JUPITER ENERGY LIMITED

ABN 65 084 918 481

NOTICE OF ANNUAL GENERAL MEETING

AND

EXPLANATORY STATEMENT

AND

PROXY FORM

For the Annual General Meeting to be held on
Monday, 21 November 2005 at 5 pm (WST) at
The Celtic Club
48 Ord Street, West Perth
Western Australia

CONTENTS PAGE

This is an important document. Please read it carefully.

If you are unable to attend the Annual General Meeting, please complete the form of proxy enclosed and return it in accordance with the instructions set out on that form.

If you have any questions regarding the matters set out in this Document, please contact the Company Secretary, Mr Andrew Meloncelli on (08) 9214 2550, your stockbroker or other professional adviser.

TIME AND PLACE OF MEETING AND HOW TO VOTE

Venue

The Annual General Meeting of the shareholders of Jupiter Energy Limited will be held at:

The Celtic Club
48 Ord Street
West Perth, Western Australia

Commencing at
5 pm (WST)
on Monday, 21 November 2005

How to Vote

You may vote by attending the meeting in person, by proxy or authorised representative.

Voting in Person

To vote in person, attend the meeting on the date and at the place set out above. The meeting will commence at 5 pm (WST).

Voting by Proxy

To vote by proxy, please complete and sign the proxy form enclosed with this Notice of Annual General Meeting as soon as possible and either:

- Send the proxy by facsimile to the Company on facsimile number (08) 9214 2511 (International: + 61 8 9214 2511) or to Computershare Investor Services Pty Ltd on facsimile number (08) 9323 2033 (International: + 61 8 9323 2033);

- Deliver the proxy to the registered office of the Company at 104 Colin Street, West Perth, Western Australia 6005 or Computershare Investor Services Pty Ltd at Level 2, 45 St George's Terrace, Perth, Western Australia 6000;

- Mail the proxy to the Company at PO Box 1617, West Perth, Western Australia 6872 or Computershare Investor Services Pty Ltd at GPO Box D182, Perth, Western Australia 6840 (reply paid envelope).

So that it is received not later than 5 pm (WST) on Saturday, 19 November 2005 (48 hours prior to commencement of the meeting).

Your proxy form is enclosed.

JUPITER ENERGY LIMITED

ABN 65 084 918 481

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the Annual General Meeting of shareholders of Jupiter Energy Limited will be held at The Celtic Club, 48 Ord Street, West Perth, Western Australia at 5 pm (WST) on Monday, 21 November 2005.

AGENDA

BUSINESS

Consideration of Reports
To receive and consider the Financial Report, Directors' Report and the Independent Audit Report of Jupiter Energy Limited for the Financial Year ended 30 June 2005.

Resolution 1 – Re-Appointment of Mr Geoff Gander as a Director
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

*"That, **Mr Geoff Gander** having been appointed as an additional director of the Company on 27 January 2005 and being eligible for re-election, be reappointed as a director of the Company."*

Resolution 2 – Re-Appointment of Mr David Quinlivan as a Director
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

*"That, **Mr David Quinlivan** having been appointed as an additional director of the Company on 4 March 2005 and being eligible for re-election, be reappointed as a director of the Company."*

Resolution 3 – Re-Appointment of Mr Eddie Smith as a Director
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

*"That, **Mr Eddie Smith** retires by rotation in accordance with the Constitution and, being eligible for re-election, be reappointed as a director of the Company."*

Resolution 4 – Approval of Issue of Securities – Options
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution:**

"That, for the purposes of Rule 10.11 of the Listing Rules of the Australian Stock Exchange Limited and section 208 of the Corporations Act 2001 and for all other purposes, the shareholders of the Company hereby approve and authorise the Directors to issue (within 1 month to Geoff Gander or nominee) of up to 5,000,000 unlisted options in accordance with the terms and conditions set out in Appendix A of this Notice."

Voting Exclusion Statement:
The Company will disregard any votes cast by Geoff Gander and any person who is to receive securities in the Company if that resolution is passed and any associate of those persons.

However, the Company need not disregard a vote if it is cast by:

a) a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or

b) a person chairing the meeting as proxy for a person whom is entitled to vote in accordance with a direction on the proxy form to vote as the proxy decides.

