APOLLO
MINERALS LIMITED

ABN 96 125 222 924

Apollo Minerals Limited
and its controlled entities

Annual Financial Report 2015

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CHAIRMAN'S LETTER

Dear Fellow Shareholder,

On behalf of the Directors of Apollo Minerals Limited (Apollo or the Company), I am pleased to report on the activities of the Company.

2014/15 continued to be a difficult year for both large and small resource companies with price declines in all commodities for which the Company is undertaking exploration activities.

However, challenging economic conditions also give rise to opportunities. Apollo acquired a foothold in the world class Fraser Range Nickel Province in Western Australia with a 70% interest in the Orpheus Nickel project, located 20km along strike from Sirius Resources' Nova nickel mine. Sirius Resources provides an excellent example of what was once a small resource company run by a team of three which through persistence, patience and most importantly exploration drilling transformed itself in less than 3 years from a company with a market capitalisation of less than $10 million to a company which commenced development of a mine valued at over $1 billion.

Apollo has assembled a well credentialed technical team many of whom worked on the Sirius project, have been involved in world class base metals discoveries and will now lead Apollo's exploration efforts at the Fraser Range Nickel Project in 2015/16.

In addition to the nickel project in Western Australia, Apollo has conducted extensive exploration in the Gawler Craton in South Australia for Iron-Oxide-Copper-Gold (IOCG). Both projects are in premier mineral resource provinces and through research, exploration and drilling using the latest technology available we have identified numerous priority targets which require further examination and drilling.

During the year, in accordance with the strategy of developing projects through third party funding via joint ventures, Apollo successfully concluded a joint venture in which a major international group will invest up to $4 million in the Kango North Iron Project in West Africa to earn a 50.1% interest. A maiden drilling programme to evaluate iron ore targets is currently underway.

Apollo also reviewed a number of opportunities which have the potential to significantly increase shareholder wealth over the next few years as the commodity markets recover.

Our strategy is to increase the value of the company through exploration and drilling with the aim of making a significant discovery and securing joint ventures to develop existing projects. In 2015 Apollo raised over $3.8 million from share placements and asset sales to implement the strategy.

We look forward to a promising year of exploration in the year ahead and thank all of our shareholders and brokers for their continued support.

Yours faithfully,

Richard Shemesian
Chairman
23 September 2015

REVIEW OF OPERATIONS

Exploration activity for the year ended 30 June 2015 covered the following project areas:

- Fraser Range (Nickel), Western Australia
- Mars Aurora Tank (Gold), South Australia
- Eaglehawk (Copper/Gold), South Australia
- Commonwealth Hill (IOCG), South Australia
- Gabon (Iron Ore), West Africa

Fraser Range - Nickel (Apollo 70%)

During the year Apollo acquired a 70% interest in the Orpheus Base Metals JV Project in the Fraser Range nickel province in south eastern Western Australia (Figure 1).

The project area consists of four tenements covering over 600km² in the most prospective part of the world class Fraser Range exploration district, host to Sirius Resources' (ASX: SIR) major Nova nickel ("Ni")and copper ("Cu") deposit. Importantly the Company also acquired in the transaction extensive geophysical, drilling and geoscientific databases. Exploration drilling in 2014 intersected nickel sulphides making this project area a standout in the Fraser Range.

The Fraser Range nickel province has attracted significant exploration since the discovery of the Nova deposit in 2012. The Apollo project is strategically located along strike and mid-way between the Nova deposit to the northeast and Sirius Resources' Crux nickel prospect to the southwest.

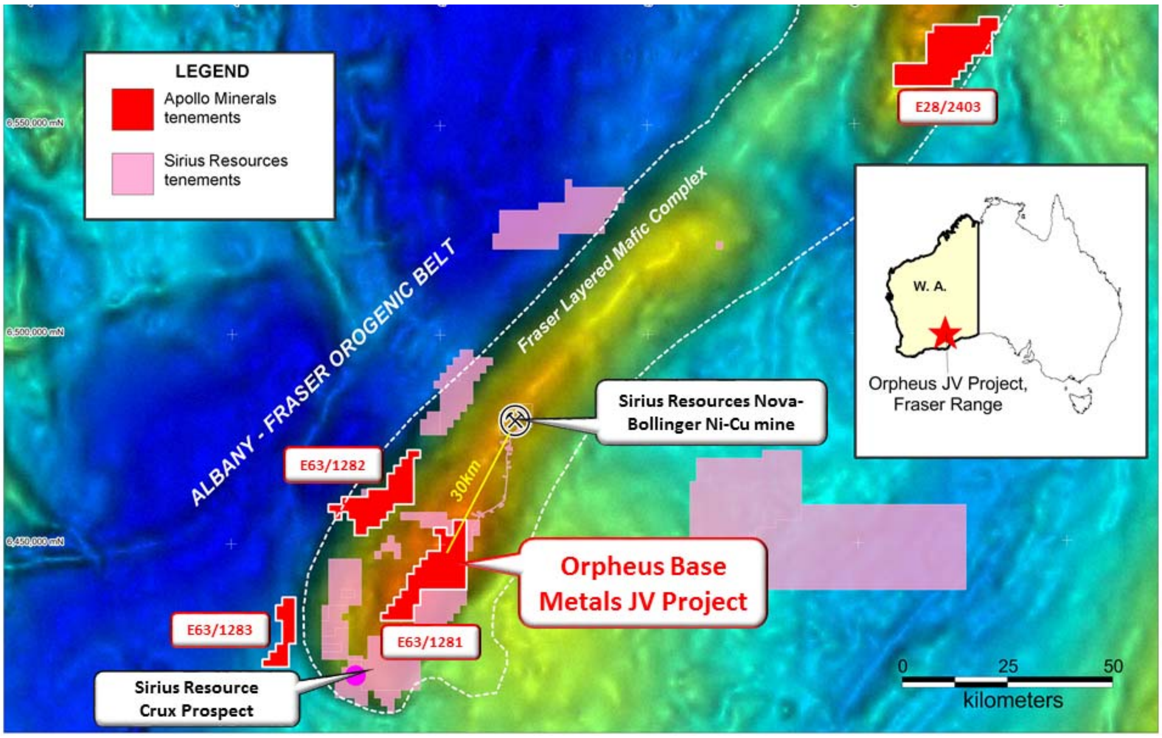

Figure 1 – Fraser Range gravity image showing Apollo's tenements (70%) and the high density gravity zone containing Sirius' Nova-Bollinger mine (under construction) and the Crux nickel prospect.

During the second half of 2015, the Company plans to drill test surface geochemical and electro-magnetic (EM) targets across a number of prospects including the Oceanus and Plato areas. Access approvals for drilling have been granted allowing exploration activities to commence immediately.

Within Apollo's tenements, previous drilling at the Plato prospect intersected primary nickel sulphides with grades up to 3,900ppm Ni and 2,200ppm Cu. These results confirmed Plato as one of three known magmatic nickel sulphide systems within the main Fraser Zone and they highlight the potential of Apollo's tenements.

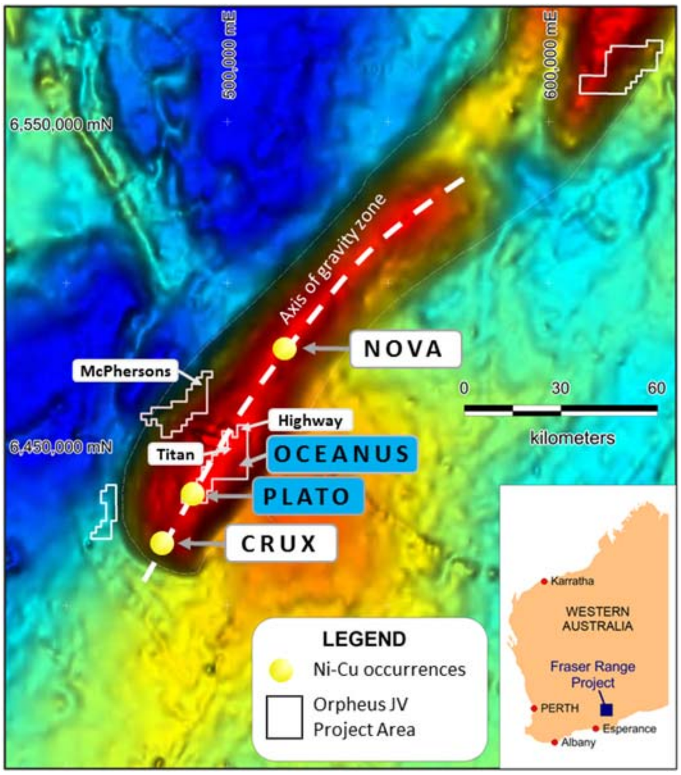

Figure 2 – High density part of the Fraser Zone showing Plato and Oceanus prospect areas

Evaluation by various independent consultants has confirmed the Oceanus and Plato prospects amongst others as highly ranked targets for follow up exploration including drilling (Figure 2). Apollo has been awarded up to $150,000 in Exploration Incentive Scheme (EIS) funding towards the 2015 drilling programme.

