise funds for working capital purposes:

Date	Number of Shares	Price per share $	Amount raised $
May 2008	100,000,000	0.001	$100,000

SIGNIFICANT EVENTS AFTER THE BALANCE DATE

Significant changes in the state of affairs of the consolidated entity during the financial year and the period to the date of this report were as follows:

1. On 15 July 2008 the Company announced that it had agreed indicative terms with Macquarie Bank Limited (MBL) whereby MBL had an exclusive mandate to provide JPR with up to $50m in debt to support the NWZ transaction as well as future acquisitions by JPR in Kazakhstan.

   The recent global shakeout in the global banking and investment markets has led to MBL reviewing its ability to remain involved in the project. On 26 September 2008 JPR and MBL agreed to the cancellation of the exclusive mandate to provide the facility as outlined in the 15 July 2008 announcement, allowing JPR to open discussion with other interested parties.

2. On 12 August 2008, the Company announced that it agreed to terms to purchase 100% of NWZ.

   The material terms of the revised MOU are as follows:

   - The purchase price for 100% of the NWZ field will be capped at $US50,000,000;
   - An initial payment of $US28,000,000 will be made to the owners of the field;
   - JPR will commit to a 1 year work program to further develop the field and prove up its 1P reserves;
   - The objective of the work program will be to drill two development wells as well as fund the re-entry and completion of existing wells on the NWZ field. The results of this activity will be used to obtain an independent assessment of the proven (1P) reserves of the field;
   - Once the reserves are independently confirmed, JPR will make a final payment of up to $US22,000,000 to the current owners. This payment will be broken into two components;
   - If the 1P reserves are over 4.5 mmbbls a payment of $US11,000,000 will be made. A second payment of up to a maximum of $US11,000,000 will also be paid on the basis of $US2,000,000

per 1P of confirmed reserves over 4.5 mmbbls. A table giving a range of examples of the total price to be paid under different 1P scenarios is outlined in Appendix 1 of this announcement; and

- The transaction is subject to due diligence, JPR shareholder approval and JPR completing the required debt/equity package to enable the transaction to proceed.

3. On 1 September 2008, the company announced that it had renegotiated terms to the NWZ oil field previously announced on 12 August 2008.

   The material terms of the revised MOU are as follows:

   - An initial payment of $US12,000,000 will be made to the owners of the field;
   - A second payment of $US5,000,000 will be made on or before 31 December 2008;
   - JPR will commit to a 1 year work program to further develop the field and prove up its 1P reserves;
   - The objective of the work program will be to drill two development wells as well as fund the re-entry and completion of existing wells on the NWZ field. The results of this activity will be used to obtain an independent assessment of the proven (1P) reserves of the field;
   - Once the reserves are independently confirmed, JPR will make a final payment to the vendor which will be calculated by multiplying the proven 1P reserves of the field by $US5 per barrel and deducting the $US17m already paid to the vendor;
   - If the 1P reserves are less than 4.5 mmbbls no further payment will be made. A table giving a range of examples of the total price to be paid under different 1P scenarios is outlined in Appendix 1 of this announcement;
   - The transaction is subject to due diligence, JPR shareholder approval and JPR completing the required debt/equity package to enable the transaction to proceed.

JPR remains in discussion with a range of parties regarding this opportunity and expects to have further discussions with the owner of North West Zhetybai regarding the final structure of the proposed transaction post the 24 October 2008 General Meeting of shareholders.

LIKELY DEVELOPMENTS AND EXPECTED RESULTS

The Directors will continue investing in oil exploration in the Republic of Kazakhstan.

Further information on likely developments in the operations of the consolidated entity has not been included in this report because at this stage the directors believe it would be likely to result in unreasonable prejudice to the consolidated entity. As Jupiter Energy Limited is listed on the Australian Stock Exchange, it is subject to the continuous disclosure requirements of the ASX Listing Rules which require immediate disclosure to the market of information that is likely to have a material effect on the price or value of Jupiter Energy Limited's securities.

ENVIRONMENTAL REGULATION

The consolidated entity is involved in an ongoing commitment to achieving the standards of environmental performance. The basis of these standards has been set through a combination of both government and industry efforts. In Australia, Commonwealth and State regulations govern the entity's operations and similar mechanisms govern international interests. The consolidated entity strives to comply not only with all government regulations, but also maintain industry standards. This is in line with current trends towards self-regulation in environmental monitoring.

To maintain these high standards a sound environmental management system has been developed. As part of this system, the past year has seen the continuance of an ongoing environmental monitoring programme. Various enquiries have been made of all activities. This monitoring programme will continue to expand as new regulations are implemented and adopted.

MEETINGS OF DIRECTORS

The number of meetings of the Directors held during the year and the number of meetings attended by each director was as follows:

	Board of Directors	
	Attended	Held
Current Directors		
G A Gander	10	10
A R Childs	10	10
E Svanbayev	10	10
Departing Directors		
D Quinlivan	-	-
E Smith	-	-

Committee membership

Due to the small number and geographical spread of the Directors, it was determined that the Board would undertake all of the duties of properly constituted Audit & Compliance and Remuneration Committees.

REMUNERATION REPORT

This remuneration report outlines the director and executive remuneration arrangements of the Company and the Group in accordance with the requirements of the Corporations Act 2001 and its Regulations. For the purposes of this report, key management personnel (KMP) of the Group are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company and the Group, directly or indirectly, including any director (whether executive or otherwise) of the parent company, and includes the five executives in the Parent and the Group receiving the highest remuneration.

For the purposes of this report, the term 'executive' encompasses the chief executive, senior executives, general managers and secretaries of the Parent and the Group.

Details of key management personnel (including the five highest executives of the Company and the Group)

(i) Directors

Geoff Gander	Chairman (Executive)
Erkin Svanbayev	Director (Executive)
Andrew Childs	Director (Non-Executive) – appointed 9 July 2007
David Quinlivan	Director (Non-Executive) – resigned 9 July 2007
Edward Smith	Director (Executive) – resigned 9 July 2007

(ii) Executives

Keith Martens	Technical Consultant
Ole Udsen	Kazakhstan Country Manager
Sergey Sinistin	Business Development
Scott Mison	Chief Financial Officer / Company Secretary

Other than the resignation of David Quinlivan and Edward Smith, there were no other changes of the CEO or KMP after reporting date and before the date the financial report was authorised for issue.

Remuneration Philosophy

The remuneration policy of Jupiter Energy has been designed to align directors and executives objectives with shareholder and business objectives by providing a fixed remuneration component and offering specific long term incentives based on key performance areas affecting the economic entity's financial result. The board of Jupiter Energy believes the remuneration policy to be appropriate in its ability to attract and retain the best executives and directors to run and manage the economic entity, as well as create goal congruence between directors, executives and shareholders.

The board's policy for determining the nature and amount of remuneration for board members and senior executives of the economic entity is as follows:

* The remuneration policy, setting the terms and conditions for the executive directors and other senior executives, was developed by the board after seeking professional advice from independent external consultants. The Company does not have a remuneration committee. The Board is of the opinion that due to the nature and size of the Company, the functions performed by a Remuneration Committee can be adequately handled by the full Board.
* All executives receive a base salary (which is based on factors such as length of service and experience), superannuation, fringe benefits, options and performance incentives.
* The Board reviews executive packages annually by reference to the company's performance, executive performance and comparable information from industry sectors and other listed companies in similar industries.

Executives are entitled to participate in the employees share and option arrangements.

The executive directors and executives receive a superannuation guarantee contribution required by the government which is currently 9%, and do not receive any other retirement benefits.

The remuneration paid to directors and executives is valued at the cost to the company and expensed. Shares given to directors and executives are valued as the difference between the market price of those shares and the amount paid by the director or executive. Options are valued using the Black-Scholes methodology.

Remuneration Structure

In accordance with best practice corporate governance, the structure of non-executive director and senior executive remuneration is separate and distinct.

Non-Executive Director Remuneration

Objective
The Board seeks to set aggregate remuneration at a level which provides the Company with the ability to attract and retain directors of the highest calibre, whilst incurring a cost which is acceptable to shareholders.

Structure
The board policy is to remunerate non-executive directors at market rates for comparable companies for time, commitment and responsibilities. The Board determines payments to the non-executive directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required. The maximum aggregate amount of fees that can be paid to non-executive directors is subject to approval by shareholders at the Annual General Meeting. Total remuneration for all Non-Executive Directors, is not to exceed $170,000 per annum as disclosed in the IPO prospectus dated 23 September 2003. Fees for non-executive directors are not linked to performance of the company. However, to align directors' interests with shareholder interests, the directors are encouraged to hold shares in the company.

The amount of aggregate remuneration sought to be approved by shareholders and the manner in which it is apportioned amongst directors is reviewed annually. The board considers advice from external consultants as well as the fees paid to non-executive directors of comparable companies when undertaking the annual review process.

Each director receives a fee for being a Director of the Company. Directors who are called upon to perform extra services beyond the director’s ordinary duties may be paid additional fees for those services.

Non-executive directors have long been encouraged by the board to hold shares in the Company. It is considered good governance for directors to have a stake in the Company on whose board he or she sits.

Details of remuneration (Audited)

Remuneration of Directors and Executives

2008	Short-term benefits			Post-employment benefits		Share-based payment	
Name	Cash salary and fees $	Cash bonus $	Non-monetary benefits $	Super-annuation $	Retirement benefits $	Options $	Total $
Non-executive directors							
A Childs	55,000	-	-	4,950	-	34,500	94,450
E S Smith	30,000	-	-	2,700	-	-	32,700
D Quinlivan	10,000	-	-	900	-	-	10,900
Sub-total non-executive directors	**95,000**	**-**	**-**	**8,550**	**-**	**34,500**	**138,050**
Executive directors							
G A Gander	240,000	-		21,600	-	69,000	330,600
E Svanbayev	125,978	-	-	-	-	69,000	194,978
Other key management personnel							
O Udsen (Country Manager)	109,167	-	-	-	-	-	109,167
K Martens (Technical Consultant)	177,800	-	-	-	-	122,494	300,294
S Sinistin	34,384						34,384
S Mison (CFO / Company Secretary)	55,000	-	-	-	-	61,247	116,247
Totals	**837,329**	**-**	**-**	**30,150**	**-**	**356,241**	**1,223,720**

2007	Short-term benefits			Post-employment benefits		Share-based payment	
Name	Cash salary and fees	Cash bonus	Non-monetary benefits	Super-annuation	Retirement benefits	Options	Total
Non-executive directors							
E S Smith	50,000	60,000	-	9,900	-	-	119,900
D Quinlivan	30,000	-	-	2,700	-	-	32,700
G Clifford	8,307	-	-	1,242	-	-	9,549
Sub-total non-executive directors	**88,307**	**60,000**	**-**	**13,842**	**-**	**-**	**162,149**
Executive directors							
G A Gander	160,000	100,000	2,345	23,400			285,745
E Svanbayev	-	-	-	-	-	-	-
Other key management personnel							
A Meloncelli	32,462	-	-	-	-	-	32,462
S Mison	4,000	-	-	-	-	-	4,000
	284,769	**160,000**	**2,345**	**37,242**			**484,356**

Service agreements (audited)

Remuneration and other terms of employment for the Executive Chairman been formalised in service agreement. The main provisions of the agreement are set out below.

Geoff Gander, Executive Chairman (Effective – 1 July 2008)

Base Terms

- This agreement if effective from 1 July 2008 and will have a minimum term of 12 months
- Executive Director Fees of $20,000 on a monthly basis plus the current Superannuation Levy of 9%.
- Other payments or incentive arrangements (i.e performance shares) may be agreed between JPR and Geoff Gander from time to time. These payments will be milestone orientated and only determined as the projects within Kazakhstan develop further.