Resolution 5 – Appointment of New Auditor

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

*"That the firm **RSM Bird Cameron Partners**, which has consented in writing to act as auditor of the Company, be appointed as the auditor of the Company."*

Resolution 6 – Adoption of Remuneration Report

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

"That, for the purposes of Section 250R(2) of the Corporations Act and for all other purposes, approval is given to the adoption of the Remuneration Report as contained in the Annual Financial Report for the year ended 30 June 2005."

Short Explanation: The vote on this resolution is advisory only and does not bind the Directors or the Company.

EXPLANATORY STATEMENT

The Explanatory Statement, which accompanies and forms part of this Notice, describes the Business to be considered at the Annual General Meeting. The Explanatory Statement is an important document and should be read carefully in full by all shareholders.

DEFINITIONS

Terms used in this Notice have the meanings set out in section 4 of the Explanatory Statement.

NOTES

1. A shareholder of the Company entitled to attend and vote is entitled to appoint not more than two proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the shareholder's voting rights. If the shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half of the votes. A proxy need not be a shareholder of the Company.

2. Where a voting exclusion applies, the Company need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote in accordance with the directions on the proxy form or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

3. The proposed Chairman of the meeting intends to vote undirected proxies in favour of the six resolutions.

4. For the determination of voting entitlements, the Directors have set a snapshot date to determine the identity of those entitled to attend and vote at the Meeting. The snapshot date is 5 pm (WST) on Saturday, 19 November 2005 (48 hours prior to commencement of the meeting).

5. A proxy form is attached. If required it should be completed, signed and returned to the Company's registered office or Computershare Investor Services Pty Ltd in accordance with the proxy instructions on that form.

By Order of the Board

A L Meloncelli
Company Secretary

Date: 12 October 2005

EXPLANATORY STATEMENT

This Explanatory Statement and all attachments are important documents. They should be read carefully.

If you have any questions regarding the matters set out in this Explanatory Statement or the preceding Notice, please contact your stockbroker or other professional adviser.

GENERAL INFORMATION

This Explanatory Statement has been prepared for the shareholders of the Company in connection with the Annual General Meeting of the Company to be held on Monday, 21 November 2005 at 5 pm (WST).

The purpose of this Explanatory Statement is to provide shareholders with information that the Board believes to be material to shareholders in deciding whether or not to approve the resolution detailed in the Notice.

Financial Statements

The Corporations Act requires that the Financial Report, Directors' Report and the Independent Audit Report be laid before the Annual General Meeting. In addition the Company's Constitution provides for such Reports and Statements to be received and considered at the meeting. Neither the Corporations Act nor the Company's Constitution requires a vote of shareholders at the Annual General Meeting on such Reports or Statements, however shareholders will be given ample opportunity to raise questions with respect to these Reports and Statements at the meeting.

1. THE RESOLUTIONS

1.1 Resolution 1 – Re-appointment of Mr Geoff Gander as a Director

Section 201H(3) of the Corporations Act states that the Directors may at any time appoint any other qualified person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors. Any director appointed since the last meeting of shareholders must have their appointment confirmed at the next meeting of shareholders.

Geoff Gander – Non-Executive Director

Mr Gander graduated from the University of Western Australia in 1984 where he completed a Bachelor of Commerce Degree. Over the past 20 years, Mr Gander has held various senior management roles in technology companies including Sales and Regional Marketing Manager at IBM Australia and General Manager of the Global Electronic Payments and ASX listed Company, Intellect Holdings Limited.

Mr Gander now works as an industry consultant to a range of private and public companies. In addition to his Non-Executive Director role at Jupiter Energy Limited, Geoff sits on the Boards of the ASX listed Virtualplus Holdings Limited, Acuity Investment Management Limited, Novacoat Holdings Limited and Entek Energy Limited as well as the privately held companies Buyshop Limited and Highway1 (Australia) Pty Limited. Mr Gander was appointed as a Director on 27 January 2005.

1.2 Resolution 2 – Re-appointment of Mr David Quinlivan as a Director

Section 201H(3) of the Corporations Act states that the Directors may at any time appoint any other qualified person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors. Any director appointed since the last meeting of shareholders must have their appointment confirmed at the next meeting of shareholders.