Apollo has appointed a technical advisory board to evaluate available data and work programmes on the Project. Key individuals include Mr Tim Craske, Dr Nigel Brand and Mr Bill Amann (Newexco). This highly experienced team will work closely with Apollo to contribute invaluable knowledge and technical services to the programme.

Mars Aurora Tank –Gold (Apollo 25%, earning 75%)

During the year Apollo completed a 35 hole-1,750m drill programme at Mars Aurora Tank which followed-up on an earlier drill programme of 3RC holes for 597m which included a drill intersection of 4m at 5g/t Au. Drilling confirmed discovery of a significant mineralised system with a continuous strike length greater than 500m from depths of only ~20m to ~50m (Figure 4). Mineralisation is 'open' in all directions and at depth.
Highlight drilled thickness intersections include:

- 16m at 1.0g/t Au from 20m, including 12m at 1.3g/t Au from 20m
- 16m at 0.7g/t Au from 19m, including 4m at 0.9g/t Au from 31m
- 12m at 0.6g/t Au from 34m, including 8m at 0.8g/t Au from 38m

Apollo is planning for next phase of exploration at Mars Aurora Tank, which will include deeper and step-out drilling to close off mineralisation. The Mars Aurora Tank project is part of the wider Titan Base-Precious Metals

Project (Figure 3) situated in the Gawler Craton, South Australia and is being explored by Apollo under an earn-in JV agreement with Marmota Energy Ltd (ASX code: MEU). The Company has commissioned a review of the Mars Aurora Tank project by one of the key geologists behind the Challenger gold discovery. Recommendations from this review are awaited.

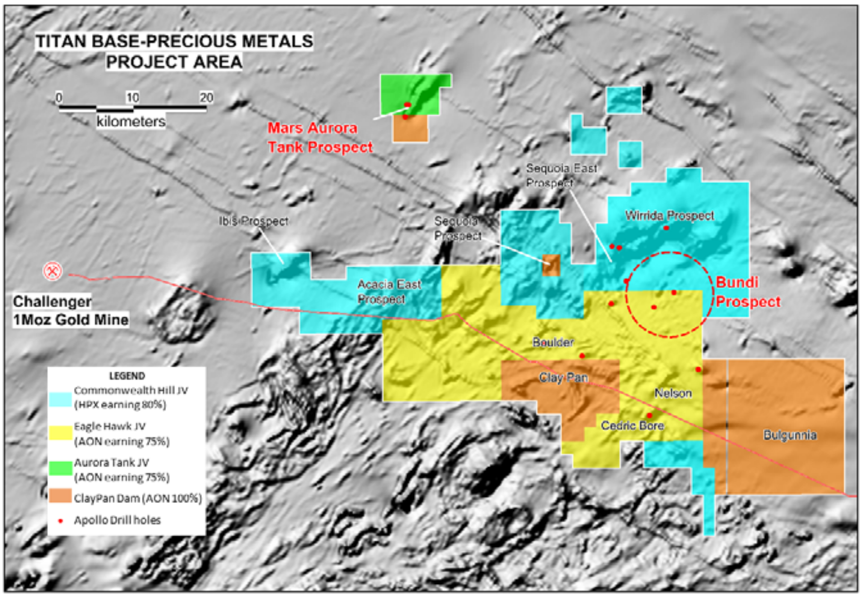

Figure 3 - South Australian tenement location plan showing joint venture project areas

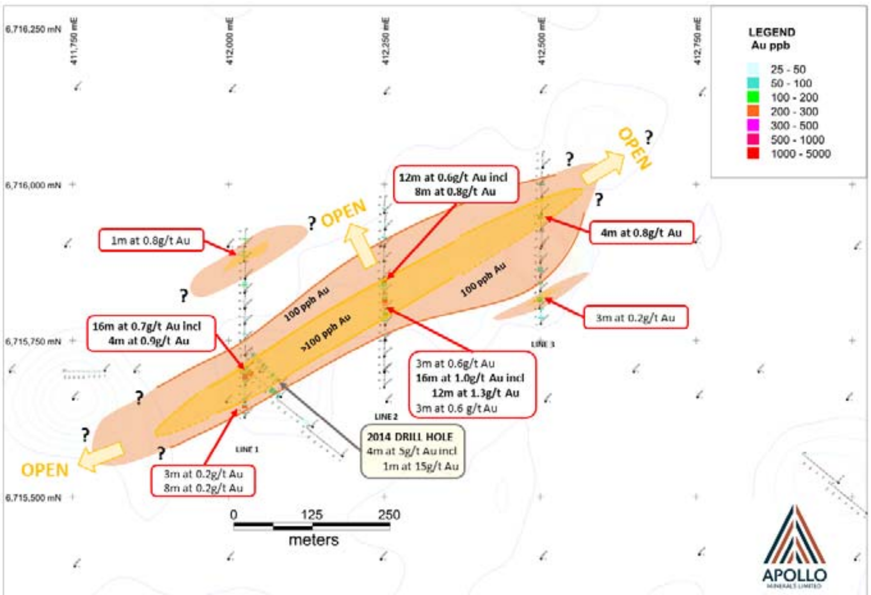

Figure 4 – Mars Aurora Tank drill hole location plan and gold distribution

Eaglehawk – Copper/Gold (Apollo earning 75%)

Drilling on the Eaglehawk JV Project area during the year comprised 6 RC holes for 1,249 m including a diamond-core extension of a single hole. Wide spaced drilling was conducted across a number of high priority geophysical targets at the Clay Pan, Boulder, Cedric Bore, Bundi and No Brainer prospects.

Highlights of the programme included the discovery of widespread iron, titanium and phosphate ("FTP") mineralisation across the Clay Pan, Boulder and Cedric Bore prospects. Encouraging signs of IOCG alteration and sulphide mineralisation were observed in drill holes at the Bundi and No Brainer prospects.

Iron Oxide – Titanium – Phosphate

FTP deposit types occur in similar terrains to many of the world's IOCG deposits. One of the world's best known FTP deposits is Rio Tinto's Lac Tio ilmenite deposit in Canada which is host to 125 Mt of ore at a grade of 34.2% TiO_2.

FTP mineralisation was intersected in two holes intersecting cumulative drilled thickness intervals of **135m at 8% ilmenite and 6% apatite from 16 m** in hole 14CP001; and **126m at 12% ilmenite and 8% apatite from 16 m** in hole 14BL001.

Titanium products (TiO_2) from these ores are typically used in the pigment industry as a whitening agent derived from the mineral ilmenite. Phosphate products (P_2O_5) from these ores are derived from the mineral apatite, and are most commonly used as agricultural fertilizers, animal feed supplements, food preservatives, anti-corrosion agents, cosmetics, fungicides, ceramics, water treatment and metallurgy.

Iron Oxide – Copper - Gold

At the Bundi prospect, assay results from drill hole 14BUN001 included an 80m drilled thickness intersection of a near surface, iron rich intrusive unit containing **180 ppm Cu and 10.7 % Fe from 4 m** drilled depth. The drilling results are encouraging and demonstrate that the near surface mineralised system correlates to anomalous gold and copper identified previously in surface samples.

Drilling of a second hole 14BUN002 targeted a strong electromagnetic conductor interpreted to represent massive sulphides and located below a surface copper geochemical anomaly. Drilling did not intersect a conductor to explain the modelled response, and subsequent review of the drill trace revealed that the hole had deviated away from the target. A subsequent down hole survey confirmed that the conductor had not been intersected and identified a source to the north east of the hole. This target was subsequently drilled to 154m depth intersecting a mafic intrusion at 130m depth associated with a moderate amount of graphitic material at its contact. The intersection correlates with the modelled plate conductor and is considered to be the source of the conductive anomaly. Assay results did not contain significant mineralised intersections. The source of anomalous surface copper geochemistry remains unresolved and further investigation is warranted.