Termination

- If during this relationship, there is a significant change in the nature of the Executive Director role, such that one or both parties no longer have either the capacity or requirement for that role, either party may withdraw this agreement by advising the other party in writing not less than 30 days prior to the date of withdrawal.
- In the event the Company terminate without cause or mutual agreement, a termination fee equivalent to 6 months Executive Fees plus superannuation will be payable.
- In addition, the Company would also pay out any amount outstanding relating to the minimum 12 month contract period.

Share-based compensation (audited)

Options

To date, options have been issued to directors and executives as part of their remuneration packages and have been subject to shareholders approval. These options have not been subjected to performance criteria.

In future, remuneration packages shall be mixed, consisting of fixed remuneration in the form of base salary, superannuation, short term and long term performance "at risk" benefits.

Options issued as part of remuneration for the year ended 30 June 2008

During the year the following options were issued to directors and executives:

Directors	**No. of options**
Geoff Gander	2,000,000
Andrew Childs	1,000,000
Erkin Svanbayev	2,000,000
Executives	
Keith Martens	12,000,000
Ole Udsen	10,000,000
Scott Mison	1,000,000
Sergey Sinistin	10,000,000

Options granted carry no dividend or voting rights. When exercisable, each option is convertible into one ordinary share.

Shares provided on exercise of remuneration options

During the period 5,000,000 options were exercised by Mr Geoff Gander, raising the company $600,000.

INDEMNIFICATION AND INSURANCE OF DIRECTORS AND OFFICERS

The Company has entered into Deeds of Indemnity with the Directors, the Chief Executive Officer and the Company Secretary, indemnifying them against certain liabilities and costs to the extent permitted by law.

The Company has also agreed to pay a premium in respect of a contract insuring the Directors and Officers of the Company. Full details of the cover and premium are not disclosed as the insurance policy prohibits the disclosure.

CORPORATE GOVERNANCE

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of Jupiter Energy Limited adhere to strict principles of corporate governance. The Company's corporate governance statement is included on page 19 of this annual report.

AUDITOR INDEPENDENCE

The directors received the declaration included on page 25 of this annual report from the auditor of Jupiter Energy Limited.

NON-AUDIT SERVICES

The following non-audit services were provided by the Company's auditor, RSM Bird Cameron Partners. The directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act. The nature and scope of the non-audit service provided means that audit independence was not compromised.

There were no other services performed by RSM Bird Cameron during the year.

This report has been made in accordance with a resolution of the Directors.

G A Gander
Director
Perth, Western Australia
30 September 2008

CORPORATE GOVERNANCE STATEMENT

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of Jupiter adhere to strict principles of corporate governance.

The Board of Directors of Jupiter Energy Limited is responsible for the overall corporate governance of the consolidated entity, guiding and monitoring the business and affairs of Jupiter on behalf of the shareholders by whom they are elected and to whom they are accountable.

The Company's corporate governance principles and policies are structured with reference to the Corporate Governance Councils best practice recommendations, which are as follows:

Principle 1. Lay solid foundations for management and oversight

Principle 2. Structure the Board to add value

Principle 3. Promote ethical and responsible decision making

Principle 4. Safeguard integrity in financial reporting

Principle 5. Make timely and balanced disclosures

Principle 6. Respect the rights of shareholders

Principle 7. Recognise and manage risk

Principle 8. Encourage enhanced performance

Principle 9. Remunerate fairly and responsibly

Principle 10. Recognise the legitimate interest of stakeholders.

The Board's Corporate Governance Charter includes procedures for compliance with the ASX Listing Rule continuous disclosure requirements, trading in the Company's securities, the management of risk, and a Code of Conduct. Jupiter's corporate governance practices were in place throughout the year ended 30 June 2008.

BOARD OF DIRECTORS

Role of the Board (1.1)

In general, the Board is responsible for, and has the authority to determine, all matters relating to the policies, practices, management and operations of the Company. It is required to do all things that may be necessary to be done in order to carry out the objectives of the Company.

Without intending to limit this general role of the Board, the principal functions and responsibilities of the Board include the following:

- To set the strategic direction for the Company and monitor progress of those strategies;
- Establish policies appropriate for the Company;
- Monitor the performance of the Company, the Board and management;
- Approve the business plan and work programmes and budgets;
- Authorise and monitor investment and strategic commitments;
- Review and ratify systems for health, safety and environmental management; risk and internal control; codes of conduct and regulatory compliance;
- Report to shareholders, including but not limited to, the Financial Statements of the Company; and
- Take responsibility for corporate governance.

Composition of the Board

To add value to the Company the Board has been formed so that it has effective composition, size and commitment to adequately discharge its responsibilities and duties given its current size and scale of operations.

The names of Directors of the Company in office at the date of this statement are set out in the Directors' Report. Information regarding Directors' experience and responsibilities will be included in the Directors' Report section of the Annual Report **(2.5)**.

The number of Directors is specified in the Constitution of the Company as a minimum of three up to a maximum of ten.

The preferred skills and experiences for a Director of the Company include:

- Exploration and Development;
- Production operations;
- Business Development; and
- Public Company administration.

Chairman of the Board

The Chairman of the Board should be a Non-Executive Director and the Chairman will be elected by the Directors. Mr Geoff Gander, however is an executive chairman and is not independent **(2.2/2.3)**. Given his skills, experience and knowledge of the Company, the board considers that it is appropriate for him to be Chairman.

Independent Directors **(2.1)**

The Board considers that a Director is independent if that Director complies with the following criteria:

- Apart from Director's fees and shareholding, independent Directors should not have any business dealings which could materially affect their independent judgment;
- Must not have been in an Executive capacity in the Company in the last 3 years;
- Must not have been in an advisory capacity to the Company in the last 3 years;
- Must not be a significant customer or supplier for the Company;
- Must not be appointed through a special relationship with a board member;
- Must not owe allegiance to a particular group of shareholders which gives rise to a potential conflict of interest;
- Must not hold conflicting cross Directorships; and
- Must not be a substantial shareholder or a nominee of a substantial shareholder (as defined under section 9 of the Corporations Act).

Using the ASX Best Practice Recommendations on the assessment of the independence of Directors. The Board considers that of a total of three Directors there is only one Director considered to be independent, Mr Andrew Childs.

Mr Geoff Gander is an Executive Chairman of the Company and is not considered to be independent. However, his experience and knowledge of the Company makes his contribution to the Board such that it is appropriate for him to remain on the Board.

Mr Erkin Svanbayev is an Executive Director of the Company and is not considered to be independent. However, his experience, especially within Kazahkstan makes his contribution to the Board such that it is appropriate for him to remain on the Board.

Retirement and Rotation of Directors

Retirement and rotation of Directors are governed by the Corporations Act 2001 and the Constitution of the Company. Each year one third Directors must retire and offer themselves for re-election. Any casual vacancy filled will be subject to shareholder vote at the next Annual General Meeting of the Company.

Independent Professional Advice (2.5)

Each Director has the right to seek independent professional advice at the Company's expense after consultation with the Chairman. Once received the advice is to be made immediately available to all board members.

Access to Employees

Directors have the right of access to any employee. Any employee shall report any breach of corporate governance principles or Company policies to the Executive Director and/or Company Secretary/Financial Controller who shall remedy the breach. If the breach is not rectified to the satisfaction of the employee, they shall have the right to report any breach to an independent Director without further reference to senior managers of the Company.

Insurance

Directors and officers insurance for Directors will be arranged by the Company at Company expense.

Share Ownership

Directors are encouraged to own Company shares.

Board Meetings

The following points identify the frequency of Board Meetings and the extent of reporting from management at the meetings:

- A minimum of four meetings are to be held per year;
- Other meetings will be held as required, meetings can be held by telephone link; and
- Information provided to the Board includes all material information on: operations, budgets, cash flows, funding requirements, shareholder movements, broker activity in the Company's securities, assets and liabilities, disposals, financial accounts, external audits, internal controls, risk assessment, new venture proposals, and health, safety and environmental reports.

The number of Directors' meetings and the number of meetings attended by each of the Directors of the Company during the financial year are set out in the Directors' Report.

Board Performance Review (8.1)

It is the policy of the Board to conduct an evaluation of its performance. The evaluation process was introduced via the Board Charter and was implemented for the year ended 30 June 2008. The objective of this evaluation is to provide best practice governance of the Company.

Other Areas for Board Review

- Reporting to shareholders and the market to ensure trade in the Company's securities takes place in an efficient, competitive and informed market; and
- Insurance, both corporate and joint venture related insurances.

Board Committees

Audit Committee **(4.2)**

The Company does not have an audit committee. The Board is of the opinion that due to the nature and size of the Company, the functions performed by an audit committee can be adequately handled by the full Board.

The CEO (or equivalent) and the CFO (or equivalent) declare in writing to the Board that the Company's financial statements for the year ended 30 June 2008 present a true and fair view, in all material aspects, of the Company's financial condition and operational results and are in accordance with relevant accounting standards. This representation is made by the CEO (or equivalent) and the CFO (or equivalent) prior to the Director's approval of the release of the annual and six monthly accounts. This representation is made after enquiry of, and representation by, appropriate levels of management **(4.1)**.

Jupiter Energy Limited has requested the external auditors to attend the annual general meeting to be available to answer shareholders questions regarding the audit.

Nomination Committee **(2.4)**

The Board of Directors of the Company does not have a nomination committee. The Board is of the opinion that due to the nature and size of the Company, the functions performed by a nomination committee can be adequately handled by the full Board.

Remuneration Committee **(8.1) (9.2) (9.5)**

The Company does not have a remuneration committee. The Board is of the opinion that due to the nature and size of the Company, the functions performed by a remuneration committee can be adequately handled by the full Board.

Remuneration levels for Directors, Secretaries, Senior Executives of the Company, and relevant group Executives of the consolidated entity ("the Directors and Senior Executives") are competitively set to attract and retain appropriately qualified and experienced Directors and Senior Executives.

The remuneration structures explained below are designed to attract suitably qualified candidates, reward the achievement of strategic objectives, and achieve the broader outcome of creation of value for shareholders. The remuneration structures take into account:

- the capability and experience of the directors and senior executives
- the Directors and Senior Executives ability to control the relevant segment/s' performance
- the consolidated entity's performance including:
    - the consolidated entity's earnings
    - the growth in share price and returns on shareholder wealth
- the amount of incentives within each Directors and Senior Executives remuneration

For details of remuneration paid to Directors and officers for the financial year please refer to the Directors' Report on page 15.

Risk Management (7.1)

The risks involved in an oil and gas exploration Company and the specific uncertainties for the Company continue to be regularly monitored and the full Board of the Company meets on an annual basis to formally review such risks. All proposals reviewed by the Board include a consideration of the issues and risks of the proposal.

The potential exposures with running the Company have been managed by the Board and Company Secretary who have significant broad-ranging industry experience, work together as a team and regularly share information on current activities.

Additionally, it is the responsibility of the Board to assess the adequacy of the Company's internal control systems and that its financial affairs comply with applicable laws and regulations and professional practices. The CEO (or equivalent) and the CFO (or equivalent) declare in writing to the Board that the financial reporting risk management and associated compliance controls have been assessed and found to be operating efficiently and effectively. This representation is made by the CEO (or equivalent) and CFO (or equivalent) prior to the Director's approval of the release of the annual and six monthly accounts. This representation is made after enquiry of, and representation by, appropriate levels of management **(4.1) (7.2)**.