David Quinlivan – Non-Executive Director

Mr Quinlivan is a Fellow of the Australasian Institute of Mining and Metallurgy (FAIMM), is a Chartered Professional Mining Engineer (CPMin) and holds a First Class Mine Managers (WA) Certificate. Mr Quinlivan's appointment brings a substantial wealth of mining feasibility and project management experience to the Company at a key time in the Company's development. Mr Quinlivan is also a Director of Avoca Resources Limited, Altona Resources Limited and Churchill Mining plc. Mr Quinlivan was appointed as a Director on 4 March 2005.

1.3 Resolution 3 – Re-appointment of Mr Eddie Smith as Director

Mr Eddie Smith retires by rotation in accordance with the Constitution and, being eligible for re-election, be reappointed as a director of the Company.

Eddie Smith – Non-Executive Chairman

Mr Smith was appointed as a Non-Executive Chairman of Jupiter Energy Limited on 27 January 2005. Mr Smith is a Perth based investor with investments in resource type companies, he takes an active note in his investments including Directorships. His past Directorships have included companies with activities not only in Australia but in the Middle East, Europe and Indonesia.

Mr Smith's present Directorships include Australian Worldwide Exploration Ltd (AWE) and Non-Executive Chairman of Impress Ventures Limited (ITC) and Carpathian Resources Ltd (CPN), prior to joining AWE's Board Mr Smith was Chairman of Omega Oil NL, AWE made a friendly takeover of Omega Oil NL in late 1999, AWE is an ASX 200 Company with a market capitalisation in excess of $700 million. Mr Smith was also previously a Director of Lion Energy Limited.

1.4 Resolution 4 – Approval of Issue of Securities – Options

Resolution 4 seeks the approval, pursuant to Listing Rule 10.11 and section 208 of the Corporations Act 2001 the issue within 1 month after the date of this meeting of up to 5,000,000 unlisted options in accordance with the terms and conditions set out in Appendix A of this Notice to Geoff Gander (or nominee).

Legal and Regulatory Matters

Geoff Gander is a related party of the Company within the definition of that term in Part 2E of the Corporations Act.

Listing Rule 10.11 prohibits the issue of options to a related party of the Company without Shareholder approval. Section 208 of the Corporations Act also prohibits, subject to specified exceptions, a Company giving a financial benefit to a related party of the Company without Shareholder approval. The proposed issue of options to Geoff Gander (or nominee) may represent the giving of a financial benefit to a related party for the purposes of Chapter 2E of the Corporations Act.

As the exemptions in Chapter 2E of the Corporations Act may not apply, approval of the possible issue of options Geoff Gander (or nominee), is required from the Company's Shareholders pursuant to Listing Rule 10.11 and Section 208 of the Corporations Act.

As shareholder approval is being sought under Listing Rule 10.11, shareholder approval under Listing Rule 7.1 is not required.

The following information is provided in compliance with the related party provisions of Chapter 2E of the Corporations Act 2001 and Listing Rule 10.13:

(a) The maximum number of options that may be issued pursuant to Resolution 4 is 5,000,000;

(b) The options will be issued on a date within one month from the date of this meeting or at such a later date approved by the ASX;

(c) The optionholder is Geoff Gander (or nominee);

(d) No funds are being raised for the proposed issue of options;

(e) The terms and conditions of the options are set out in Annexure A of this notice;

(f) A voting exclusion statement has been included in the notice;

(g) Geoff Gander has an interest in the outcome of Resolution 4 and declines to make a recommendation to members with respect to Resolution 4. Each of the other directors who do not have an interest in Resolution 4 recommends Resolution 4;

(h) As Geoff Gander was appointed as a director on 27 January 2005, $10,900 in directors remuneration was payable to Geoff Gander for the year ended 30 June 2005. Geoff Gander has been paid or is payable directors remuneration since 30 June 2005 to the date of this notice, totalling $9,810;

(i) The existing shareholding of Geoff Gander and his associates in the Company is 832,693 (1.31% of issued capital). The issued capital of the company as at of the date of this notice is:

    i. 60,903,882 fully paid ordinary shares – listed
    ii. 2,508,641 fully paid ordinary shares – unquoted
    iii. 16,338,004 listed 20 cents Options – expiry date 31 October 2006
    iv. 6,000,000 unlisted 20 cents Options – expiry date 31 October 2006