Drilling of hole 14NB001 at the No Brainer prospect intersected IOCG alteration with veinlets and disseminated sulphides. Anomalous copper and gold was returned grading **14.3% Fe, 118 ppm Cu and 0.2g/t Au over a 3m interval from 67 m** down hole depth.

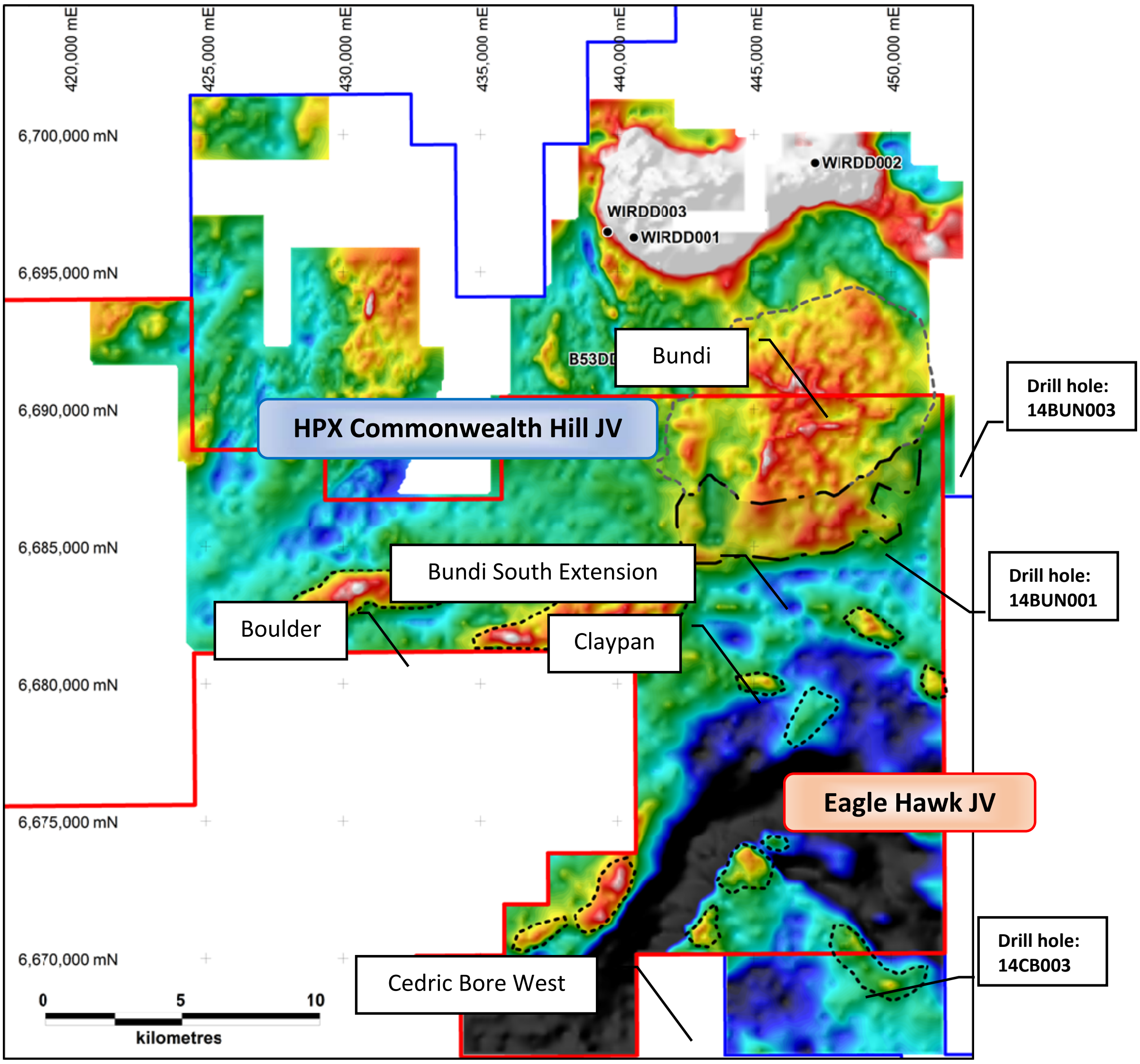

Figure 5 - Eaglehawk JV Project drill hole location plan and priority target areas

Commonwealth Hill JV Project

Drilling at the Commonwealth Hill JV project was conducted by HPX Inc (HPX) as operator and manager of the tenements. Five holes totalling 1,130m were completed on IP chargeability anomalies within the Wirrida Intrusive Complex. Results confirmed the intersection of anomalous iron, copper, gold and silver from alteration and fracture zones providing some encouragement for the discovery of an IOCG system in the area.

Anomalous disseminated sulphide related IOCG geochemistry was intersected in WIRDD001 over an 8m interval from 284m and in B35DD001 over a 16m interval from 160m. The program was the first drilling in the area to test the geology deeper than 100m below surface. These resilts plus geochronological studies indicate that the Wirrida Intrusive Complex may be an analogue to the White Hill Intrusive Complex which hosts the major Prominent Hill IOCG deposit, 100km to the east, and provide another solid indication that significant IOCG deposits may exist in the local area.

A single vertical hole (15WIRR0001) was drilled at to a depth of 226m to test a modelled IP anomaly and conductor situated on the northern margin of the Wirrida Intrusive Complex.

Drilling confirmed the source of the conductor and chargeable anomaly was not related to near surface material and was related to a deep bedrock source. While minor sulphides were intersected, assay results did not identify significant mineralisation.

Subsequent to the end of the financial year, HPX advised Apollo of its intention to withdraw from the Commonwealth Hill JV. Apollo retains 100% interest of the project and is continuing to advance discussions with a number of interested parties. Review of results from drilling and geophysical modelling will guide ongoing exploration of other untested targets.

During the term of the JV, HPX conducted over 140km^2 of high powered IP, identified multiple targets and drilled five holes for 1,130m by RC and cored methods. HPX expenditure was approximately $1.1 million.

Having worked closely together over the 18 month period, Apollo and HPX continue to evaluate a number of other project opportunities.

Gabon, West Africa (70%)

Subsequent to year end the Company finalised an earn-in joint venture (JV) with Zoradox Limited, a diversified Middle Eastern group, to sole fund exploration at the Kango North Iron Project in Gabon. Under terms of the JV, the Partner may earn up to a 50.1% interest by funding ~$4 million (US$3 million) in exploration and development.

The Kango North Iron Project covers 400km^2 and is situated in the Estauire Province, located 110km by road from the country's capital, Libreville. The Project is well positioned with easy access via well maintained roads and is sited close to the national electricity grid, shipping ports and open access railway.

During the first stage of the JV, the Partner will earn a 30% interest through their commitment to sole fund the 2015 work programme totalling ~$1 million (US$750,000). This includes a maiden diamond drilling programme.

Apollo will be free carried during exploration until the JV Partner earns a 50.1% interest or ceases funding prior to completing the earn-in. The transaction is in line with the Company's strategy to attract large international funding partners to its projects.

Subsequent to year end the Company agreed to acquire the remaining 17.5% free carried minority interest in the project for an initial cash consideration of $70,000 on completion, plus deferred consideration payable in Apollo shares or cash, thereby increasing Apollo's interest to 70%.

Corporate

During the year the Company completed the sale of the Mt Oscar Iron Ore Project in Western Australia for a cash consideration of $500,000 to a private Chinese company. Under the agreement Apollo retains royalties of 1% of gross mine gate revenue less 50 cents per tonne on iron ore products and 2% of net smelter revenue on all other mineral products.

The Company successfully raised $2.75 million during the year to further its exploration projects and assess new opportunities.

The Company undertook a share consolidation late in the financial year on a 1 for 10 basis and the Company now has 70,155,576 shares on issue.

As at 30 June 2015 the Company had cash and receivables of $1.6 million. Receivables have been collected subsequent to year end.