PROMOTION OF ETHICAL AND RESPONSIBLE DECISION-MAKING

Code of Conduct **(10.1)**

The goal of establishing the Company as a significant Australian-based petroleum exploration and production Company is underpinned by its core values of honesty, integrity, common sense and respect for people. The Company desires to remain a good corporate citizen and appropriately balance, protect and preserve all stakeholders' interests.

The Board has adopted a Code of Conduct for Directors and employees of the Company. The Company's goal of achieving above average wealth creation for our shareholders should be enhanced by complying with this code of conduct which provides principles to which Directors and employees should be familiar and to which they are expected to adhere and advocate **(3.1)**.

It is the responsibility of the Board to ensure the Company's performance under this Code and for its regular review.

Trading in Company Securities by Directors, officers and employees

Trading of shares is covered by, amongst other things, the Corporations Act and the ASX Listing Rules. The Board has established a Securities Trading Policy that establishes strict guidelines as to when a Director, officer or an employee can deal in Company shares. The policy prohibits trading in the Company's securities whilst the Directors, officer or employee is in the possession of price sensitive information.

For details of shares held by Directors and officers please refer to the Directors' Report on page 5 **(3.2)**.

SHAREHOLDER COMMUNICATION

The Board aims to ensure that shareholders and investors have equal access to the Company's information.

The Company has policies and procedures that are designed to ensure compliance with ASX Listing Rule disclosure requirements and to ensure accountability at a senior management level for that compliance. This disclosure policy includes processes for the identification of matters that may have material effect on the price of the Company's securities, notifying them to the ASX and posting them on the Company's website **(5.1)**.

The Company also has a strategy to promote effective communication with shareholders **(6.1)** and encourage effective participation at general meetings through a policy of open disclosure to shareholders, regulatory authorities and the broader community of all material information with respect to the Company's affairs including, but not limited to:

- Conflicts of interest and related party transactions;
- Executive remuneration;
- The grant of options and details of Share Option Plans;
- The process for performance evaluation of the Board, its committees, individual Directors and key managers;
- The link between remuneration paid to Directors and Executives and corporate performance; and
- Shorter, more comprehensible notices of meetings.

The following information is communicated to shareholders:

- The Annual Report and notices of meetings of shareholders;
- Quarterly reports reviewing the operations, activities and financial position of the Company;
- All documents that are released to the ASX are made available on the Company's website; and
- All other information on the Company's website is updated on an ongoing basis.

RSM Bird Cameron Partners
Chartered Accountants

8 St Georges Terrace Perth WA 6000
GPO Box R1253 Perth WA 6844
T +61 8 9261 9100 F +61 8 9261 9111
www.rsmi.com.au

AUDITOR INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Jupiter Energy Limited for the year ended 30 June 2008, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

(ii) any applicable code of professional conduct in relation to the audit.

RSM Bird Cameron Partners
RSM BIRD CAMERON PARTNERS
Chartered Accountants

J A KOMNINOS
Partner

Perth, WA
Dated: 30 September 2008

INCOME STATEMENT
FOR THE YEAR ENDED 30 JUNE 2008

	Note	Consolidated 2008 $	Consolidated 2007 $	Company 2008 $	Company 2007 $
Continuing operations					
Other revenues	4	397,612	174,456	397,612	173,128
Administration expenses		2,889,369	849,281	1,194,881	849,281
Depreciation expenses		10,782	7,074	5,569	6,635
Loss on disposal of assets	5	-	1,391	-	1,391
Occupancy expenses		36,329	27,669	36,329	27,669
Loan impairment		-	-	1,699,310	-
Total expenses		2,936,480	885,415	2,936,089	884,976
(Loss) from continuing operations before income tax		(2,533,868)	(710,959)	(2,538,477)	(711,848)
Income tax expense	6	-	-	-	-
(Loss) from continuing operations after income tax		(2,533,868)	(710,959)	(2,538,477)	(711,848)
Discontinued operations					
Loss from discontinued operations after income tax	7	-	(3,157,612)	-	(3,156,723)
Net (loss) attributable to members of the parent	5	(2,533,868)	(3,868,571)	(2,538,477)	(3,868,571)
Earnings per share for loss from continuing operations attributable to the ordinary equity holders of the company:					
Basic loss per share (cents)	23	(0.76)	(0.57)		
Earnings per share for loss attributable to the ordinary equity holders of the company:					
Basic loss per share (cents)	23	(0.76)	(3.12)		

The income statements are to be read in conjunction with the notes of the financial statements set out on pages 30 to 59 inclusive.

BALANCE SHEET
AS AT 30 JUNE 2008

	Note	Consolidated 2008 $	Consolidated 2007 $	Company 2008 $	Company 2007 $
ASSETS					
Current Assets					
Cash and cash equivalents	8	6,009,381	7,615,057	5,900,864	7,614,955
Trade and other receivables	9	641,472	17,747	9,504,422	17,747
Other current assets	10	116,175	7,220	1,594	7,220
Total Current Assets		6,767,028	7,640,024	15,406,880	7,639,922
Non Current Assets					
Property, plant and equipment	11	23,733	19,281	13,712	19,281
Mineral exploration expenditure	12	8,629,935	-	-	-
Other financial assets	13	-	-	104	102
Total Non Current Assets		8,653,668	19,281	13,816	19,383
Total Assets		15,420,696	7,659,305	15,420,696	7,659,305
Current Liabilities					
Payables	14	418,784	301,798	418,784	301,798
Provisions	15	-	1,841	-	1,841
Total Current Liabilities		418,784	303,639	418,784	303,639
Total Liabilities		418,784	303,639	418,784	303,639
Net Assets		15,001,912	7,355,666	15,001,912	7,355,666
Equity					
Contributed equity	16	29,715,593	19,887,111	29,715,593	19,887,111
Share based payment reserve	17	476,653	120,412	476,653	120,412
Foreign currency translation reserve	17	(4,609)	-	-	-
Accumulated losses		(15,185,725)	(12,651,857)	(15,190,334)	(12,651,857)
Total Equity		15,001,912	7,355,666	15,001,912	7,355,666

The balance sheets are to be read in conjunction with the notes of the financial statements set out on pages 30 to 59 inclusive.

CASH FLOW STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

	Note	Consolidated		Company	
		2008	2007	2008	2007
		$	$	$	$
Cash flow from operating activities					
Receipts from customers		-	50,806	-	806
Payments to suppliers and employees		(2,581,992)	(925,350)	(777,601)	(926,378)
Interest received		397,612	173,650	397,612	172,322
Interest paid		-	(1,871)	-	(1,871)
Net cash flows (used in) operating activities	28	(2,184,380)	(702,765)	(379,989)	(755,121)
Cash flows from investing activities					
Payment for plant and equipment		(15,234)	(3,938)	-	(3,938)
Proceeds from disposal of exploration tenements		-	50,000	-	-
Payment for exploration costs, tenements development		(6,629,935)	-	-	-
Payment for biodiesel project development		-	(2,513,286)	-	-
Payment for investment in controlled entities				(2)	-
Repayment of loans from controlled entities		-	-	-	50,000
Loans to controlled entities		-	-	(8,562,582)	(2,440,960)
Net Cash flows (used in) investing activities		(6,645,169)	(2,467,224)	(8,562,584	(2,394,898)
Cash flows from financing activities					
Proceeds from issues of shares		7,617,982	9,171,860	7,617,982	9,171,860
Transactions cost from issue of shares		(389,500)	(248,407)	(389,500)	(248,407)
Net cash flows from financing activities		7,228,482	8,923,453	7,228,482	8,923,453
Net increase/(decrease) in cash held		(1,601,067)	5,753,464	(1,714,091)	5,773,434
Effects of exchange rate changes		(4,609)	-	-	-
Cash at beginning of the year		7,615,057	1,861,593	7,614,955	1,841,521
Cash at end of the year	8	6,009,381	7,615,057	5,900,864	7,614,955

The cash flow statements are to be read in conjunction with the notes of the financial statements set out on pages 30 to 59 inclusive.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2008

	Issued capital	*Share Based Payment Reserve*	*Foreign Currency Translation Reserve*	*Accumulated Losses*	*Total*
	$	*$*	*$*	*$*	*$*
CONSOLIDATED					
At 1 July 2006	10,963,658	-	-	(8,783,286)	2,180,372
Loss for the year	-	-	-	(3,868,571)	(3,868,571)
Issue of share capital	8,923,453	-	-	-	8,923,453
Cost of share-based payments	-	120,412	-	-	120,412
At 30 June 2007	19,887,111	120,412	-	(12,651,857)	7,355,666
At 1 July 2007	19,887,111	120,412	-	(12,651,857)	7,355,666
Loss for the year	-	-	-	(2,533,868)	(2,533,868)
Issue of share capital net of capital raising costs	9,728,482	-	-	-	9,728,482
Issue of listed options	100,000	-	-	-	100,000
Cost of share-based payments	-	356,241	-	-	356,241
Translation of foreign subsidiaries	-	-	(4,609)	-	(4,609)
At 30 June 2008	29,715,593	476,653	(4,609)	(15,185,725)	15,001,912
PARENT					
At 1 July 2006	10,963,658	-	-	(8,783,286)	2,180,372
Loss for the year	-	-	-	(3,868,571)	(3,868,571)
Issue of share capital	8,923,453	-	-	-	8,923,453
Cost of share-based payments	-	120,412	-	-	120,412
At 30 June 2007	19,887,111	120,412	-	(12,651,857)	7,355,666
At 1 July 2007	19,887,111	120,412	-	(12,651,857)	7,355,666
Loss for the year	-	-	-	(2,538,477)	(2,538,477)
Issue of share capital net of capital raising costs	9,728,482	-	-	-	9,728,482
Issue of listed options	100,000	-	-	-	100,000
Cost of share-based payments	-	356,241	-	-	356,241
At 30 June 2008	29,715,593	476,653	-	(15,190,334)	15,001,912

The statements of changes in equity are to be read in conjunction with the notes of the financial statements set out on pages 30 to 59 inclusive.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2008

1 CORPORATE INFORMATION

The financial report of Jupiter Limited for the year ended 30 June 2008 was authorised for issue in accordance with a resolution of the directors on 30 September 2008.

Jupiter Limited is a company limited by shares incorporated in Australia whose shares are publicly traded on the Australian stock exchange.

The nature of the operations and principal activities of the Group are described in the Directors Report on page 6.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation

The financial report is a general-purpose financial report, which has been prepared in accordance with the requirements of the *Corporations Act 2001* and Australian Accounting Standards. The financial report has also been prepared on a historical cost basis, except for investment properties, land and buildings, derivative financial instruments and available-for-sale investments, which have been measured at fair value. The carrying values of recognised assets and liabilities that are hedged items in fair value hedges, and are otherwise carried at cost, are adjusted to record changes in the fair values attributable to the risks that are begin hedged. The financial report is presented in Australian dollars.

Australian Accounting Standards include AIFRS. Compliance with AIFRS ensures that the consolidated financial statements and notes of Jupiter Energy Limited comply with International Financial Reporting Standards (IFRS).

(b) Statement of compliance

In the current year, the Group has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (the AASB) and the Urgent Issues Group that are relevant to its operations and effective for annual reporting periods beginning on 1 July 2007. The adoption of these new and revised Standards and Interpretations did not have any effect on the financial position or performance of the Group.

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet effective have not been adopted by the Group for the annual reporting period ending 30 June 2008. These are outlined in the table below.