    If the options (pursuant to Resolution 4) were issued immediately after the meeting. The issued capital would then be:

    i. 60,903,882 fully paid ordinary shares – listed
    ii. 2,508,641 fully paid ordinary shares – unquoted
    iii. 16,338,004 listed 20 cents Options – expiry date 31 October 2006
    iv. 6,000,000 unlisted 20 cents Options – expiry date 31 October 2006
    v. 5,000,000 unlisted 12 cents Options – expiry date 30 June 2008

(j) The trading history of the Shares is detailed in Appendix B;

(k) The market price of shares would normally determine whether Geoff Gander could exercise the options. If the options are exercised at a price lower than the price at which Shares are trading on the ASX, there may be a perceived cost to the Company;

(l) The options will be issued free as consideration for performance of work, both previously done and to be done in the future, by the Related Parties for the Company and to secure the ongoing commitment of the Related Parties to the continued growth of the Company. The Board considers that the granting of the options to the Related Parties constitutes valid consideration for work performed for the Company. The total value of the options is $5,000 based on the valuation outlined in section 2 of this Explanatory Statement. The Company apportions 30% to past work and 70% to work due to be completed by the Related Parties into the future. The Company acknowledges that the grant of options to a Non-Executive Director is contrary to recommendation 9.3 of the ASX Good Corporate Governance and Best Practice Recommendations. However the Board considers the grant of the options to Geoff Gander reasonable in the circumstances, given the necessity to attract the highest calibre of professionals to the Company, whilst conserving the Company's cash reserves;

(m) The amount of options to be issued to Geoff Gander is considered fair and reasonable by the independent directors of the Company after consulting with various financial advisors, market participants and the comparison of remuneration packages to Directors of similar ASX listed companies with respect to industry and market capitalisation;

(n) Members should read all relevant sections of this Explanatory Statement in full and decide whether to vote in favour or otherwise for this resolution; and

(o) Other than the information provided above and otherwise set out in this Notice, the Company believes that there is no other information that would be reasonably required by Shareholders to pass this Resolution.

1.5 Resolution 5 – Appointment of New Auditor

Resolution 5 seeks the approval of RSM Bird Cameron Partners as the auditor of the Company.

The Company's current auditor, Mr Smith of PKF, has given notice to the Board of his intention to resign as auditor of the Company, pursuant to sub-section 329(5) of the Corporations Act 2001.

Sub-section 329(5) of the Corporations Act 2001 provides that an auditor of a company may, by giving notice in writing, resign as auditor of the company if:

(a) the auditor has, by notice in writing given to the Australian Securities and Investments Commission, applied for consent to the resignation; and

(b) the consent of the ASIC has been given.

Mr Smith will apply to the ASIC for its consent to his resignation as auditor of the Company. The application for consent lodged with ASIC by Mr Smith, will indicate that he wishes his resignation to take effect on the date of the Company's Annual General Meeting.

Resolution 5 to appoint a new auditor of the Company will only be put forward if the consent of ASIC to Mr Smith's resignation has been given at the time of the Annual General Meeting.

Appointment of new auditor

If prior to the time of the Annual General Meeting, ASIC gives its consent to the resignation of Mr Smith as the Company's auditor, his resignation will take effect from the date of the Annual General Meeting. Upon Mr Smith's resignation, it will be necessary for the Company to appoint a new Company auditor pursuant to sub-section 327(3) paragraph (b) of the Corporations Act 2001. Paragraph (b) of sub-section 327(3) provides that a company shall at each annual general meeting, if there is a vacancy in the office of auditor of the company, appoint a person or firm to fill the vacancy.

Elcos Pty Ltd, a substantial shareholder of the Company, has nominated the firm RSM Bird Cameron Partners as auditor of the Company, pursuant to sub-section 328(1) of the Corporations Act 2001. RSM Bird Cameron Partners is eligible and has consented to being appointed auditor of the Company as required by sub-section 327(7) of the Corporations Act 2001. Pursuant to sub-section 328(3) of the Corporations Act 2001, the written notice nominating RSM Bird Cameron Partners as auditor is attached to this Explanatory Statement as Annexure C.

The Board recommends unanimously the appointment of the firm RSM Bird Cameron Partners as the auditor of the Company.