COMPETENT PERSON DECLARATION

The information in this Report that relates to Exploration Results is based on information compiled by Mr Derek Pang who is a member of the Australasian Institute of Mining and Metallurgy. Derek has over 15 years' experience in mineral exploration and is a full time employee of Apollo Minerals Ltd. Derek has sufficient experience 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'. Derek consents to the inclusion in the report of the matters based on their information in the form and context in which it appears.

The estimates of exploration target sizes mentioned in this report should not be misunderstood or misconstrued as estimates of Mineral Resources.

The potential quantity and grade of the exploration targets are conceptual in nature and there have been insufficient results received from exploration to estimate a Mineral Resource compliant with the JORC code (2012) guidelines. Furthermore, it is uncertain if further exploration will result in the estimation of a Mineral Resource.

Schedule of Tenements

Tenement Name	Tenement Number	Location	Group Ownership %	
			2015	2014
Fraser Range	E63/1281	Western Australia	70	-
Fraser Range	E63/1282	Western Australia	70	-
Fraser Range[1]	E63/1695	Western Australia	70	
Fraser Range[2]	E28/2403	Western Australia	70	
Commonwealth Hill	EL5073	South Australia	100	100
Commonwealth Hill East	EL5074	South Australia	100	100
Gina	EL4960	South Australia	100	100
Carne	EL5348	South Australia	100	100
Bulgunnia[3]	EL5587	South Australia	100	100
Eaglehawk JV[4]	EL4932	South Australia	-	-
Aurora Tank[5]	EL5589	South Australia	25	25
Kango North[6]	G1-340	Gabon, Africa	82.5	82.5

Notes:

[1, 2] *Exploration Licences E63/1695 and E28/2403 are currently in application pending grant by the Western Australian*

[3] *Apollo was granted 100% interest in the Bulgunnia EL5587 tenement covering 346km^2 for an initial period of two years.*

[4] *Exploration Licence EL4932 subject to joint venture agreement with Mincor Resources to earn up to 75% by sole funding exploration totalling AUD$2 million over a 3 year period. Apollo has met the first years' minimum spend commitment.*

[5] *Exploration Licence EL5589 subject to joint venture agreement with Marmota Energy to earn up to 75% by sole funding exploration totalling AUD$900,000 over a 3 year period. Apollo has met the first years minimum spend commitment.*

[6] *Subject to a farm in agreement with a major middle eastern group whereby the group can earn up to 50.1% by spending US$ 3 million. Subsequent to year end the group has earned 30% following commencement of an exploration programme to spend US$750,000.*

CORPORATE GOVERNANCE

The Apollo Minerals Limited group ("**Apollo**"), through its Board and executives, recognises the need to establish and maintain corporate governance policies and practices that reflect the requirements of the market regulators and participants, and the expectations of members and others who deal with Apollo. These policies and practices remain under constant review as the corporate governance environment and good practices evolve.

ASX Corporate Governance Principles and Recommendations

The third edition of ASX Corporate Governance Council Principles and Recommendations (the "Principles") sets out recommended corporate governance practices for entities listed on the ASX.

The Company has issued a Corporate Governance Statement which discloses the Company's corporate governance practices and the extent to which the Company has followed the recommendations set out in the Principles. The Corporate Governance Statement was approved by the Board on 22 September 2015 and is available on the Company's website: http://www.apollominerals.com.au/about-us/corporate-governance/

Your directors present their report on Apollo Minerals Limited (**Apollo** or the **Company**) for the year ended 30 June 2015.

DIRECTORS

The names of directors in office at any time during or since the end of the year are:

Current Directors

RICHARD SHEMESIAN
B.Com, LLB (Hons.) FINSIA
Chairman

Mr Shemesian is an international mining executive who has been involved in the financing, construction, development and sale of three mining projects.

Specialising in resource finance, law and corporate finance Mr Shemesian has been a director of and held senior executive positions with a number of ASX-listed mining companies and worked as an executive at Macquarie Bank's Corporate Advisory Division.

Mr Shemesian is a qualified lawyer, holds a current practicing certificate and has completed post-graduate studies in business and finance.

Mr Shemesian was appointed an Executive Director on 27 September 2010.

ANTHONY HO
B Com, CA, FAICD, FCIS,FGIA
Non-Executive Director

Mr Ho joined the Apollo Board on 13 July 2009. Mr Ho was previously an executive director at Arthur Yates & Co Ltd, retiring from this position in April 2002. He was a past non-executive director of Brazin Limited and DoloMatrix International Limited; and the past non-executive Chairman of Esperance Minerals Limited, Metal Bank Limited and St George Community Housing Limited.

Mr Ho's current non-executive directorships of listed public companies are:

- Non-executive Chairman of Greenland Minerals and Energy Limited.
- Hastings Rare Metals Limited where he also chairs the Audit Committee; and
- Non-executive Chairman of Bioxyne Limited.

Mr Ho was previously a partner of Cox Johnston & Co, Chartered Accountants (since merged with Ernst & Young). His extensive executive experience included being Finance Director/Chief Financial Officer of the listed Arthur Yates & Co Limited, M. S. McLeod Limited group, Galore Group Limited, the Edward H. O'Brien group of companies and Volante Group Limited.

Mr Ho was appointed a Non-Executive Director on the 13 July 2009 and chairs the Audit Committee.

ERIC FINLAYSON
Non-Executive Director
BSc (Hons) Applied Geology

Mr Finlayson is a geologist with over thirty years' experience in Australia and overseas.

Mr Finlayson worked as an exploration geologist in Ireland and Turkey with NL Petroleum Services and as a field geochemist in Malawi with the British Civil Uranium Procurement Organisation prior to joining the Geological Survey of Papua New Guinea in 1984 as a regional geological mapper.

In 1989 he joined Rio Tinto as project geologist responsible for copper and gold exploration in the Papua New Guinea highlands based out of Sydney and in 1993 was transferred to Vancouver as regional exploration manager for Canada. This was followed by a transfer to London in 2000 as the personal assistant to the Head of Exploration.

In January 2002, he moved to Perth to assume the role of Rio Tinto's Director of Exploration for Australasia and in January of 2007 was appointed Global Head of Exploration for Rio Tinto based in London. In July 2011, he was appointed CEO of Rio Tinto Coal Mozambique following Rio Tinto's takeover of Riversdale Mining. After two years in Mozambique, Eric departed Rio Tinto in July 2013 and joined High Power Exploration Australia.

Mr Finlayson's current non-executive directorships of listed public companies are:

- Cordoba Minerals Corp (TSX-V)
- Clean TeQ Holdings Limited (ASX)

Mr Finlayson was appointed a Non-Executive Director on 1 May 2014.

Directors have been in office since the start of the financial period to the date of this report unless otherwise stated.

Former Directors

Matthew Rimes – Appointed 3 October 2011, resigned 27 November 2014

Secretary

GUY ROBERTSON
(Company Secretary/Chief Financial Officer)
B Com (Hons.) CA

Mr Guy Robertson was appointed Company Secretary and Chief Financial Officer on 12 November 2009.

Mr Robertson has over 30 years' experience as a Chief Financial Officer and Company Secretary of both private and ASX listed companies in both Australia and Hong Kong.

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

Other than as outlined in the operations report, there were no significant changes in the state of affairs of the Company during the year.

PRINCIPAL ACTIVITIES

The principal activity of the Company during the financial period was mineral exploration. There have been no significant changes in the nature of the Company's principal activities during the financial period.

SIGNIFICANT AFTER BALANCE SHEET DATE EVENTS

On 14 August 2015 the Company finalised an earn-in joint venture with Zoradox Limited, a diversified Middle eastern group, to sole fund exploration at the Kango North Iron project, Gabon. Under the terms of the agreement the group will earn a 50.1% interest after spending US $3 million. The group has earned a 30% interest after commencingman initial exploration programme to spend US $750,000.

Apollo has also entered into an agreement to acquire the remaining 17.5% free carried interest in the project, bringing its current interest to 70%.

Other than as outlined above there are currently no matters or circumstances that have arisen since the end of the financial year that have significantly affected or may significantly affect the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

LIKELY FUTURE DEVELOPMENTS AND EXPECTED RESULTS

Apollo is an exploration company focused on base and precious metals and iron ore. The Board intends to explore its current tenements in Western Australia, South Australia and Gabon. The Company continues to look at opportunities in the resource sector and to invest directly and indirectly in base metals, gold and iron ore projects.