Reference	Title	Summary	Application date of standard	Impact on Group financial report	Application date for Group
AASB Int. 12 and AASB 2007-2	Service Concession Arrangements and consequential amendments to other Australian Accounting Standards	Clarifies how operators recognise the infrastructure as a financial asset and/or an intangible asset – not as property, plant and equipment.	1 January 2008	Unless the Group enters into service concession arrangements or public-private-partnerships (PPP), the amendments are not expected to have any impact on the Group's financial report.	1 July 2008
AASB Int. 4 (Revised)	Determining whether an Arrangement contains a Lease	The revised Interpretation specifically scopes out arrangements that fall within the scope of AASB Interpretation 12.	1 January 2008	Refer to AASB Int. 12 and AASB 2007-2 above.	1 July 2008

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reference	Title	Summary	Application date of standard	Impact on Group financial report	Application date for Group
AASB Int. 129	Service Concession Arrangements: Disclosures	Requires disclosure of provisions or significant features necessary to assist in assessing the amount, timing and certainty of future cash flows and the nature and extent of the various rights and obligations involved. These disclosures apply to both grantors and operators.	1 January 2008	Refer to AASB Int. 12 and AASB 2007-2 above.	1 July 2008
AASB Int. 13	Customer Loyalty Programmes	Deals with the accounting for customer loyalty programmes, which are used by companies to provide incentives to their customers to buy their products or use their services.	1 July 2008	The Group does not have any customer loyalty programmes and as such this interpretation is not expected to have any impact on the Group's financial report.	1 July 2008
AASB Int. 14	AASB 119 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction	Aims to clarify how to determine in normal circumstances the limit on the asset that an employer's balance sheet may contain in respect of its defined benefit pension plan.	1 January 2008	The Group has a defined benefit pension plan and as such this interpretation may have an impact on the Group's financial report. However, the Group has not yet determined the extent of the impact, if any.	1 July 2008
AASB 2007-9	Amendments to Australian Accounting Standards arising from the Review of AASs 27, 29 and 31	The amendments were issued as a result of the review of AAS 27 Financial Reporting by Local Governments, AAS 29 Financial Reporting by Government Departments and AAS 31 Financial Reporting by Governments and largely relocates these industry-based standards to topic-based standards.	1 July 2008	These amendments are only applicable to the public sector and as such are not expected to have any impact on the Group's financial report.	1 July 2008
AASB 1004 (revised)	Contributions	This standard contains the original requirements on contributions from AASB 1004 as issued in July 2004, as well as the requirements on contributions from AASs 27, 29 and 31 substantively unamended (with some exceptions).	1 July 2008	Refer to AASB 2007-9 above.	1 July 2008

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Reference	Title	Summary	Application date of standard	Impact on Group financial report	Application date for Group
AASB Int. 1038 (Revised)	Contributions by Owners Made to Wholly-Owned Public Sector Entities	This interpretation has been revised as a consequence of revised AASB 1004.	1 July 2008	Refer to AASB 2007-9 above.	1 July 2008
AASB 1049	Whole of Government and General Government Sector Financial Reporting	New standard to address differences between Generally Accepted Accounting Principles (GAAP) and Government Finance Statistics (GFS).	1 July 2008	Refer to AASB 2007-9 above.	1 July 2008
AASB 1050	Administered Items	This standard contains the requirements for the disclosure of administered items from AAS 29, substantively unamended (with some exceptions).	1 July 2008	Refer to AASB 2007-9 above.	1 July 2008
AASB 1051	Land Under Roads	This standard contains the specific transitional requirements relating to land under roads. It applies to general purpose financial reports of local governments, government departments and whole of governments and financial statements of GGSs.	1 July 2008	Refer to AASB 2007-9 above.	1 July 2008
AASB 1052	Disaggregated Disclosures	This standard contains the requirements for the reporting of disaggregated information by local governments from AASs 27 and 29, substantively unamended (with some exceptions).	1 July 2008	Refer to AASB 2007-9 above.	1 July 2008
AASB 8 and AASB 2007-3	Operating Segments and consequential amendments to other Australian Accounting Standards	New standard replacing AASB 114 Segment Reporting, which adopts a management reporting approach to segment reporting.	1 January 2009	AASB 8 is a disclosure standard so will have no direct impact on the amounts included in the Group's financial statements, although it may indirectly impact the level at which goodwill is tested for impairment. In addition, the amendments may have an impact on the Group's segment disclosures.	1 July 2009

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(c) Basis of consolidation

The consolidated financial statements comprise the financial statements of Jupiter Energy Limited and its subsidiaries as at 30 June each year ('the Group').

The financial statements of subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies.

Adjustments are made to bring into line any dissimilar accounting policies that may exist. All intercompany balances and transactions, including unrealised profits arising from intra-group transactions, have been eliminated in full. Unrealised losses are eliminated unless costs cannot be recovered.

Subsidiaries are consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date on which control is transferred out of the Group. Where there is loss of control of a subsidiary, the consolidated financial statements include the results for the part of the reporting period during which Jupiter Energy Limited has control.

(d) Significant accounting estimates and assumptions

The carrying amounts of certain assets and liabilities are often determined based on estimates and assumptions of future events. The key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities within the next annual reporting period are:

Share-based payment transactions

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined using a Black-Scholes model, using the assumptions detailed in note 19.

Exploration and evaluation

The Group's accounting policy for exploration and evaluation is set out in note 1(g). The application of this policy necessarily requires management to make certain estimates and assumptions as to future events and circumstances, in particular the assessment of whether economic quantities of reserves may be found. Any such estimates and assumptions may change as new information becomes available. If, after having capitalised expenditure under the Group's policy, management concludes that the Group is unlikely to recover the expenditure by future exploitation or sale, then the relevant capitalised amount will be written off to the income statement.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(e) Plant and equipment

Plant and equipment is stated at historical cost less accumulated depreciation and any accumulated impairment losses. Such cost includes the cost of replacing parts that are eligible for capitalization when the cost of replacing the part is incurred. Similarly, when each major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement only if it is eligible for capitalisation. All other repairs and maintenance are recognised in profit or loss as incurred.

Depreciation is calculated on a straight-line basis over the estimated useful life of the assets as follows:

Plant and equipment – over 3 to 10 years

The assets' residual values, useful lives and amortization methods are reviews, and adjusted if appropriate, at each financial year end.

Disposal
An item of property, plant and equipment is derecognised upon disposal or when no further future economic benefits are expected from its use or disposal.

Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognised.

(f) Borrowing costs

Borrowing costs are recognised as an expense when incurred.

(g) Exploration and Development Expenditure

Exploration, evaluation and development expenditure incurred is accumulated in respect of each identifiable area of interest. These costs are only carried forward to the extent that they are expected to be recouped through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

Costs of evaluation, seismic and unsuccessful exploration in the area of interest are expressed as incurred even if activities in this area of interest are continuing. Accumulated costs in relation to an abandoned area are written off in full against profit in the year in which the decision to abandon the area is made.

When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves. A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

Costs of site restoration are provided over the life of the facility from when exploration commences and are included in the costs of that stage. Site restoration costs include the dismantling and removal of mining plant, equipment and building structures, waste removal, and rehabilitation of the site in accordance with clauses of the mining permits. Such costs have been determined using estimates of future costs, current legal requirements and technology on an undiscounted basis.

Any changes in the estimates for the costs are accounted on a prospective basis. In determining the costs of site restoration, there is uncertainty regarding the nature and extent of the restoration due to community expectations and future legislation. Accordingly the costs have been determined on the basis that the restoration will be completed within one year of abandoning the site.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(h) Impairment of assets

At each reporting date, the company reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the income statement.

Impairment testing is performed annually for intangible assets with indefinite lives. Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

(i) Trade and other receivables

Trade receivables, which generally have 30-90 day terms, are recognised and carried at original invoice amount less an allowance for any uncollectible amounts.

An estimate for doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written off when identified.

(j) Cash and cash equivalents

Cash and short-term deposits in the balance sheet comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less.

For the purposes of the Cash Flow Statement, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

(k) Trade and other payables

Trade payables and other payables are carried at amortised costs and represent liabilities for goods and services provided to the Group prior to the end of the financial year that are unpaid and arise when the Group becomes obliged to make future payments in respect of the purchase of these goods and services.

(l) Share-based payment transactions

Share-based compensation benefits are provided to directors and executives.

The fair value of options granted to directors and executives is recognised as an employee benefit expense with a corresponding increase in contributed equity. The fair value is measured at grant date and recognised over the period during which the directors and/or executives becomes unconditionally entitled to the options.

The fair value at grant date is independently determined using an option pricing model that takes into account the exercise price, the term of the option, the vesting and performance criteria, the impact of dilution, the non-tradeable nature of the option, the share price at grant date and expected price volatility of the underlying share, the expected divided yield and the risk-free interest rate for the term of the option.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(m) Leases

The determination of whether an arrangement is or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

Group as a lessee

Finance leases, which transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at the inception of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised as an expense in profit or loss.

Capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset and the lease term if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term.

Operating lease payments are recognised as an expense in the income statement on a straight-line basis over the lease term. Lease incentives are recognised in the income statement as an integral part of the total lease expense.

(n) Revenue recognition

Interest revenue is recognised on a time proportionate basis that takes into account the effective yield on the financial asset. All revenue is stated net of the amount of goods and services tax (GST).

Interest

Revenue is recognised as the interest accrues (using the effective interest method, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument) to the net carrying amount of the financial asset.

(o) Income tax

The consolidated entity adopts the liability method of tax-effect accounting whereby the income tax expense is based on the profit from ordinary activities adjusted for any non-assessable or disallowed items.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in the income statement except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the consolidated entity will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(p) Other taxes

Revenues, expenses and assets are recognised net of the amount of GST except:

- where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and

- receivables and payables are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

Cash flows are included in the Cash Flow Statement on a gross basis and the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority are classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

(q) Contributed equity

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(r) Earnings per share

Basic earnings per share is calculated as net profit attributable to members of the parent, adjusted to exclude any costs of servicing equity (other than dividends) and preference share dividends, divided by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted earnings per share is calculated as net profit attributable to members of the parent, adjusted for:
- costs of servicing equity (other than dividends) and preference share dividends;
- the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- other non-discretionary changes in revenues or expenses during the period that would result from the dilution of potential ordinary shares;

divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(s) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Employee leave benefits
(i) Wages, salaries, annual leave and sick leave
Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave expected to be settled within 12 months of the reporting date are recognised in other payables in respect of employees' services up to the reporting date. They are measured at the amounts expected to be paid when the liabilities are settled. Liabilities for non accumulating sick leave are recognised when the leave is taken and are measured at the rates paid or payable.

(ii) Long service leave
The liability for long service leave is recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures, and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currencies that match, as closely as possible, the estimated future cash outflows.

(t) Foreign Currency Transactions and Balances

Functional and presentation currency
The functional currency of each of the controlled entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars which is the parent entity's functional and presentation currency.

Transaction and balances
Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in the income statement, except where deferred in equity as a qualifying cash flow or net investment hedge. Exchange differences arising on the translation of non-monetary items are recognised directly in equity to the extent that the gain or loss is directly recognised in equity, otherwise the exchange difference is recognised in the income statement.

3. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instruments comprise receivables, payables, convertible notes, available for sale investments, cash and short-term deposits.

The Group manages its exposure to key financial risks, including interest rate and currency risk in accordance with the Group's financial risk management policy. The objective of the policy is to support the delivery of the Group's financial targets whilst protecting future financial security.

Risk Exposures and Responses

Interest rate risk

The Group has no exposure to market risk for changes in interest rates as it has no short or long-term debt obligations.