1.6 Resolution 6 – Adoption of Remuneration Report

For financial years beginning on or after 1 July 2004, at a listed Company's Annual General Meeting, a resolution that the Remuneration Report be adopted must be put to the Shareholders. The vote on this Resolution 6 is advisory only and does not bind the Directors or the Company.

2. Valuation of the options

The options have been valued by RSM Bird Cameron Corporate Pty Ltd using the Black and Scholes Pricing Model and based upon the following assumptions:

(a) the options expire on 30 June 2008 and are exercisable at $0.12 each;

(b) a common volatility factor of 50% (based on the volatility factors of comparable companies due to the Company not having traded for a sufficient period to determine an appropriate volatility factor);

(c) an interest rate of 5.28% (being the risk free interest rate on government bonds with a similar maturity as the options);

(d) the valuations ascribed to the options may not necessarily represent the market price of the options at the date of the valuation; and

(e) the valuation date for the options is 1 October 2005.

Based on the above, the options have been valued at $0.001 each.

3. Directors Recommendations

The Directors of the Company believe that all Resolutions are in the best interests of the Company and the Directors unanimously recommend all of the proposed resolutions (except where a Director has an interest in the Resolution).

4. Glossary

Annual General Meeting or **Meeting** means the annual general meeting convened by the Notice.

ASIC means Australian Securities and Investment Commission.

ASX means Australian Stock Exchange Limited.

ASX Listing Rules or **Listing Rules** means the Listing Rules of ASX.

Board means the board of directors of the Company.

Constitution means the Company's constitution (as amended).

Corporations Act means the Corporations Act 2001 (Cth).

Directors means the current Directors of the Company.

Explanatory Statement means the Explanatory Statement to the Notice.

JPR or **Company** means Jupiter Energy Limited (ABN 64 084 918 481).

Notice means the notice of annual general meeting accompanying this Explanatory Statement.

Secretary means the current Company Secretary of the Company.

Share means a fully paid ordinary share in the capital of the Company.

WST means Western Standard Time.

Appendix A

Terms and Conditions of Unlisted Options (pursuant to Resolution 4):

a) Each Option entitles the holder to one (1) fully paid ordinary share in the capital of the Company.

b) Options are exercisable before 5.00pm (WST) on 30 June 2008 (Expiry Date).

c) The Option exercise price is 12 cents each.

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 being a Director 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 books closing 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).

Appendix B

Trading History of Jupiter Energy Limited (ASX Code: JPR):

Jupiter Energy Limited was formally known as Westcoast Mining Limited (ASX Code: WML) until 31 May 2005.

Date	Open	High	Low	Close	Volume
12-Oct-2005	0.0340	0.0360	0.0340	0.0360	150,000
11-Oct-2005	0.0330	0.0330	0.0330	0.0330	50,000
10-Oct-2005	0.0330	0.0330	0.0330	0.0330	0
07-Oct-2005	0.0330	0.0330	0.0330	0.0330	0
06-Oct-2005	0.0340	0.0340	0.0330	0.0330	150,000
05-Oct-2005	0.0350	0.0350	0.0350	0.0350	0
04-Oct-2005	0.0360	0.0360	0.0350	0.0350	212,666
03-Oct-2005	0.0350	0.0350	0.0350	0.0350	10,667
30-Sep-2005	0.0360	0.0360	0.0360	0.0360	0
29-Sep-2005	0.0360	0.0360	0.0360	0.0360	250,000
28-Sep-2005	0.0380	0.0380	0.0380	0.0380	150,000
27-Sep-2005	0.0380	0.0380	0.0380	0.0380	0
26-Sep-2005	0.0360	0.0380	0.0360	0.0380	106,000
23-Sep-2005	0.0350	0.0350	0.0350	0.0350	344,000
22-Sep-2005	0.0350	0.0350	0.0350	0.0350	56,000
21-Sep-2005	0.0350	0.0350	0.0350	0.0350	15,000
20-Sep-2005	0.0350	0.0350	0.0350	0.0350	0
19-Sep-2005	0.0340	0.0350	0.0340	0.0350	179,000
16-Sep-2005	0.0350	0.0350	0.0350	0.0350	5,000
15-Sep-2005	0.0350	0.0350	0.0350	0.0350	0
14-Sep-2005	0.0350	0.0350	0.0350	0.0350	0
13-Sep-2005	0.0350	0.0350	0.0350	0.0350	0
12-Sep-2005	0.0400	0.0400	0.0350	0.0350	50,000
09-Sep-2005	0.0400	0.0400	0.0400	0.0400	0
08-Sep-2005	0.0410	0.0410	0.0400	0.0400	35,000
07-Sep-2005	0.0410	0.0410	0.0410	0.0410	20,000
06-Sep-2005	0.0400	0.0410	0.0390	0.0410	280,000
05-Sep-2005	0.0410	0.0410	0.0410	0.0410	0
02-Sep-2005	0.0450	0.0450	0.0410	0.0410	50,000
01-Sep-2005	0.0410	0.0410	0.0400	0.0410	331,000
31-Aug-2005	0.0400	0.0410	0.0400	0.0410	68,000
30-Aug-2005	0.0550	0.0550	0.0420	0.0420	264,000
29-Aug-2005	0.0570	0.0570	0.0570	0.0570	0
26-Aug-2005	0.0570	0.0570	0.0570	0.0570	0
25-Aug-2005	0.0570	0.0570	0.0570	0.0570	0

