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Institutional Placement to Raise A\$6.0 Million

Apollo Minerals Limited ("**Apollo Minerals**" or the "**Company**") is pleased to advise that the Company will make a placement to Institutional Investors of 26.1 million shares at A\$0.23 per share to raise A\$6.0 million before costs.

The placement is being made to leading European institutions including one of the world's largest mining funds.

The issue price of A\$0.23 represents a 13% discount to the 20-day VWAP of A\$0.265.

The funds raised will be used to accelerate planned exploration programs including drilling and feasibility work at the Company's Couflens Project in France and progressing the adjacent Aurenere Project in neighbouring Spain.

At the Couflens Project, the Company is focused on the potential reactivation of the historical Salau mine which was one of the world's highest grade tungsten mines and is open at depth, with significant gold potential.

The Company is also planning drilling programs to test gold and tungsten exploration targets in the wider region across both the Couflens Project and Aurenere Project.

Recent work programs have confirmed the presence of widespread high grade gold (up to 33.9 g/t) and tungsten (up to 8.25% WO₃) within the Company's 97km² landholding in this highly prospective region of the Pyrenees.

The reactivation of the Salau mine has the potential to deliver one of Europe's most critical raw materials to French and other European industries.

The Company expects to issue the placement shares on or about 11 April 2018 and will issue the shares under Listing Rules 7.1 (12.1 million shares) and 7.1A (14.0 million shares).

Following issue of the shares, the Company will have 166.0 million shares on issue and a remaining issue capacity under Listing Rule 7.1 of 7.8 million shares.

The placement is being managed by Tamesis Partners LLP in London.

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About Apollo Minerals

Apollo Minerals Limited is developing the Couflens Project and the Aurenere Project which, when combined, cover a 97km² area in a highly prospective region of the Pyrenees.

The Couflens Project is located in the Pyrenees region of southern France and comprises a 42km² license area, within which lies the high grade historical Salau tungsten mine.

The mine was one of the world's highest grade tungsten mines, producing approximately 930,000 tonnes at 1.5% WO₃ for around 11,500 tonnes of WO₃ in concentrate, prior to its closure in 1986 following the rapid fall in the tungsten price caused by Chinese dumping of tungsten into global markets.

Apollo Minerals is focussed on two parallel work programs at the Couflens Project:

- (1) Brownfields activities within, and immediately adjacent to, the historical Salau tungsten mine. The deposit remains open at depth with previous drilling below the base of the existing underground development confirming continuation of the mineralised system. Both the underground development and infrastructure will be examined to determine the most efficient method to progress mine exploration, development activities and potential mine reactivation;
- (2) Continuation of an aggressive regional exploration program, focused initially on gold. Recent field campaigns have returned grades of up to 24.5 g/t gold from rock chip samples. Exploration will be focused on the multiple fault structures recognised within the major granodiorite intrusion at Salau and the discovery of shear hosted gold mineralisation associated with large fault structures extending along a 5km corridor to the west of the Salau mine area.

Progress made with both work programs has enhanced the Company's understanding of the geology and regional scale exploration potential of the area.

As a result, the Company has signed agreements to acquire the remaining 20% of the Couflens Project, which will increase its ownership to 100%, and to acquire a 75% interest in the Aurenere tungsten-gold project in the Lleida province in northern Spain.

The Aurenere Project comprises an Investigation Permit under application which covers an area of 55km², along strike from and adjacent to, the Company's Couflens Project. The Aurenere Project hosts an extension of the highly prospective corridor for tungsten and gold which strikes east-west through the Couflens Project and into the Aurenere Project area.

Apollo Minerals is developing its Projects in accordance with the highest standards of environmental, social, health and safety, and economic management.

All work programs are carried out with a strong commitment to both sustainable development and proactive stakeholder engagement as the Company seeks to develop and maintain positive relationships with its host communities and stakeholders.



Information required under ASX Listing Rule 3.10.5A:

The Company expects to issue 12,095,536 shares under Listing Rule 7.1 and 13,991,421 shares under Listing Rule 7.1A. Following issue of the shares, the Company will have a remaining issue capacity under Listing Rule 7.1 of 7,791,596 shares and no remaining issue capacity under Listing Rule 7.1A.

The information required under ASX Listing Rule 3.10.5A is set out below:

- (a) Dilution to existing shareholders as a result of the issue under Listing Rule 7.1A is 9.1%, dilution to existing shareholders as a result of the issue under Listing Rule 7.1 is 8.0% and the total dilution to existing shareholders is 15.7%. The securities to be issued under Listing Rule 7.1A will be issued to new security holders. The percentage of the post-placement capital will be as follows:
 - (i) 84.3% held by pre-placement security holders who did not participate in the placement; and
 - (iii) 15.7% held by participants in the placement who were not previously security holders (including 8.4% held by those who participated under Listing Rule 7.1A).
- (b) The Company will issue 13,991,421 shares under Listing Rule 7.1A because the Placement is considered to be a more efficient mechanism for raising funds. The Placement will not expose the Company to additional costs, a protracted process and market volatility that may have been experienced with a pro-rata issue or other type of issue in which existing ordinary shareholders would have been eligible to participate;
- (c) No underwriting arrangements are in place for the Placement under Listing Rule 7.1A; and
- (d) A cash fee of 4.5% will be paid to brokers in connection with the Placement under Listing Rule 7.1A. In addition, 500,000 unlisted options exercisable at \$0.30 each on or before 31 December 2020 will be issued to the managers of the Placement.

Competent Persons Statement

The information in this report that relates to Exploration Results is extracted from announcements on 29 November 2017, 5 February 2018 and 27 March 2018. These announcements are available to view on www.apollominerals.com.au. The information in the original announcements that related to Exploration Results were based on, and fairly represents, information compiled by Mr Robert Behets, a Competent Person who is a Fellow of The Australasian Institute of Mining and Metallurgy and a Member of the Australian Institute of Geoscientists. Mr Behets is a holder of shares and options in, and is a director of, Apollo Minerals Limited. Mr Behets has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.