At balance date, the Group had the following mix of financial assets and liabilities exposed to Australian variable interest rate risk that are not designated in cash flow hedges:

	Consolidated		Company	
	2008	2007	2008	2007
	$	$	$	$
Financial Assets				
Cash and cash equivalents	6,009,381	7,615,057	5,900,864	7,614,955
Net exposure	6,009,381	7,615,057	5,900,864	7,614,955

The following table summarises the sensitivity of the fair value of the financial instruments held at balance date, if interest rates had moved, with all other variables held constant, post tax profit and equity would have been affected as follows:

	Consolidated		Company	
Post – tax gain / (loss)	2008	2007	2008	2007
	$	$	$	$
+ 1%	98,169		97,083	
-1%	(98,169)		(97,083)	

Foreign currency risk
The Group has transactional currency exposures. Such exposure arises from sales or purchases by an operating entity in currencies other than the functional currency.

At balance date, the Group had the following exposure to Singapore Dollars (SGD) foreign currency that is not designated in cash flow hedges:

	Consolidated		Company	
	2008	2007	2008	2007
	$	$	$	$
Financial Assets				
Cash and cash equivalents	108,414	-	-	-
Net exposure	108,414	-	-	-

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

The following table summarises the sensitivity of financial instruments held at balance date to movement in the exchange rate of the Australian dollar to the Singapore dollar, with all other variables held constant. The 5% sensitivity is based on reasonably possible changes, over a financial year, using the observed range of actual historical rates for the preceding 5 periods.

	Consolidated		Company	
Post – tax gain / (loss)	**2008**	**2007**	**2008**	**2007**
	$	**$**	**$**	**$**
+5%	5,700	-	-	-
-5%	(5,157)	-	-	-

At balance date, the Group had the following exposure to United States Dollars (USD) foreign currency that is not designated in cash flow hedges:

	Consolidated		Company	
	2008	**2007**	**2008**	**2007**
	$	**$**	**$**	**$**
Financial Assets				
Trade and other receivables	-	-	6,873,356	-
	-	-		-
Net exposure	-	-	6,873,356	-

The following table summarises the sensitivity of financial instruments held at balance date to movement in the exchange rate of the Australian dollar to the US dollar, with all other variables held constant. The 5% sensitivity is based on reasonably possible changes, over a financial year, using the observed range of actual historical rates for the preceding 5 periods.

	Consolidated		Company	
Post – tax gain / (loss)	**2008**	**2007**	**2008**	**2007**
	$	**$**	**$**	**$**
+5%	321,923	-	-	-
-5%	(291,264)	-	-	-

Credit risk

Credit risk represents the loss that would be recognised if counterparties fail to perform as contracted.

Part of the Group's receivables balances are represented by GST input tax credits, which are received on a quarterly basis, and deposits held in trust in respect of leases for office premises.

With respect to credit risk arising from the financial assets of the Group, which comprise cash and cash equivalents and available-for-sale financial assets, the Group's exposure to credit risk arises from default of the counter party, with a maximum exposure equal to the carrying amount of these instruments.

There are no significant concentrations of credit risk within the Group.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

	Consolidated 2008 $	Consolidated 2007 $	Company 2008 $	Company 2007 $
NOTE 4. REVENUE				
Revenue from continuing operations				
Interest Received	397,612	173,650	397,612	172,322
Other Income	-	806	-	806
	397,612	174,456	397,612	173,128
Revenue from discontinued operations				
Interest Received	-	-	-	-
Other Income	-	50,000	-	-
	-	50,000	-	-

NOTE 5. OPERATING (LOSS)
Operating (loss) before income tax includes the following specific net gains and expenses:

	Consolidated 2008 $	Consolidated 2007 $	Company 2008 $	Company 2007 $
Net gains (loss)				
Net gain/(loss) on disposal of fixed assets	-	1,391	-	1,391
Share based payments	356,241	120,412	356,241	120,412

NOTE 6. TAXATION
Prima facie income tax on operating (loss) is reconciled to the income tax benefit provided in the financial statements as follows:

	Consolidated 2008 $	Consolidated 2007 $	Company 2008 $	Company 2007 $
Prima facie income tax benefit on operating (loss) at 30% (2006:30%)	(761,728)	(1,160,571)	(743,690)	(1,160,571)
Non deductible expenditure:				
- Loan impairment non-controlled entity	-	402,780	-	402,780
- Exploration expenditure written off	-	-	-	-
- Share Based payments	106,872	36,123	106,872	36,123
Deductible expenditure				
- Capital raising costs	-	-	-	-
Temporary differences and tax losses not bought to account as a deferred tax asset	654,856	721,667	636,818	721,667
Income tax expense	-	-	-	-

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

	Consolidated		Company	
	2008	2007	2008	2007
	$	$	$	$

NOTE 6. TAXATION (Continued)

Deferred tax asset calculated at 30% (2007:30%) not taken to account:
The potential deferred tax asset, arising from tax losses and temporary differences (as disclosed above) has not been recognised as an asset because recovery of tax losses and temporary differences is not considered probable.

Income tax losses	3,992,759	3,127,368	3,974,906	3,127,368
Temporary differences	419,685	430,372	419,685	430,372
	4,412,443	3,557,740	4,394,591	3,557,740

The potential deferred tax asset will only be realised if:

(a) The relevant Company derives future assessable income of a nature and an amount sufficient to enable the asset to be realised, or the asset can be utilised by another Company in the consolidated entity in accordance with Division 170 of the Income Tax Assessment Act 1997;

(b) The relevant Company and/or consolidated entity continues to comply with the conditions for deductibility imposed by the Law; and

(c) No changes in tax legislation adversely affect the relevant Company and/or consolidated entity in realising the asset.

NOTE 7. DISCONTINUED OPERATIONS

In January 2007 the board decided to cease the biodiesel project based in Malaysia and look for new business opportunities. In May 2007 the Company sold 100% of the issued capital of Jupiter Biofuels Sdn Bhd.

In March 2007 the board decided to cease oil and gas exploration on PEP 163 and PEP 164 in Victoria

These segments were not discontinued operations or classified as held for sale as at 30 June 2006 and the comparative income statement has been re-presented to show the discontinued operation separately from continuing operations.

Financial performance and cash flow information

The results of the discontinued operations for the year until disposal are presented below:

	Consolidated		Company	
	2008	2007	2008	2007
	$	$	$	$
Results of discontinued operation				
Revenue	-	50,000	-	
Expenses	-	(3,207,613)	-	(3,156,723)
Results from operating activities	-	(3,157,613)	-	(3,156,723)
The net cash flows from the discontinuing operations which has been incorporated into the cash flow statement are as follows:				
Net cash inflow/(outflow) from operating activities	-	(211,367)	-	(261,367)
Net cash inflow/(outflow) from investing activities	-	(2,463,287)	-	(2,440,960)
Net cash inflow/(outflow) from financing activities	-	-	-	-
Net cash (used) by the discontinuing operations	-	(2,674,654)	-	(2,702,327)

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

	Consolidated		Company	
	2008 $	2007 $	2008 $	2007 $

NOTE 8. CASH ASSETS

	2008 $	2007 $	2008 $	2007 $
Cash at bank and in hand	5,924,775	3,251,677	5,816,259	3,251,575
Short-term deposits	84,605	4,363,380	84,605	4,363,380
	6,009,380	7,615,057	5,900,864	7,614,955

The bank accounts are at call and pay interest at a weighted average interest rate of 5.68% at 30 June 2008 (2007: 5.68%)

NOTE 9. RECEIVABLES

	2008 $	2007 $	2008 $	2007 $
Other debtors	641,472	17,747	41,150	17,747
Loans to key management personnel	-	-	600,000	-
Loan to controlled entities	-	-	15,264,770	4,652,188
Less provision for impairment	-	-	(6,401,498)	(4,652,188)
	641,472	17,747	9,504,422	17,747

Further information relating to loans to key management personnel is set out in note 18.

NOTE 10. OTHER CURRENT ASSETS

	2008 $	2007 $	2008 $	2007 $
Rental bond	173	7,220	173	7,220
Prepayment	116,002	-	1,421	-
	116,175	7,220	1,594	7,220

NOTE 11. PLANT AND EQUIPMENT

	2008 $	2007 $	2008 $	2007 $
Plant and equipment	118,760	103,526	103,526	103,526
Accumulated depreciation	(95,027)	(84,245)	(89,814)	(84,245)
	23,733	19,281	13,712	19,281

Movements during the Year
Plant and Equipment

	2008 $	2007 $	2008 $	2007 $
Carrying amount at beginning of year	19,281	25,362	19,281	23,386
Additions	15,234	3,937	-	3,937
Disposals	-	(1,391)	-	(1,391)
Disposal of controlled entity	-	(1,538)	-	-
Depreciation	(10,782)	(7,089)	(5,569)	(6,651)
Carrying amount at end of year	23,733	19,281	13,712	19,281

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

	Consolidated		Company	
	2008	2007	2008	2007
	$	$	$	$
NOTE 12. MINERAL EXPLORATION & EVALUATIONEXPENDITURE				
(i) MINERAL EXPLORATION				
Exploration expenditure carried forward in respect of areas of interest in:				
Exploration (Block 31)	8,629,935	-	-	-
Movements in mineral exploration and evaluation expenditure during the year				
Balance at beginning of year	-	50,000	-	-
Expenditure incurred during the year	8,629,935	-	-	-
Disposal of tenement	-	(50,000)	-	
Balance at end of year	8,629,935	-	-	-
NOTE 13. OTHER FINANCIAL ASSETS				
Shares in controlled entities at cost	-	-	104	102
	-	-	104	102

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

	Consolidated		Company	
	2008	2007	2008	2007
	$	$	$	$
NOTE 14. PAYABLES				
Trade creditors	102,532	216,281	102,532	216,281
Accrued expenses	313,102	82,400	313,102	82,400
Other payables	3,150	3,117	3,150	3,117
	418,784	301,798	418,784	301,798
NOTE 15. PROVISIONS				
Annual leave entitlements	-	1,841	-	1,841
	-	1,841	-	1,841
NOTE 16. CONTRIBUTED EQUITY				
Issued Capital				
Ordinary shares	29,431,395	19,702,913	29,431,395	19,702,913
Share options	284,198	184,198	284,198	184,198
	29,715,593	19,887,111	29,715,593	19,887,111

(a) Movements in ordinary share capital:	Number of Shares	$
Balance 30 June 2006	81,250,523	10,879,459
Share Placement	31,662,000	3,957,750
Exercise of Options - 31st Oct 2006	11,666	2,334
Exercise of Options - 31st Dec 2006	4,937,200	394,976
Share Placement - $0.04 – April 2007	17,500,000	700,000
Exercise of Options	26,000	2,080
Exercise of Options	176,000	14,080
Exercise of Options	8,000	640
Share Placement - $0.04 – June 2007	100,000,000	4,000,000
Capital raising expenses		(248,406)
Balance 30 June 2007	235,571,389	19,702,913
Exercise of options	224,800	17,982
Share Placement - $0.075 – May 2008	100,000,000	7,500,000
Capital raising expenses		(389,500)
Exercise of options	5,000,000	600,000
Issue of shares – Zher Munai	16,000,000	2,000,000
Balance 30 June 2008	**356,796,189**	**29,431,395**

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

NOTE 16. CONTRIBUTED EQUITY (continued)

	Number of Options	$
(b) Movements in options		
Balance 30 June 2006	29,005,604	84,198
Issue of Options – 30 June 2008	3,250,000	-
Issue of Options – 31 Dec 2008	6,332,400	-
Exercise of Options - 31 Oct 2006	(11,666)	-
Exercise of Options - 31 Dec 2006	(4,937,200)	-
Lapsing of Options - 31 Oct 2006	(22,326,338)	-
Exercise of Options	(26,000)	-
Exercise of Options	(176,000)	-
Exercise of Options	(8,000)	-
Issue of Options – 30 June 2010	100,000,000	100,000
Issue of Options – 30 June 2010	100,000,000	-
Balance 30 June 2007	211,102,800	184,198
Issue of Options – 30 June 2010	100,000,000	100,000
Exercise of options	(224,800)	-
Issue of options – 30 June 2011	30,000,000	-
Exercise of options	(5,000,000)	-
Balance 30 June 2008	335,878,000	284,198

Terms and conditions

Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at shareholders' meetings.