During the coming year the Group, depending on available funding, plans to further develop all of its major projects.

The material business risks faced by the Company that are likely to have an effect on the financial prospects of the Company, and how the Company manages these risks, are:

- Future Capital Needs – the Company does not currently generate cash from its operations. The Company will require further funding in order to meet its corporate expenses, continue its exploration activities and complete studies necessary to assess the economic viability of its projects.
- Exploration and Development Risks – whilst the Company has already discovered resources on one of its projects, the Company may fail to discover additional mineral deposits and there is a risk that the Company's mineral deposits may not be economically viable. The Company employs geologists and other technical specialists, and engages external consultants where appropriate to address this risk.
- Commodity Price Risk – as a Company which is focused on the exploration of iron ore and base and precious metals, it is exposed to movements in the price of these commodities. The Company monitors historical and forecast price information from a range of sources in order to inform its planning and decision making.

PERFORMANCE IN RELATION TO ENVIRONMENTAL REGULATION

The consolidated entity will comply with its obligations in relation to environmental regulation on its Western Australia, South Australia and Gabon projects when it undertakes exploration in the future. The Directors are not aware of any breaches of any environmental regulations during the period covered by this report.

OPERATING RESULTS AND FINANCIAL REVIEW

The loss of the consolidated entity after providing for income tax amounted to $1,191,701 (2014: loss of $14,022,934).

The Group's operating income increased to $551,017 (2014: $26,190) primarily as a result of the profit on sale of the Mt Oscar project for $500,000 and an increase in interest income attributable to a higher level of funds on deposit during the year.

Expenses decreased to $1,742,718 (2014: $14,111,053). Expenses other than exploration expenses written off increased generally in line with the increase in exploration activity.

The Company has accounted for the research and development tax offset in the amount of $643,642, of which $532,446 was received subsequent to year end, as a deduction from exploration costs.

Exploration costs increased to $7,717,611 (2014: $6,381,641) reflecting the Fraser Range acquisition and exploration activity for the year. Exploration expenditure for the year was $1,610,209 (2014: $2,075,266).

Net assets increased to $8,955,856 (2014: $6,743,881) reflecting the capital raise of $2,750,000 and the result for the year.

DIVIDENDS PAID OR RECOMMENDED

The directors do not recommend the payment of a dividend and no amount has been paid or declared by way of a dividend to the date of this report.

REMUNERATION REPORT

Remuneration Policy

The remuneration policy of Apollo has been designed to align director objectives with shareholder and business objectives by providing a fixed remuneration component which is assessed on an annual basis in line with market rates and offering specific long-term incentives based on key performance areas affecting the consolidated group's financial results. The Board of Apollo believes the remuneration policy to be appropriate and effective in its ability to attract and retain the best directors to run and manage the company, as well as create goal congruence between directors and shareholders.

The Board's policy for determining the nature and amount of remuneration for board members is as follows:

- The remuneration policy, setting the terms and conditions (where appropriate) for the executive directors and other senior staff members, was developed by the Remuneration Committee and approved by the Board;
- In determining competitive remuneration rates, the Board may seek independent advice on local and international trends among comparative companies and industry generally. It examines terms and conditions for employee incentive schemes, benefit plans and share plans. Independent advice may be obtained to confirm that executive remuneration is in line with market practice and is reasonable in the context of Australian executive reward practices;
- The Company is a mineral exploration company, and therefore speculative in terms of performance. Consistent with attracting and retaining talented executives, directors and senior executives, such personnel are paid market rates associated with individuals in similar positions within the same industry. Options and performance incentives may be issued particularly if the Company moves from exploration to a producing entity and key performance indicators such as profit and production can be used as measurements for assessing executive performance.
- All remuneration paid to directors is valued at the cost to the Company and expensed. Where appropriate, shares granted 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;
- The Board policy is to remunerate non-executive directors at market rates for comparable companies for time, commitment and responsibilities. The Remuneration Committee in consultation with independent advisors determines payments to the non-executive directors and reviews their remuneration annually, based on market practice, duties and accountability.

KEY MANAGEMENT PERSONNEL REMUNERATION

(a) Details of Directors and Key Management Personnel

(i) *Current Directors*
Richard Shemesian – Chairman
Anthony Ho – Non-executive Director
Eric Finlayson – Non-executive Director
Former Directors
Matthew Rimes – Non – executive Director, resigned 27 November 2014

(ii) *Key Management Personnel*
Derek Pang – General Manager Exploration
Former Key Management Personnel
Dominic Tisdell – Chief Executive Officer, resigned 31 May 2015

Other than the directors and the general manager exploration, the Company had no Key Management Personnel for the financial year ended 30 June 2015.

Directors' remuneration and other terms of employment are reviewed annually by the Board having regard to performance against goals set at the start of the year, relative comparative information and independent expert advice.

Except as detailed in Notes (a) – (d) to the Remuneration Report, no director or officer has received or become entitled to receive, during or since the financial period, a benefit because of a contract made by the Company or a related body corporate with a director, a firm of which a director is a member or an entity in which a director has a substantial financial interest. This statement excludes a benefit included in the aggregate amount of emoluments received or due and receivable by directors and shown in Notes (a) – (d) to the Remuneration Report, prepared in accordance with the Corporations Regulations, or the fixed salary of a full time employee of the Company.

(b) Remuneration of Directors and Key Management Personnel

Remuneration Policy

The Board of Directors is responsible for determining and reviewing compensation arrangements. The Board will assess the appropriateness of the nature and amount of emoluments of such officers on a periodic basis by reference to relevant employment market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of a high quality Board and executive team. Remuneration of Directors of the Group is set out below.

Parent & Group Key Management Personnel

	2015					2014				
I	Base Salary and Fees	Fair Value of Options Granted	Super-annuation	Share Based Payments[4]	Total	Base Salary and Fees	Fair Value of Options Granted	Super-annuation	Share Based Payments	Total
R. Shemesian[1]	60,000	63,050	-	-	123,050	60,000	-	-	-	60,000
A. Ho	55,000	3,791	-	-	58,791	50,000	-	-	20,000	70,000
M. Rimes	16,667	-	-	-	16,667	26,667	-	-	13,333	40,000
E. Finlayson	20,000	3,791	-	20,000	43,791	3,333	-	-	3,333	6,666
D. Tisdell[2]	257,934	-	24,504	30,000	312,438	252,294	-	22,706	-	275,000
D. Pang[3]	150,672	1,892	13,960	6,250	172,774	160,000	-	14,800	-	174,800
Totals	**560,273**	**72,524**	**38,464**	**56,250**	**727,511**	**552,294**	**-**	**37,506**	**36,666**	**626,466**

[1] Paid to Mining Management Consultants, an entity in which Mr Shemesian has a relevant interest. See note 15.

[2] Mr Tisdell resigned on 31 May 2015.

[3] Mr Pang's contract has an annual amount payable of $174,400 and can be terminated by either party giving one month's notice. This amount has been capitalised to exploration costs.

[4] In the case of Mr Finlayson shares will be issued following approval by shareholders.

(c) Employee Related Share-based compensation

To ensure that the Company has appropriate mechanisms to continue to attract and retain the services of Directors and Employees of a high calibre, the Company has a policy of issuing options or performance share rights that are exercisable in the future at a certain fixed price.

2,875,000 share options were issued to directors and officers during the year.

The terms and conditions of each share option affecting reported remuneration in the previous, this or future reporting periods are:

Grant date	Exercise price	Value per option at grant date	First exercise date/vest date	Fair value of options granted	Expense recognised in P & L this financial year	Cumulative expense recognised in P & L to date	Expiry date/Last exercise date
12/5/2015	13 cents	124,007	12/6/16	124,007	124,007	124,007	28/2/2018

Fair values at issue date are determined using a Black-Scholes option pricing model that takes into account the exercise price, the term of the options, the expected price volatility of the underlying share and the risk free rate for the term of the option.

(d) Share and option holdings

All equity dealings with directors have been entered into with terms and conditions no more favourable than those that the entity would have adopted if dealing at arm's length. These options relate to both current and previous directors and management personnel.

Directors' holdings of shares and share options have been disclosed in the Remuneration Report.