24-Aug-2005	0.0570	0.0570	0.0570	0.0570	0
23-Aug-2005	0.0570	0.0570	0.0570	0.0570	0
22-Aug-2005	0.0570	0.0570	0.0570	0.0570	0
19-Aug-2005	0.0580	0.0580	0.0570	0.0570	253,460
18-Aug-2005	0.0620	0.0620	0.0620	0.0620	60,450
17-Aug-2005	0.0620	0.0650	0.0620	0.0650	75,000
16-Aug-2005	0.0630	0.0650	0.0620	0.0650	265,000
15-Aug-2005	0.0650	0.0650	0.0650	0.0650	60,000
12-Aug-2005	0.0640	0.0640	0.0630	0.0630	426,750
11-Aug-2005	0.0640	0.0640	0.0640	0.0640	25,000
10-Aug-2005	0.0640	0.0640	0.0640	0.0640	0
09-Aug-2005	0.0640	0.0640	0.0640	0.0640	39,000
08-Aug-2005	0.0650	0.0650	0.0630	0.0630	209,800
05-Aug-2005	0.0680	0.0680	0.0640	0.0650	169,000
04-Aug-2005	0.0680	0.0700	0.0680	0.0700	217,200
03-Aug-2005	0.0700	0.0700	0.0680	0.0700	400,000
02-Aug-2005	0.0740	0.0740	0.0700	0.0700	265,000
01-Aug-2005	0.0750	0.0750	0.0750	0.0750	156,090
29-Jul-2005	0.0760	0.0760	0.0750	0.0750	130,000
28-Jul-2005	0.0740	0.0790	0.0740	0.0790	153,910
27-Jul-2005	0.0700	0.0700	0.0700	0.0700	15,000
26-Jul-2005	0.0710	0.0710	0.0700	0.0700	200,000
25-Jul-2005	0.0750	0.0750	0.0750	0.0750	150,000
22-Jul-2005	0.0740	0.0740	0.0740	0.0740	55,220
21-Jul-2005	0.0740	0.0740	0.0740	0.0740	110,000
20-Jul-2005	0.0740	0.0740	0.0740	0.0740	215,135
19-Jul-2005	0.0750	0.0750	0.0750	0.0750	0
18-Jul-2005	0.0730	0.0750	0.0710	0.0750	111,000
15-Jul-2005	0.0730	0.0750	0.0730	0.0740	152,800
14-Jul-2005	0.0690	0.0750	0.0690	0.0740	335,000
13-Jul-2005	0.0640	0.0670	0.0640	0.0670	160,000
12-Jul-2005	0.0630	0.0630	0.0630	0.0630	45,000
11-Jul-2005	0.0600	0.0600	0.0600	0.0600	0
08-Jul-2005	0.0600	0.0600	0.0600	0.0600	0
07-Jul-2005	0.0600	0.0600	0.0600	0.0600	0
06-Jul-2005	0.0600	0.0600	0.0600	0.0600	50,000
05-Jul-2005	0.0680	0.0680	0.0680	0.0680	0
04-Jul-2005	0.0680	0.0680	0.0680	0.0680	0
01-Jul-2005	0.0650	0.0680	0.0650	0.0680	400,000
30-Jun-2005	0.0600	0.0600	0.0520	0.0600	510,000
29-Jun-2005	0.0600	0.0600	0.0600	0.0600	0
28-Jun-2005	0.0600	0.0600	0.0600	0.0600	300,000