Terms and conditions of 30 June 2008 unlisted options exercisable at 12 cents:

a) each Option entitles the holder, when exercised, to one (1) Share;

b) the Options may be exercisable at any time on or before 30 June 2008;

c) the exercise price of the Options is $0.12;

d) all the shares issued upon exercise of the Options will rank pari passu in all respects with the Company's then issued Shares. The Options will be unlisted. No quotation will be sought from the ASX for the Options.

e) Subject to the Corporations Act, the Constitution and the ASX Listing Rules, the Options are fully transferable. The options do not expire upon Geoff Gander ceasing to be a Director of the Company.

f) The Options are exercisable by delivering to the registered office of the Company a notice in writing stating the intention of the Option holder to exercise a specified number of Options, accompanied by an Option certificate, if applicable, and a cheque made payable to the Company for the subscription monies due, subject to the funds being duly cleared funds. The exercise of only a portion of the Options held does not affect the holder's right to exercise the balance of any Options remaining.

g) There are no participating rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of Options to Shareholders during the currency of the Options. However, the Company will ensure that for the purpose of determining entitlements to any issue, that the Option holder will be notified of the proposed issue at least seven (7) Business Days before the record date. This will give Option holders the opportunity to exercise the Options prior to the date for determining entitlements to participate in any such issue.

h) In the event of any reconstruction (including consolidation, subdivision, reduction or return of capital) of the issued capital of the Company prior to the expiry date of the Options, all rights of the Option holder will be varied in accordance with the ASX Listing Rules (if applicable).

i) In the event of the Company makes a pro rata issue of securities, the exercise price of the Options will change in accordance with the formula set out in ASX Listing Rule 6.22.2 (if applicable).

j) In the event of the Company makes a bonus issue of securities, the number of Options will change in accordance with ASX Listing Rule 6.22.3 (if applicable)

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

NOTE 16. CONTRIBUTED EQUITY (continued)

Terms and conditions of 31 December 2008 unlisted options exercisable at 8 cents:

a) each Option entitles the holder, when exercised, to one (1) Share;

b) the Options may be exercisable at any time on or before 31 December 2008;

c) the exercise price of the Options is $0.08;

d) all the shares issued upon exercise of the Options will rank pari passu in all respects with the Company's then issued Shares. The Options will be unlisted. No quotation will be sought from the ASX for the Options.

e) Subject to the Corporations Act, the Constitution and the ASX Listing Rules, the Options are fully transferable.

f) The Options are exercisable by delivering to the registered office of the Company a notice in writing stating the intention of the Option holder to exercise a specified number of Options, accompanied by an Option certificate, if applicable, and a cheque made payable to the Company for the subscription monies due, subject to the funds being duly cleared funds. The exercise of only a portion of the Options held does not affect the holder's right to exercise the balance of any Options remaining.

g) There are no participating rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of Options to Shareholders during the currency of the Options. However, the Company will ensure that for the purpose of determining entitlements to any issue, that the Option holder will be notified of the proposed issue at least seven (7) Business Days before the record date. This will give Option holders the opportunity to exercise the Options prior to the date for determining entitlements to participate in any such issue.

h) In the event of any reconstruction (including consolidation, subdivision, reduction or return of capital) of the issued capital of the Company prior to the expiry date of the Options, all rights of the Option holder will be varied in accordance with the ASX Listing Rules (if applicable).

i) In the event of the Company makes a pro rata issue of securities, the exercise price of the Options will change in accordance with the formula set out in ASX Listing Rule 6.22.2 (if applicable).

j) In the event of the Company makes a bonus issue of securities, the number of Options will change in accordance with ASX Listing Rule 6.22.3 (if applicable)

Terms and conditions of 30 June 2010 listed options exercisable at 8 cents:

a) each Option entitles the holder, when exercised, to one (1) Share;

b) the Options may be exercisable at any time on or before 31 June 2010;

c) the exercise price of the Options is $0.08;

d) all the shares issued upon exercise of the Options will rank pari passu in all respects with the Company's then issued Shares. The Options will be listed on the ASX under the code JPROA.

e) Subject to the Corporations Act, the Constitution and the ASX Listing Rules, the Options are fully transferable.

f) The Options are exercisable by delivering to the registered office of the Company a notice in writing stating the intention of the Option holder to exercise a specified number of Options, accompanied by an Option certificate, if applicable, and a cheque made payable to the Company for the subscription monies due, subject to the funds being duly cleared funds. The exercise of only a portion of the Options held does not affect the holder's right to exercise the balance of any Options remaining.

g) There are no participating rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of Options to Shareholders during the currency of the Options. However, the Company will ensure that for the purpose of determining entitlements to any issue, that the Option holder will be notified of the proposed issue at least seven (7) Business Days before the record date. This will give Option holders the opportunity to exercise the Options prior to the date for determining entitlements to participate in any such issue.

h) In the event of any reconstruction (including consolidation, subdivision, reduction or return of capital) of the issued capital of the Company prior to the expiry date of the Options, all rights of the Option holder will be varied in accordance with the ASX Listing Rules (if applicable).

i) In the event of the Company makes a pro rata issue of securities, the exercise price of the Options will change in accordance with the formula set out in ASX Listing Rule 6.22.2 (if applicable).

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

NOTE 16. CONTRIBUTED EQUITY (continued)

j) In the event of the Company makes a bonus issue of securities, the number of Options will change in accordance with ASX Listing Rule 6.22.3 (if applicable)

Terms and conditions of 31 December 2012 unlisted options exercisable at 20 cents:

a) each Option entitles the holder, when exercised, to one (1) Share;

b) the Options may be exercisable at any time on or before 31 December 2012;

c) the exercise price of the Options is $0.20;

d) all the shares issued upon exercise of the Options will rank pari passu in all respects with the Company's then issued Shares. The Options will be unlisted. No quotation will be sought from the ASX for the Options.

e) Subject to the Corporations Act, the Constitution and the ASX Listing Rules, the Options are fully transferable.

f) The Options are exercisable by delivering to the registered office of the Company a notice in writing stating the intention of the Option holder to exercise a specified number of Options, accompanied by an Option certificate, if applicable, and a cheque made payable to the Company for the subscription monies due, subject to the funds being duly cleared funds. The exercise of only a portion of the Options held does not affect the holder's right to exercise the balance of any Options remaining.

g) There are no participating rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of Options to Shareholders during the currency of the Options. However, the Company will ensure that for the purpose of determining entitlements to any issue, that the Option holder will be notified of the proposed issue at least seven (7) Business Days before the record date. This will give Option holders the opportunity to exercise the Options prior to the date for determining entitlements to participate in any such issue.

h) In the event of any reconstruction (including consolidation, subdivision, reduction or return of capital) of the issued capital of the Company prior to the expiry date of the Options, all rights of the Option holder will be varied in accordance with the ASX Listing Rules (if applicable).

i) In the event of the Company makes a pro rata issue of securities, the exercise price of the Options will change in accordance with the formula set out in ASX Listing Rule 6.22.2 (if applicable).

j) In the event of the Company makes a bonus issue of securities, the number of Options will change in accordance with ASX Listing Rule 6.22.3 (if applicable)

Capital risk management

When managing capital, management's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. Management also aims to maintain a capital structure that ensures the lowest cost of capital available to the entity.

In order to maintain or adjust the capital structure, the entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, enter into joint ventures or sell assets.

The entity does not have a defined share buy-back plan.

No dividends were paid in 2008 and no dividends are expected to be paid in 2009.

The Company is not subject to any externally imposed capital requirements.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

NOTE 17. RESERVES

	CONSOLIDATED			PARENT		
	Foreign currency translation reserve $	*Employee equity benefits reserve $*	*Total $*	*Foreign currency translation reserve $*	*Employee equity benefits reserve $*	*Total $*
At 30 June 2007	-	120,412	120,412	-	120,412	120,412
Share based payment	-	356,241	356,241	-	356,241	356,241
Foreign currency translation	4,609	-	4,609	-	-	4,609
At 30 June 2008	4,609	476,653	481,262	-	476,653	481,262

Nature and purpose of reserves

Foreign currency translation reserve

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries.

Employee equity benefits reserve

The employee share option plan reserve is used to record the value of equity benefits provided to eligible employees as part of their remuneration. Refer to note 19 for further details of this plan.

NOTE 18. KEY MANAGEMENT PERSONNEL

This note is to be read in conjunction with the Remuneration Report, which is included in the Directors Report on pages 14 to 17.

(b) Key management personnel compensation

	Consolidated		Company	
	2008 $	2007 $	2008 $	2007 $
Short-term employee benefits	837,329	447,114	837,329	447,114
Post-employment benefits	30,150	37,242	30,150	37,242
Termination benefits	-	-	-	-
Share-based payments	356,241	-	356,241	-
	1,223,720	484,356	1,223,720	484,356

Loans to key management personnel

On 30 June 2008, Jupiter Energy Limited provided a loan to Mr Gander of $600,000 to exercise 5,000,000 shares at an exercise price of $0.12. The loan was interest free. The $600,000 was repaid by Mr Gander on 17 September 2008.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

NOTE 18. KEY MANAGEMENT PERSONNEL (continued)

Share holdings
The number of shares in the Company held during the financial year by each Director and executive of Jupiter Energy Limited including their personally-related entities, are set out below.

	Balance 01-Jul-07	*Granted as Remuneration*	*On Exercise of Options*	*Net Change Other*	*Balance 30-June-08*
Directors					
G A Gander	3,500,000	-	5,000,000	1,000,000	9,500,000
A R Childs (appointed 9 July 2008)	-	-	-	5,200,000	5,200,000
E Svanbayev	-	-	-	-	-
Executives					
Ole Udsen	-	-	-	-	-
Keith Martens	-	-	-	248,171	248,171
Sergey Sinistin	-	-	-	-	-
Scott Mison	-	-	-	735,000	735,000

Option Holdings
The number of options in the Company held during the financial year by each Director of Jupiter Energy Limited and each of the specified Executives of the consolidated entity, including their personally-related entities, are set out below.

	Balance at beg of period 01-Jul-07	*Granted as Remune-ration*	*Options Exercised*	*Net Change Other #*	*Balance at end of period 30-Jun-08*	*Not Vested & Not Exercisable*	*Vested & Exercisable*
(i) Listed Options							
Directors							
G A Gander	-	-	-	-	-	-	-
A R Childs (appointed 9 July 2008)	-	-	-	5,000,000	5,000,000	-	5,000,000
E Svanbayev	-	-	-	10,000,000	10,000,000	-	10,000,000
Executives							
Ole Udsen	-	-	-	-	-	-	-
Keith Martens	-	-	-	-	-	-	-
Sergey Sinistin	-	-	-	-	-	-	-
Scott Mison	-	-	-	620,000	620,000	-	620,000
(ii) Unlisted Options							
Directors							
G A Gander	5,000,000	2,000,000	(5,000,000)	-	2,000,000	-	2,000,000
A R Childs (appointed 9 July 2008)	-	1,000,000	-	-	1,000,000	-	1,000,000
E Svanbayev	-	2,000,000	-	-	2,000,000	-	2,000,000
Executives							
Ole Udsen	-	10,000,000	-	-	10,000,000	10,000,000	-
Keith Martens	-	12,000,000	-	-	12,000,000	11,333,334	666,666
Sergey Sinistin	-	10,000,000	-	-	10,000,000	10,000,000	-
Scott Mison	-	1,000,000	-	-	1,000,000	666,666	333,333

**NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008**

Service Agreements
Refer to page 16 of the Remuneration Report for details of service agreements with the Directors.