The performance hurdles on performance rights issued to key management personnel during the previous year have been met. As a consequence the former Chief Executive Officer was granted 30,000 shares during the period and the following performance right shares will be issued before the expiry date which is 30 November 2015.

Type	No. Issued	Performance Date	Expiry Date
R. Shemesian	500,000	30 June 2015	30 November 2015
A. Ho	100,000	30 June 2015	30 November 2015
E. Finlayson	100,000	30 June 2015	30 November 2015
D. Pang	50,000	30 June 2015	30 November 2015

Shares held by Current Directors

Period from 1 July 2014 to 30 June 2015 (after 1 for 10 Consolidation)

	Balance at beginning of period	Received as Remuneration	Options Exercised	Net Change Others	Balance at end of year
R. Shemesian[2]	1,549,436	-	-	600,000	2,149,436
A. Ho	199,850	124,984	-	47,376	372,210
E. Finlayson	-	20,832	-	250,000	270,832
M. Rimes[1]	294,345	83,336	-	(377,681)	-
	2,043,631	229,152	-	519,695	2,792,428

[1]Mr Rimes resigned on 27 November 2014

[2]Mr Shemesian is the sole director and shareholder in Black Swan Global Pty Limited which as trustee for the Black Swan Investment Trust holds 1,688,968 shares and is a director and shareholder in Normandy Corporation Limited as trustee for the Normandy Superannuation Fund which holds 560,468 shares.

Period from 1 July 2013 to 30 June 2014 (prior to 1 for 10 share consolidation)

	Balance at beginning of period	Received as Remuneration	Options Exercised	Net Change Others	Balance at end of year
R. Shemesian[1]	15,494,357	-	-	-	15,494,357
A. Ho	1,070,000	928,500	-	-	1,998,500
E. Finlayson	-	-	-	-	-
M. Rimes	2,657,748	285,700	-	-	2,943,448
D. Tisdell[2]	-	-	-	-	-
	19,222,105	1,214,200	-	-	20,436,305

[1] Mr Shemesian is the sole director and shareholder in Black Swan Global Pty Limited which as trustee for the Black Swan Investment Trust holds 10,389,679 shares and is a director and shareholder in Normandy Corporation Limited as trustee for the Normandy Superannuation Fund which holds 5,104,678 shares.

[2] Director resigned during the year.

Options Held By Current Directors and Officers

Period from 1 July 2014 to 30 June 2015 (after 1 for 10 Consolidation)

	Balance at beginning of period	Granted as Remuneration	Options expired	Net Change Others	Balance at end of year
R. Shemesian	100,000	2,500,000	(100,000)	-	2,500,000
A. Ho	-	150,000	-	-	150,000
M. Rimes[1]	100,000	-	(100,000)	-	-
E. Finlayson	-	150,000	-	-	150,000
D. Tisdell	400,000	-	(400,000)	-	-
D. Pang	-	75,000	-	-	75,000
	600,000	**2,875,000**	**(600,000)**	-	**2,875,000**

[1] Mr Rimes resigned on 27 November 2014

Period from 1 July 2013 to 30 June 2014 (before 1 for 10 consolidation)

	Balance at beginning of period	Granted as Remuneration[1]	Options expired	Net Change Other	Balance at end of year
R. Shemesian[1]	1,000,000	-	-	-	1,000,000
A. Ho	-	-	-	-	-
M. Rimes[3]	1,000,000	-	-	-	1,000,000
E. Finlayson	-	-	-	-	-
D. Tisdell[2]	6,000,000	-	(2,000,000)	-	4,000,000
	8,000,000	**-**	**(2,000,000)**	-	**6,000,000**

[1] Options have fully vested, exercise price 8 cents, expiry date 31 December 2014.

[2] Options have fully vested, 2 million options have exercise price 8 cents, expiry date 31 December 2014, and 2 million options have exercise price 15 cents, expiry date 6 May 2015.

[3] Options have fully vested, exercise price 12 cents, expiry date 31 December 2014.

MEETINGS OF DIRECTORS

The number of directors' meetings (including committees) held during the financial period each director held office during the financial period and the number of meetings attended by each director are:

	Directors Meetings		Audit Committee Meetings	
Director	**Meetings Attended**	**Number Eligible to Attend**	**Meetings Attended**	**Number Eligible to Attend**
R. Shemesian	13	13	-	-
A. Ho	12	13	2	2
E. Finlayson	12	13	1	1
M Rimes	4	4	1	1

In addition there were six circular resolutions passed by the board.

OPTIONS

At the date of this report, the unissued shares of Apollo Minerals Limited under option are as follows:

Grant Date	Date of Expiry	Exercise Price	Number under Option
7 May 2014	28 February 2017	$0.30	7,054,174
18 February 2015	28 February 2018	$0.13	3,562,500
12 May 2015	28 February 2018	$0.13	3,150,000

Option holders do not have any rights to participate in any issue of shares or other interests of the Company or any other entity.

There have been no options granted over unissued shares or interests of any controlled entity within the Group during or since the end of the reporting period.

For details of options issued to directors and executives as remuneration, refer to the remuneration report.

No shares were issued following the exercise of options during the year. No person entitled to exercise an option had or has any right by virtue of the option to participate in any share issue of any other body corporate.

INDEMNIFYING OFFICERS

In accordance with the constitution, except as may be prohibited by the Corporations Act 2001, every officer or agent of the Company shall be indemnified out of the property of the Company against any liability incurred by him or her in his or her capacity as officer or agent of the Company or any related corporation in respect of any act or omission whatsoever and howsoever occurring or in defending any proceedings, whether civil or criminal.

The Company paid insurance premiums of $7,110 in August 2015 in respect of directors' and officers' liability. The insurance premiums relate to:

- Costs and expenses incurred by the relevant officers in defending legal proceedings, whether civil or criminal and whatever their outcome;
- Other liabilities that may arise from their position, with the exception of conduct involving wilful breach of duty or improper use of information to gain a personal advantage.

PROCEEDINGS ON BEHALF OF COMPANY

No person has applied for leave of court to bring proceedings on behalf of the Company or intervene in any proceeding to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings. The Company was not a party to any such proceedings during the year.

NON-AUDIT SERVICES

The Board of Directors, in accordance with advice from the audit committee, is satisfied that the provision of non-audit services during the year is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The Directors are satisfied that the services disclosed below did not compromise the external auditor's independence for the following reasons:

- all non-audit services are reviewed and approved by the audit committee prior to commencement to ensure they do not adversely affect the integrity and objectivity of the auditor, and
- the nature of the services provided does not compromise the general principles relating to auditor independence in accordance with ARES 110: *Code of Ethic for Professional Accountants* set by the Accounting Professional and Ethical Standards Board.

The following fees were paid to Hall Chadwick for non-audit services provided during the year ended 30 June 2015:

Taxation services	$3,000

AUDITOR'S INDEPENDENCE DECLARATION

The lead auditor's independence declaration for the period ended 30 June 2015 has been received and can be found on the following page.

Richard Shemesian
Sydney, 23 September 2015

APOLLO MINERALS LIMITED
ABN 96 125 222 924
AND ITS CONTROLLED ENTITIES

SYDNEY

Level 40
2 Park Street
Sydney NSW 2000
Australia

GPO Box 3555
Sydney NSW 2001

Ph: (612) 9263 2600
Fx : (612) 9263 2800

AUDITOR'S INDEPENDENCE DECLARATION UNDER S 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF APOLLO MINERALS LIMITED AND ITS CONTROLLED ENTITIES

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2015 there have been:

i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
ii. no contraventions of any applicable code of professional conduct in relation to the audit.