27-Jun-2005	0.0580	0.0580	0.0580	0.0580	15,000
24-Jun-2005	0.0600	0.0600	0.0580	0.0580	20,000
23-Jun-2005	0.0650	0.0650	0.0650	0.0650	0
22-Jun-2005	0.0650	0.0650	0.0650	0.0650	20,000
21-Jun-2005	0.0650	0.0650	0.0650	0.0650	0
20-Jun-2005	0.0650	0.0650	0.0650	0.0650	10,000
17-Jun-2005	0.0650	0.0650	0.0650	0.0650	90,000
16-Jun-2005	0.0600	0.0600	0.0600	0.0600	10,000
15-Jun-2005	0.0610	0.0610	0.0600	0.0600	250,000
14-Jun-2005	0.0610	0.0610	0.0580	0.0580	55,000
10-Jun-2005	0.0600	0.0610	0.0600	0.0610	26,000
09-Jun-2005	0.0580	0.0580	0.0580	0.0580	300,000
08-Jun-2005	0.0580	0.0580	0.0580	0.0580	30,000
07-Jun-2005	0.0580	0.0600	0.0580	0.0600	225,000
06-Jun-2005	0.0580	0.0580	0.0580	0.0580	0
03-Jun-2005	0.0580	0.0580	0.0580	0.0580	0
02-Jun-2005	0.0580	0.0580	0.0580	0.0580	0
01-Jun-2005	0.0580	0.0580	0.0580	0.0580	218,371

Trading History of Westcoast Mining Limited (ASX Code: WML):

For the period 11 October 2004 to 31 May 2005, WML trading had the following highs and lows in the market price.

High: 8.0 cents – 11 October 2005.

Low: 5.8 cents – 10 November 2004, 12 November 2004, 15 November 2004, 18 November 2004, 7 April 2005 and 31 May 2005.

Appendix C

Shareholder Nomination – Elcos Pty Ltd.

Elcos Pty Ltd
A.C.N. 008 915 197
PO Box 465
CLOVERDALE WA 6985

7 October 2005

The Company Secretary
Jupiter Energy Limited
104 Colin Street
WEST PERTH WA 6005

Dear Sirs

Nomination of Auditor

In accordance with the provisions of Section 328 of the Corporations Act 2001. I, Eddie Smith, Director of Elcos Pty Ltd, being a substantial shareholder of Jupiter Energy Limited, hereby nominate RSM Bird Cameron Partners for appointment as auditor of that Company.

Yours faithfully

Eddie Smith
Director

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CORPORATE DIRECTORY

Directors and Officers

Eddie Smith - **Non-Executive Chairman**
Geoff Gander - **Non-Executive Director**
David Quinlivan - **Non-Executive Director**
Andrew Meloncelli - **Company Secretary/Financial Controller**

Registered Office

104 Colin Street
West Perth
Western Australia 6005
PO Box 1617, West Perth WA 6872

Telephone +61 8 9214 2550
Facsimile +61 8 9214 2511
Email info@jupiterenergy.com.au
Website www.jupiterenergy.com.au

Principal Place of Business

Level 1, 1275 Hay Street
West Perth
Western Australia 6005
PO Box 1282, West Perth WA 6872

+61 8 9322 8222
+61 8 9322 8244

Auditors

PKF, Chartered Accountants
Level 7, 28 The Esplanade
Perth
Western Australia 6000

Bankers

Bank of Western Australia Limited
108 St George's Terrace
Perth
Western Australia 6000

Share Registry

Computershare Investor Services Pty Ltd
Level 2, 45 St George's Terrace
Perth
Western Australia 6000

Telephone +61 8 1300 557 010
Facsimile +61 8 9323 2033
Website www.computershare.com

Solicitors

Hardy Bowen
28 Ord Street
West Perth
Western Australia 6005

ASX Code

Ordinary Shares listed on the Australian Stock Exchange under code JPR.