NOTE 19. SHARE BASED PAYMENTS

Employee share option plan

Included under expenses in the income statement is $356,241(2007: $120,412), and relates, in full, to equity-settled share-based payment transactions.

The Jupiter Energy Employee Share Option Plan was established whereby Jupiter Energy Limited may, at the discretion of the Jupiter Energy Limited Board, grant options over unissued shares of Jupiter Energy Limited to directors, executives, employees and consultants of the consolidated entity. The options are issued for nil consideration, will not be quoted on the ASX, cannot be transferred and are granted at the discretion of the Jupiter Energy Board. The options are issued for a term of five years. Options issued under the ESOP vest immediately.

The Employee Share Option Plan was approved by shareholders at the November 2007 Annual General Meeting.

The fair value of the options are estimated at the date of grant using the Binomial option pricing model. The following table gives the assumptions made in determining the fair value of the options granted in the year to 30 June 2008.

	Director options 1 Dec 07	*ESOP 1 Dec 07*	*Options 12 June 2008*
Dividend yield (%)	-		
Expected volatility (%)	150.00	150.00	150.00
Risk-free interest rate (%)	6.25	6.25	6.25
Expected life of option (years)	1.00	5.00	3.00
Share price at grant date ($)	0.105	0.105	0.095

The expected life of the options is based on historical data and is not necessarily indicative of exercise patterns that may occur.

The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may also not necessarily be the actual outcome.

No other features of options granted were incorporated into the measurement of fair value.

During the year ended 30 June 2008, 5,000,000 options were exercised over ordinary shares (2007: Nil).

The weighted average fair value of options granted during the period was $0.0345 (2007:$0.086)

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

The following table illustrates the number (No.) and weighted average exercise prices (WAEP) of share options issued under the ESOP.

	2008		2007	
	Number of Options	Weighted Average Exercise $	Number of Options	Weighted Average Exercise $
Outstanding at the beginning of the year	3,250,000	-	-	-
Granted	38,000,000	0.20	3,250,000	0.12
Forfeited	-	-	-	-
Exercised	-	-	-	-
Expired	(3,250,000)	-	-	-
Outstanding at year end	38,000,000	0.20	3,250,000	0.12
Exercisable at year end	6,000,000	0.20	3,250,000	0.12

Share issued to Zher Munai

During the year, as part of the acquisition of Block 31, Zher Munai received 16,000,000 shares at an issue price of $0.125, giving a value of $2,000,000. This amount has been capitalised in Mineral exploration expenditure.

NOTE 20. RELATED PARTY TRANSACTIONS

Wholly Owned/Controlled Group

The wholly owned/controlled group consists of Jupiter Energy Limited and its controlled entities. Ownership interests in these controlled entities are set out in Note 26.

Transactions between Jupiter Energy Limited and other entities in the wholly owned/controlled group during the years ended 30 June 2008 and 2007 consisted of:

a) Loans for the associated cash calls in the controlled entities by Jupiter Energy Limited; and
b) Working capital provided by Jupiter Energy Limited to controlled entities.

Aggregate amounts in the determination of loss from ordinary activities before income tax that resulted from transactions with entities in the wholly-owned group:

	Consolidated		Company	
	2008 $	2007 $	2008 $	2007 $
Loan to controlled entities	-	-	15,264,770	4,652,188
Less provision for non recovery	-	-	(6,401,498)	(4,652,188)
	-	-	8,863,272	-

NOTE 21. COMMITMENTS FOR EXPENDITURE

Operating Lease Commitments

Non cancellable operating lease commitments contracted for (but not capitalised in the accounts) that are payable:				
- not later than one year	-	12,541	-	12,541
- later than one year but not later than five years	-	-	-	-
	-	12,541	-	12,541

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

NOTE 22. AUDITORS RENUMERATION

Amounts received or due and receivable by RSM Bird Cameron Partners:				
- auditing or reviewing the financial report	30,000	26,000	30,000	26,000
- other services	-	53,000	-	53,000
	30,000	79,000	30,000	79,000

NOTE 23. EARNINGS PER SHARE

	Consolidated	
	2008	2007
Weighted average number of ordinary shares outstanding during the year used in the calculation of basic earnings per share	335,819,541	123,822,136

Diluted earnings per share have not been disclosed as it is the same as the basic earnings per share.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2007

NOTE 24. FINANCIAL INSTRUMENTS

(a) Credit Risk Exposure
The credit risk on financial assets of the Company which have been recognised on the balance sheet position is generally the carrying amount, net of any provisions for doubtful debts.

(b) Interest Rate Risk Exposure
The Company's exposure to interest rate risk and the effective weighted average interest rate for each class of financial assets and financial liabilities is set out on the next page.

Exposures arise predominantly from assets and liabilities bearing variable interest rates as the Company intends to hold fixed rate assets and liabilities to maturity.

2008

		Fixed Interest Maturing In:				
	Floating interest rate $	**1 year or Less $**	**over 1 to 5 years $**	**more than 5 years $**	**Non Interest Bearing $**	**Total $**
Financial Assets						
Cash	6,009,381	-	-	-	-	6,009,381
Receivables	-	-	-	-	641,472	641,472
Bonds	173	-	-	-	-	173
	6,009,554	-	-	-	641,472	6,651,026
Weighted average interest rate	6.00%	-	-	-	-	-
Financial Liabilities						
Payables	-	-	-	-	418,784	418,784
Provisions	-	-	-	-	-	-
	-	-	-	-	418,784	418,784
Weighted average interest rate	-	-	-	-	-	-

2007

		Fixed Interest Maturing In:				
	Floating interest rate $	**1 year or Less $**	**over 1 to 5 years $**	**more than 5 years $**	**Non Interest Bearing $**	**Total $**
Financial Assets						
Cash	7,615,057	-	-	-	-	7,615,057
Receivables	-	-	-	-	17,747	17,747
Bonds	7,220	-	-	-	-	7,220
	7,622,277	-	-	-	17,747	7,640,027
Weighted average interest rate	5.91%	-	-	-	-	-
Financial Liabilities						
Payables	-	-	-	-	301,798	301,798
Provisions	-	-	-	-	-	-
	-	-	-	-	301,798	301,798
Weighted average interest rate	-	-	-	-	-	-

(c) Net Fair Value of Financial Assets and Liabilities
The net fair value of the financial assets and liabilities are the same as their carrying amount.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

NOTE 25. SEGMENT REPORTING

Business Segments

The consolidated entity during the year only had the one business segment:

- Oil and gas exploration in Kazakhstan.

2008	Discontinued operations		Continuing Operations	Consolidated
	Biodiesel	Oil & Gas (Australia)	Oil & Gas (Kazakhstan)	Total
	$	$	$	$
Revenue	-	-	397,612	397,612
Profit / (loss)	-	-	(2,533,868)	(2,533,868)
Assets	-	-	15,420,696	15,420,696
Liabilities	-	-	418,784	418,784
Other				
Depreciation and amortisation	-	-	10,782	10,782
Other non-cash segment expenses	-	-	(356,241)	(356,241)

2007	Discontinued operations	Continuing Operations		Consolidated
	Biodiesel	Oil & Gas (Australia)	Oil & Gas (Kazakhstan)	Total
	$	$	$	$
Revenue	50,000	-	174,456	224,456
Profit / (loss)	(3,157,612)	-	(710,959)	(3,868,571)
Assets	-	-	7,659,305	7,659,305
Liabilities	-	-	303,639	303,639
Other				
Depreciation and amortisation	-	-	7,074	7,074
Other non-cash segment expenses	(2,946,247)	-	-	(2,946,247)

Geographical segments
The economic entity's business segment is located in Kazakhstan.

Secondary Reporting – Geographical Segments

	Carrying Amount Of Segment Assets		Contribution To Net Profit (loss)	
	2008	2007	2008	2007
	$	$	$	$
Geographical Location				
Australia	6,679,211	7,659,304	(941,337)	(590,547)
Kazakhstan	8,629,935	-	(1,508,079)	-
Singapore	111,550	-	(84,452)	-
Malaysia	-	-	-	(3,278,024)
	15,420,696	7,659,304	(2,533,868)	(3,868,571)

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

NOTE 26. INVESTMENT IN CONTROLLED ENTITIES

	Country of incorporation	Equity Holding 2008	2007
		%	%
Name of Entity			
Jupiter Energy (Victoria) Pty Ltd	Australia	100	100
Jupiter Biofuels Pty Ltd	Australia	100	100
Jupiter Energy (Kazakhstan) Pty Ltd	Australia	100	100
Jupiter Energy Pte. Ltd	Singapore	100	-
Jupiter Energy (NWZ) Pte. Ltd	Singapore	100	-

Jupiter Energy Pte. Ltd was incorporated on 13 December 2007

Jupiter Energy (NWZ) Pte. Ltd was incorporated on 20 June 2008.

NOTE 27. CONTINGENT LIABILITIES AND ASSETS

During the year, the Company entered into an agreement to seek an extension to Block 31and to obtain an additional area of 25 square kilometres that is situated between Block 31 and the existing North West Zhetybai oil field. This new area, known internally as Block 32, has been identified as a result of reviews by the Company of historic Soviet 2D seismic data which the Company believes indicate that Block 32 has similar characteristics to the Akkar North oil field which is located on the northern boundary of Block 31.

The Company entered into the agreement with the vendors of Block 31 and a success fee of $US 3.5m will be payable once the extension has been granted and all government approvals received by JPR. Timing on this approval is somewhat dependent on government processes but it is expected to be finalized during the 4th quarter of 2008.

NOTE 28. RECONCILIATION OF OPERATING (LOSS) AFTER INCOME TAX TO NET CASH (USED IN) OPERATING ACTIVITIES

	Consolidated 2008	Consolidated 2007	Company 2008	Company 2007
	$	$	$	$
Operating (loss) after income tax:	(2,533,868)	(3,868,571)	(2,538,477)	(3,868,571)
Add/(less) non cash items:				
Depreciation	10,782	7,074	5,569	6,635
Share based payments	356,241	120,412	356,241	120,412
Loss on disposal of assets	-	1,391	-	1,391
Impairment of loan to controlled entity	-	-	1,699,310	2,774,943
Impairment of biodiesel project	-	2,825,835	-	-
Changes in assets and liabilities:				
(Increase)/decrease in receivables	(23,725)	(5,360)	(23,403)	(5,360)
(Increase)/decrease in other current assets	(108,955)	25,000	5,626	25,000
(Decrease)/increase in payables	116,986	189,614	116,986	188,588
Increase/(decrease) in provisions	(1,841)	1,841	(1,841)	1,841
	(2,184,380)	(702,765)	(379,989)	(755,121)

For the purposes of the cash flow statement, cash includes cash on hand, at banks, and money market investments readily convertible to cash on hand, net of outstanding bank overdrafts.