Hall Chadwick

HALL CHADWICK
Level 40, 2 Park Street
Sydney NSW 2000

DREW TOWNSEND
Partner
Dated: 23 September 2015

APOLLO MINERALS LIMITED
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2015

	Note	**2015** $	2014 $
Revenue	2	**551,017**	26,190
Administration, office and other expenses		**(158,589)**	(105,091)
Personnel cost		**(119,784)**	(30,005)
Consultancy costs		**(198,356)**	(183,241)
Compliance and regulatory expenses		**(124,528)**	(92,474)
Occupancy costs		**(39,847)**	(6,795)
Technical, geological and support fees		**(212,247)**	(347,331)
Marketing fees		**(56,934)**	(90,736)
Directors fees		**(169,168)**	(194,160)
Legal fees		**(150,838)**	(107,841)
Exploration expenditure written off		**(47,500)**	(12,686,808)
Share based payments	19	**(464,927)**	(266,571)
(LOSS) BEFORE INCOME TAX		**(1,191,701)**	(14,084,863)
Income tax benefit	3	**-**	61,929
(LOSS) FOR THE YEAR		**(1,191,701)**	(14,022,934)
LOSS ATTRIBUTABLE TO MEMBERS OF THE PARENT ENTITY		**(1,191,701)**	(14,022,934)
OTHER COMPREHENSIVE INCOME		**-**	-
TOTAL COMPREHENSIVE (LOSS)		**(1,191,701)**	(14,022,934)
Earnings per share			
Basic and diluted (loss) per share (cents per share)[1]	17	**(1.91)**	**(3.77)**

[1]2015 earnings per share is post share consolidation.
The Consolidated Statement of Profit or Loss and Other Comprehensive Income is to be read in conjunction with the attached notes.

APOLLO MINERALS LIMITED
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2015

	Note	**2015** $	2014 $
CURRENT ASSETS			
Cash and cash equivalents	4	**808,308**	1,239,564
Trade and other receivables	5	**757,665**	288,277
TOTAL CURRENT ASSETS		**1,565,973**	1,527,841
NON-CURRENT ASSETS			
Fixed assets	6	**-**	31,492
Evaluation and exploration expenditure	8	**7,717,611**	6,381,641
TOTAL NON-CURRENT ASSETS		**7,717,611**	6,413,133
TOTAL ASSETS		**9,283,584**	7,940,974
CURRENT LIABILITIES			
Trade and other payables	9	**327,728**	1,197,093
TOTAL CURRENT LIABILITIES		**327,728**	1,197,093
TOTAL LIABILITIES		**327,728**	1,197,093
NET ASSETS		**8,955,856**	6,743,881
EQUITY			
Share Capital	10	**35,650,903**	32,614,135
Reserves	11	**686,391**	471,883
Accumulated losses		**(27,381,438)**	(26,342,137)
TOTAL EQUITY		**8,955,856**	6,743,881

The Consolidated Statement of Financial Position is to be read in conjunction with the attached notes.

APOLLO MINERALS LIMITED
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2015

	Share Capital $	Reserves $	Accumulated Losses $	Total $
Balance as at 1 July 2014	**32,614,135**	471,883	**(26,342,137)**	6,743,881
Loss for the year	**-**	-	**(1,191,701)**	(1,191,701)
Issue of share capital	**3,193,472**	-	**-**	3,193,472
Cost of share capital issued	**(156,704)**	-	**-**	(156,704)
Expiry of options	**-**	(152,400)	**152,400**	-
Transfer from options based payments reserve	**-**	-	**-**	-
Transfer to share based payments reserve	**-**	366,908	**-**	366,908
Balance as at 30 June 2015	**35,650,903**	686,391	**(27,381,438)**	8,955,856
Balance as at 1 July 2013	**29,744,528**	1,188,483	**(13,226,592)**	17,706,419
Loss for the year	**-**		**(14,022,934)**	(14,022,934)
Issue of share capital	**2,972,524**	-	**-**	2,972,524
Cost of share capital issued	**(102,917)**	-	**-**	(102,917)
Transfer from options based payments reserve	**-**	(907,389)	**907,389**	-
Transfer to share based payments reserve	**-**	190,789	**-**	190,789
Balance as at 30 June 2014	**32,614,135**	471,883	**(26,342,137)**	6,743,881

The Consolidated Statement of Changes in Equity is to be read in conjunction with the attached notes.

APOLLO MINERALS LIMITED
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2015

	Note	2015 $	2014 $
CASH FLOWS FROM OPERATING ACTIVITIES			
Payments to suppliers and employees		**(1,379,035)**	(1,205,945)
Interest received		**33,765**	50,417
NET CASH USED IN OPERATING ACTIVITIES	20	**(1,345,270)**	(1,155,528)
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from sale of project		**500,000**	-
Payment for exploration and evaluation		**(2,093,575)**	(1,446,406)
Payment of acquisition of exploration assets		**(216,903)**	-
Research and development rebate		**111,196**	61,929
NET CASH USED IN INVESTING ACTIVITIES		**(1,699,282)**	(1,384,477)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of shares and options		**2,770,000**	2,354,245
Costs of issue of shares		**(156,704)**	(102,917)
NET CASH PROVIDED BY FINANCING ACTIVITIES		**2,613,296**	2,251,328
NET DECREASE IN CASH HELD		**(431,256)**	(288,677)
Cash at the beginning of the financial year		**1,239,564**	1,528,241
CASH AT THE END OF THE FINANCIAL YEAR	4	**808,308**	1,239,564

The Consolidated Statement of Cash Flows is to be read in conjunction with the attached notes.

These consolidated financial statements and notes represent those of Apollo Minerals Limited and Controlled Entities (the "consolidated group" or "group").

The separate financial statements of the parent entity, Apollo Minerals Limited, have not been presented within this financial report as permitted by the *Corporations Act 2001*.

The financial statements were authorised for issue on 23 September 2015 by the directors of the company.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF PREPARATION

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board, International Financial Reporting Standards as issued by the International Accounting Standards Board and the *Corporations Act 2001*. The Group is a for profit entity for financial reporting purposes under Australian Accounting Standards.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards. Material accounting policies adopted in the preparation of this financial report are presented below and have been consistently applied unless otherwise stated.

The financial report has been prepared on an accruals basis and is based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

a. Principles of consolidation

The consolidated financial statements incorporate all of the assets, liabilities and results of the parent (Apollo Minerals Limited) and all of the subsidiaries (including any structured entities). Subsidiaries are entities the parent controls. The parent controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A list of the subsidiaries is provided in Note 7.

The assets, liabilities and results of all subsidiaries are fully consolidated into the financial statements of the Group from the date on which control is obtained by the Group. The consolidation of a subsidiary is discontinued from the date that control ceases. Intercompany transactions, balances and unrealised gains or losses on transactions between group entities are fully eliminated on consolidation. Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity of the accounting policies adopted by the Group.

Equity interests in a subsidiary not attributable, directly or indirectly, to the Group are presented as "non-controlling interests". The Group initially recognises non-controlling interests that are present ownership interests in subsidiaries and are entitled to a proportionate share of the subsidiary's net assets on liquidation at either fair value or at the non-controlling interests' proportionate share of the subsidiary's net assets. Subsequent to initial recognition, non-controlling interests are attributed their share of profit or loss and each component of other comprehensive income. Non-controlling interests are shown separately within the equity section of the statement of financial position and statement of comprehensive income.

Business combinations

Business combinations occur where an acquirer obtains control over one or more businesses.

A business combination is accounted for by applying the acquisition method, unless it is a combination involving entities or businesses under common control. The business combination will be accounted for from the date that control is attained, whereby the fair value of the identifiable assets acquired and liabilities (including contingent liabilities) assumed is recognised (subject to certain limited exemptions).

When measuring the consideration transferred in the business combination, any asset or liability resulting from a contingent consideration arrangement is also included. Subsequent to initial recognition, contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability is remeasured each reporting period to fair value, recognising any change to fair value in profit or loss, unless the change in value can be identified as existing at acquisition date.

All transaction costs incurred in relation to the business combination are expensed to the consolidated statement of comprehensive income.

The acquisition of a business may result in the recognition of goodwill or a gain from a bargain purchase.

b. Going concern

The financial statements have been prepared on the going concern basis, which contemplates continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business.

As disclosed in the financial statements, the consolidated entity incurred a loss of $1,191,701 and had net cash outflows from operating activities of $1,345,570 for the year ended 30 June 2015.

The Directors believe that there are reasonable grounds to believe that the company and consolidated entity will be able to continue as a going concern, after consideration of the following factors:

- The company has been successful in raising capital of $2,770,000 during the period;
- The consolidated entity has cash at bank at balance date of $808,308, net working capital of $1,238,245 and net assets of $8,955,856;
- The ability of the consolidated entity to further scale back certain parts of their activities that are non essential so as to conserve cash; and
- The consolidated entity retains the ability, if required, to wholly or in part dispose of interests in mineral exploration and development assets.