Jupiter Energy Limited

ABN 65 084 918 481

Proxy Form

All correspondence to:
Computershare Investor Services Pty Limited
GPO Box D182 Perth
Western Australia 6840 Australia
Enquiries (within Australia) 1300 557 010
(outside Australia) 61 3 9415 4000
Facsimile 61 8 9323 2033
www.computershare.com

Mark this box with an 'X' if you have made any changes to your address details (see reverse)

000001
000
JPR
MR JOHN SMITH 1
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Securityholder Reference Number (SRN)

I 1234567890 IND

Appointment of Proxy

I/We being a member/s of Jupiter Energy Limited and entitled to attend and vote hereby appoint

the Chairman of the Meeting (mark with an 'X') **OR**

If you are not appointing the Chairman of the Meeting as your proxy please write here the full name of the individual or body corporate (excluding the registered Securityholder) you are appointing as your proxy.

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of Jupiter Energy Limited to be held at The Celtic Club, 48 Ord Street, West Perth, Western Australia on Monday 21 November 2005 at 5.00 pm (WST) and at any adjournment of that meeting.

IMPORTANT: FOR ITEM 4 BELOW

If the Chairman of the Meeting is your nominated proxy, or may be appointed by default, and you have not directed your proxy how to vote on Item 4 below, please place a mark in this box. By marking this box you acknowledge that the Chairman of the Meeting may exercise your proxy even if he has an interest in the outcome of that Item and that votes cast by him, other than as proxy holder, would be disregarded because of that interest. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman of the Meeting will not cast your votes on Item 4 and your votes will not be counted in computing the required majority if a poll is called on this Item. The Chairman of the Meeting intends to vote undirected proxies in favour of Item 4

Voting directions to your proxy - please mark X to indicate your directions

		For	Against	Abstain*
1	Re-Appointment of Mr Geoff Gander as a Director			
2	Re-Appointment of Mr David Quinlivan as a Director			
3	Re-Appointment of Mr Eddie Smith as a Director			
4	Approval of Issue of Securities - Options			
5	Appointment of New Auditor			
6	Adoption of Remuneration Report			

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

Appointing a second Proxy

I/We wish to appoint a second proxy

Mark with an 'X' if you wish to appoint a second proxy. **AND** % **OR** State the percentage of your voting rights or the number of securities for this Proxy Form.

PLEASE SIGN HERE

This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Individual/Sole Director and Sole Company Secretary	Director	Director/Company Secretary

In addition to signing the Proxy form in the above box(es) please provide the information below in case we need to contact you.

Contact Name ______ Contact Daytime Telephone ______ Date / /

J P R 7 P R

How to complete the Proxy Form

1 Your Address

This is your address as it appears on the company's share register. If this information is incorrect, please mark the box and make the correction on the form. Securityholders sponsored by a broker (in which case your reference number overleaf will commence with an 'x') should advise your broker of any changes. **Please note, you cannot change ownership of your securities using this form.**

2 Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the individual or body corporate you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the full name of that individual or body corporate in the space provided. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

3 Votes on Items of Business

You may direct your proxy how to vote by placing a mark in one of the three boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

4 Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company's share registry or you may copy this form.

To appoint a second proxy you must:

(a) indicate that you wish to appoint a second proxy by marking the box.

(b) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.

(c) return both forms together in the same envelope.

5 Signing Instructions

You must sign this form as follows in the spaces provided:

Individual:	where the holding is in one name, the holder must sign.
Joint Holding:	where the holding is in more than one name, all of the securityholders should sign.
Power of Attorney:	to sign under Power of Attorney, you must have already lodged this document with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.
Companies:	where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of a corporate Securityholder or proxy is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the company's share registry or at **www.computershare.com**.

Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below no later than 48 hours before the commencement of the meeting at 5.00 pm (WST) on Monday 21 November 2005. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Documents may be lodged using the reply paid envelope or:

IN PERSON	Registered Office - 104 Colin Street, WEST PERTH WA 6005 Share Registry - Computershare Investor Services Pty Limited, Level 2, Reserve Bank Building, 45 St Georges Terrace, Perth WA 6000 Australia
BY MAIL	Registered Office - 104 Colin Street, WEST PERTH WA 6005 Share Registry - Computershare Investor Services Pty Limited, GPO Box D182, Perth WA 6840 Australia
BY FAX	61 8 9323 2033