Non-cash financing and investing activities

As disclosed in Note 12, during the year the Group acquired mineral exploration tenements for $8,629,935. The consideration included $2,000,000 non-cash share based payment.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

NOTE 29. EVENTS OCCURING AFTER THE BALANCE SHEET DATE

Significant changes in the state of affairs of the consolidated entity during the financial year and the period to the date of this report were as follows:

1. On 15 July 2008 the Company announced that it had agreed indicative terms with Macquarie Bank Limited (MBL) whereby MBL would provide JPR with up to $50m in debt to support the NWZ transaction as well as future acquisitions by JPR in Kazakhstan.

   Initially MBL will provide a $A20m debt facility to support the proposed acquisition by JPR of a 50% interest in NWZ. Of the $A20m, an initial tranche of $A6m will be immediately made available to assist in funding the acquisition of 50% of NWZ and a further $A6m will be advanced to fund JPR's share of a 12 month working program on the NWZ field. A further $A8m will then be made available on the successful completion of the NWZ working program.

   Material terms of MBL's Indicative Terms Sheet:

   The material terms of the indicative Terms Sheet signed with MBL are as follows:

   - The immediate draw down will be $A6m that will be used, in conjunction with the planned equity raising of $A20m, to fund the acquisition of 50% of NWZ;
   - A further $A6m will be advanced to fund JPR's share of the agreed 12 month working program on NWZ;
   - A further $8m will be advanced on the successful completion of the 12 month working program;
   - A further $A30m will also be available to JPR to assist in the further development of NWZ and/or to assist in further acquisitions of oilfields in Kazakhstan; and
   - The facility is subject to MBL completing technical and financial due diligence on the transaction and JPR completing its planned equity raising of $A20m.

2. On 12 August 2008, the Company announced that it agreed to terms to purchase 100% of NWZ.

   The material terms of the revised MOU are as follows:

   - The purchase price for 100% of the NWZ field will be capped at $US50,000,000;
   - An initial payment of $US28,000,000 will be made to the owners of the field;
   - JPR will commit to a 1 year work program to further develop the field and prove up its 1P reserves;
   - The objective of the work program will be to drill two development wells as well as fund the re-entry and completion of existing wells on the NWZ field. The results of this activity will be used to obtain an independent assessment of the proven (1P) reserves of the field;
   - Once the reserves are independently confirmed, JPR will make a final payment of up to $US22,000,000 to the current owners. This payment will be broken into two components;
   - If the 1P reserves are over 4.5 mmbbls a payment of $US11,000,000 will be made. A second payment of up to a maximum of $US11,000,000 will also be paid on the basis of $US2,000,000 per 1P of confirmed reserves over 4.5 mmbbls. A table giving a range of examples of the total price to be paid under different 1P scenarios is outlined in Appendix 1 of this announcement; and
   - The transaction is subject to due diligence, JPR shareholder approval and JPR completing the required debt/equity package to enable the transaction to proceed.

NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2008

3. On 1 September 2008, the company announced that it had renegotiated terms to the NWZ oil field previously announced on 12 August 2008.

   The material terms of the revised MOU are as follows:

   - An initial payment of $US12,000,000 will be made to the owners of the field;
   - A second payment of $US5,000,000 will be made on or before 31 December 2008;
   - JPR will commit to a 1 year work program to further develop the field and prove up its 1P reserves;
   - The objective of the work program will be to drill two development wells as well as fund the re-entry and completion of existing wells on the NWZ field. The results of this activity will be used to obtain an independent assessment of the proven (1P) reserves of the field;
   - Once the reserves are independently confirmed, JPR will make a final payment to the vendor which will be calculated by multiplying the proven 1P reserves of the field by $US5 per barrel and deducting the $US17m already paid to the vendor;
   - If the 1P reserves are less than 4.5 mmbbls no further payment will be made. A table giving a range of examples of the total price to be paid under different 1P scenarios is outlined in Appendix 1 of this announcement;
   - The transaction is subject to due diligence, JPR shareholder approval and JPR completing the required debt/equity package to enable the transaction to proceed.

Directors' Declaration

In the opinion of the Directors of Jupiter Energy Limited:

1. the financial statements and notes are in accordance with the *Corporations Act 2001*, including:

   (a) giving a true and fair view of the financial position of the Company and consolidated entity as at 30 June 2008 and of their performance, as represented by the results of their operations and their cash flows, for the year ended on that date; and

   (b) complying with Australian Accounting Standards and the Corporations Regulations 2001; and

2. there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

3. the Directors have been given the declarations required by Section 295A of *Corporations Act 2001* from the Chairman, and the Company Secretary for the financial year ended 30 June 2008.

On behalf of the Board

Geoff Gander
Executive Chairman

Perth, 30 September 2008

RSM! Bird Cameron Partners
Chartered Accountants

8 St Georges Terrace Perth WA 6000
GPO Box R1253 Perth WA 6844
T +61 8 9261 9100 **F** +61 8 9261 9101
www.rsmi.com.au

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

JUPITER ENERGY LIMITED

Report on the Financial Report

We have audited the accompanying financial report of Jupiter Energy Limited ("the company"), which comprises the balance sheet as at 30 June 2008, and the income statement, statement of changes in equity and cash flow statement for the year ended on that date, a summary of significant accounting policies, other explanatory notes and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the year's end or from time to time during the financial year.

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation and fair presentation of the financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001*. This responsibility includes establishing and maintaining internal control relevant to the preparation and fair presentation of the financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances. In Note 2(a), the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that compliance with the Australian equivalents to International Financial Reporting Standards ensures that the financial report, comprising the financial statements and notes, complies with International Financial Reporting Standards.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*.

Auditor's Opinion

In our opinion:

(a) the financial report of Jupiter Energy Limited is in accordance with the *Corporations Act 2001*, including:

   (i) giving a true and fair view of the company's and consolidated entity's financial position as at 30 June 2008 and of their performance for the year ended on that date; and

   (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and

(b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 2(a).

Report on the Remuneration Report

We have audited the Remuneration Report included in pages 14 to 17 of the directors' report for the financial year ended 30 June 2008. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's Opinion

In our opinion the Remuneration Report of Jupiter Energy Limited for the financial year ended 30 June 2008 complies with section 300A of the *Corporations Act 2001*.

RSM Bird Cameron Partners
RSM BIRD CAMERON PARTNERS
Chartered Accountants

Perth, WA
Dated: 30 September 2008

J A KOMNINOS
Partner

ASX ADDITIONAL INFORMATION

Additional information required by the Australian Stock Exchange Ltd Listing Rules and not disclosed elsewhere in this report is as follows.

SHAREHOLDINGS (as at 31 August 2008)

Substantial shareholders

The number of shares held by substantial shareholders and their associates are set out below:

	Ordinary Shares	%
Merrill Lynch (Australia) Nominees Pty Ltd <Berndale A/C>	31,250,000	8.76
CS Forth Nominees Pty Ltd	27,663,700	7.75

Voting Rights

Each shareholder is entitled to receive notice of and attend and vote at general meetings of the Company. At a general meeting, every shareholder present in person or by proxy, representative or attorney will have one vote on a show of hands and on a poll, one vote for each share held.

DISTRIBUTION OF EQUITY SECURITY HOLDINGS

Category	Ordinary Shares	Options
1 – 1,000	29	-
1,001 – 5,000	86	1
5,001 – 10,000	199	7
10,001 – 100,000	990	101
100,001 and over	405	183
Total	**1,709**	**292**

The number of shareholders holding less than a marketable parcel of ordinary shares is 164.

On-market buy back

There is no current on-market buy back.

Securities on Issue

The number of shares and options issued by the Company are set out below:

Category	Number
Ordinary Shares	356,860,189
Listed Options - $0.08 expire 30 June 2010	300,000,000
Unlisted Options - $0.20 expire 31 December 2008	5,000,000
Unlisted Options - $0.08 expire 31 December 2008	2,668,000
Unlisted Options - $0.08 expire 30 June 2011	30,000,000
Unlisted Options - $0.20 31 December 2012	3,000,000

TWENTY LARGEST SHAREHOLDERS

Name of Holder	No. of Ordinary Shares Held	% of Issued Capital
MERRILL LYNCH (AUSTRALIA) NOMINEES PTY LTD <BERNDALE A/C>	31,250,000	19.28
CS FOURTH NOMINEES PTY LTD	27,663,700	3.33
BISCRA HOLDINGS LTD	16,000,000	2.76
MR STEVEN JAMES KAPPELLE	12,500,000	1.80
NEFCO NOMINEES PTY LTD	7,004,092	1.65
KAPIRI HOLDINGS PTY LTD	6,776,667	1.59
VITORIA PTY LTD	6,500,000	1.48
MR ANDREW ROSS CHILDS	5,200,000	1.40
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	5,068,000	1.17
MR CHRIS WELLS + MRS JO WELLS <C&J WELLS SUPER A/C>	5,000,000	1.06
CITICORP NOMINEES PTY LIMITED	4,823,457	1.00
PERIZIA PROPERTIES PTY LTD	4,500,000	0.89
CAPERANGE INVESTMENTS PTY LTD	4,250,000	0.87
CAPERANGE INVESTMENTS PTY LTD <SOUTHBANK EQUITY S/F A/C>	3,750,000	0.87
MR GUISEPPE JOHN MARANO + MRS CHESIA MARANO <GJ MARANO S/F A/C>	3,605,463	0.85
COCO IMPORT/EXPORT PTY LTD	3,300,000	0.85
BLACKMORT NOMINEES PTY LTD	3,073,615	0.83
MR GEOFFREY ANTHONY GANDER <THE GANDER SUPER A/C>	3,000,000	0.82
MR JOSE PAREDES LEVISTE	2,950,000	0.80
DYAMOND DEVELOPMENTS PTY LTD	2,600,000	0.64
Total	158,814,994	44.49%

TWENTY LARGEST LISTED OPTION HOLDERS

Name of Holder	No. of Ordinary Options Held	% of Issued Capital
MERRILL LYNCH (AUSTRALIA) NOMINEES PTY LTD <BERNDALE A/C>	109,550,000	36.52
BARQUE INVESTMENTS PTY LTD	7,625,000	6.68
MR GERRY WELLS	12,000,000	4.00
KAPIRI HOLDINGS PTY LTD	10,312,000	3.44
MRYERKIN SVAUBAYE	10,000,000	3.33
MR JO PATOIR	6,951,667	2.32
CAPERANGE INVESTMENTS PTY LTD <SOUTHBANK EQUITY S/F A/C>	5,000,000	1.67
MR ANDREW ROSS CHILDS	5,000,000	1.67
PERIZIA PROPERTIES PTY LTD	5,000,000	1.67
MR CHRIS WELLS + MRS JO WELLS <C&J WELLS SUPER A/C>	5,000,000	1.67
NEFCO NOMINEES PTY LTD	4,650,000	1.55
CAPERANGE INVESTMENTS PTY LTD	4,450,000	1.48
CAPERANGE INVESTMENTS PTY LTD <SOUTHBANK EQUITY S/F A/C>	3,450,000	1.15
MR GRAEME CLATWORTHY	3,333,333	1.11
CHRISTOPHER WELLS	3,333,333	1.11
COCO IMPORT/EXPORT PTY LTD	3,300,000	1.10
WESTROCK INVESTMENTS PTY LTD	3,235,000	1.08
MR ANTHONY ALEXANDER ANDERSON <SUPER FUND A/C>	2,050,000	0.68
PERIZIA INVESTMENTS PTY LTD	2,006,900	0.67
BLUFFPOINT CORPORATION PTY LTD <A L RIGOLL FAMILY A/C>	2,000,000	0.67
Total	220,655,567	73.57%

Jupiter Energy Limited

Phone: + 61 8 9322 8222
Fax: + 61 8 9322 8244
www.jupiterenergy.com.au