Accordingly, the Directors believe that the company and consolidated entity will be able to continue as going concerns and that it is appropriate to adopt the going concern basis in the preparation of the financial report.

c. New accounting standards for application in future periods

Accounting Standards and Interpretations issued by the AASB that are not yet mandatorily applicable to the Group, together with an assessment of the potential impact of such pronouncements on the Group when adopted in future periods, are discussed below:

- AASB 9*: Financial Instruments* and associated Amending Standards (applicable to annual reporting periods beginning on or after 1 January 2018).

The Standard will be applicable retrospectively (subject to the provisions on hedge accounting outlined below) and includes revised requirements for the classification and measurement of financial instruments, revised recognition and derecognition requirements for financial instruments and simplified requirements for hedge accounting.

The key changes that may affect the Group on initial application include certain simplifications to the classification of financial assets, simplifications to the accounting of embedded derivatives, upfront accounting for expected credit loss, and the irrevocable election to recognise gains and losses on investments in equity instruments that are not held for trading in other comprehensive income. AASB 9 also introduces a new model for hedge accounting that will allow greater flexibility in the ability to hedge risk, particularly with respect to hedges of non-financial items. Should the entity elect to change its hedge policies in line with the new hedge accounting requirements of the Standard, the application of such accounting would be largely prospective.

The directors anticipate that the adoption of AASB 9 will not have a significant impact on the Group's financial statements.

- AASB 15: Revenue from Contracts with Customers (applicable to annual reporting periods commencing on or after 1 January 2017).

When effective, this Standard will replace the current accounting requirements applicable to revenue with a single, principles-based model. Except for a limited number of exceptions, including leases, the new revenue model in AASB 15 will apply to all contracts with customers as well as non-monetary exchanges between entities in the same line of business to facilitate sales to customers and potential customers.

The core principle of the Standard is that an entity will recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for the goods or services. To achieve this objective, AASB 15 provides the following five-step process:

- identify the contract(s) with a customer;
- identify the performance obligations in the contract(s);
- determine the transaction price;
- allocate the transaction price to the performance obligations in the contract(s); and
- recognise revenue when (or as) the performance obligations are satisfied.

This Standard will require retrospective restatement, as well as enhanced disclosures regarding revenue.

The directors anticipate that the adoption of AASB 15 will not have a significant impact on the Group's financial statements.

d. Income taxes

The income tax expense (revenue) for the year comprises current income tax expense (income) and deferred tax expense (income). Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at reporting date. Current tax liabilities (assets) are therefore measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well unused tax losses. Current and deferred income tax expense (income) is charged or credited directly to equity instead of the profit or loss when the tax relates to items that are credited or charged directly to equity. Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. 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 assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates enacted or substantively enacted at reporting date. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability. Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised. Where temporary differences exist in relation to investments in subsidiaries, branches, associates, and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where a legally enforceable right of set-off exists, the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

e. Exploration and evaluation costs

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. 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.

f. Leases

A distinction is made between finance leases which transfer from the lessor to the lessee substantially all the risks and rewards incident to ownership of the leased asset and operating leases under which the lessor retains substantially all the risks and rewards.

Where an asset is acquired by means of a finance lease, the fair value of the leased property or the present value of minimum lease payments, if lower, is established as an asset at the beginning of the lease term. A corresponding liability is also established and each lease payment is apportioned between the finance charge and the reduction of the outstanding liability.

Operating lease rental expense is recognised as an expense on a straight line basis over the lease term, or on a systematic basis more representative of the time pattern of the user's benefit.

g. Financial instruments

Recognition and initial measurement

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions to the instrument. For financial assets, this is equivalent to the date that the company commits itself to either the purchase or sale of the asset (ie trade date accounting is adopted).

Financial instruments are initially measured at fair value plus transaction costs, except where the instrument is classified "at fair value through profit or loss", in which case transaction costs are expensed to profit or loss immediately.

Classification and subsequent measurement

Finance instruments are subsequently measured at fair value, amortised cost using the effective interest rate method, or cost.

Amortised cost is the amount at which the financial asset or financial liability is measured at initial recognition less principal repayments and any reduction for impairment, and adjusted for any cumulative amortisation of the difference between that initial amount and the maturity amount calculated using the *effective interest method*.

Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arm's length transactions, reference to similar instruments and option pricing models.

The *effective interest method* is used to allocate interest income or interest expense over the relevant period and is equivalent to the rate that discounts estimated future cash payments or receipts (including fees, transaction costs and other premiums or discounts) through the expected life (or when this cannot be reliably predicted, the contractual term) of the financial instrument to the net carrying amount of the financial asset or financial liability. Revisions to expected future net cash flows will necessitate an adjustment to the carrying value with a consequential recognition of an income or expense item in profit or loss.

The Group does not designate any interests in subsidiaries, associates or joint venture entities as being subject to the requirements of Accounting Standards specifically applicable to financial instruments.

(i) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost.

(ii) Financial liabilities

Non-derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortised cost.

Impairment

At the end of each reporting period, the Group assesses whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale financial instruments, a prolonged decline in the value of the instrument is considered to determine whether an impairment has arisen. Impairment losses are recognised in profit or loss. Also, any cumulative decline in fair value previously recognised in other comprehensive income is reclassified to profit or loss at this point.

h. Impairment of assets

At each reporting date, the group 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 consolidated statement of comprehensive income. Impairment testing is performed annually for goodwill and intangible assets with indefinite lives.

Where it is not possible to estimate the recoverable amount of an individual asset, the group estimates the recoverable amount of the cash-generating unit to which the asset belongs. In the case of available-for-sale financial instruments, a prolonged decline in the value of the instrument is considered to determine whether impairment has arisen.

i. Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of 3 months or less, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the consolidated statement of financial position.

j. Revenue recognition

Interest revenue is recognised using the effective interest method. It includes the amortisation of any discount or premium.

k. Borrowing costs

Borrowing costs are recognised as an expense in the period in which they are incurred except borrowing costs that are directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period to get ready for its intended use or sale. In this case the borrowing costs are capitalised as part of the cost of such a qualifying asset.

The amount of borrowing costs relating to funds borrowed generally and used for the acquisition of qualifying assets has been determined by applying a capitalisation rate to the expenditures on those assets. The capitalisation rate comprises the weighted average of borrowing costs incurred during the year.

l. Employee benefits

Short-term employee benefits

Provision is made for the Group's obligation for short term employee benefits. Short-term employee benefits are benefits (other than termination benefits) that are expected to be settled wholly before 12 months after the end of the annual reporting period in which the employees render the related service, including wages, salaries and sick leave. Short-term employee benefits are measured at the (undiscounted) amounts expected to be paid when the obligation is settled.

The Group's obligation for short-term employee benefits such as wages, salary and sick leave are recognised as part of current trade and other payables in the statement of financial position. The Group's obligations for employees' annual leave and long service leave entitlements are recognised as provisions in the statement of financial position.

Equity settled compensation

Share-based payments to employees are measured at the fair value of the instruments issued and amortised over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the option reserve. The fair value of options is determined using the Black-Scholes pricing model. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognised for services received as consideration for the equity instruments granted is based on the number of equity instruments that eventually vest.

m. Goods and services tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the consolidated statement of financial position are shown inclusive of GST. Cash flows are presented in the consolidated statement of cash flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

n. Comparative figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

o. Significant judgements and key assumptions

The directors evaluate estimates and judgements incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the group.

Key judgements

The Group capitalises expenditure relating to exploration and evaluation where it is considered likely to be recoverable or where the activities have not reached a stage which permits a reasonable assessment of the existence of reserves. While there are certain areas of interest from which no reserves have been extracted, the directors are of the continued belief that such expenditure should not be written off since feasibility studies in such areas have not yet concluded. Such capitalised expenditure is carried at reporting date at $7,717,611.

2. REVENUE

	Consolidated Group	
	2015	2014
	$	$
Sale of Project	**500,000**	-
Interest received	**45,195**	23,921
Fuel tax rebate	**5,822**	2,269
	551,017	26,190

3. INCOME TAX EXPENSE

(a) No income tax is payable by the parent or consolidated entities as they recorded losses for income tax purposes for the period.

(b) Reconciliation between income tax expense and prima facie tax on accounting profit (loss)

	Consolidated Group	
	2015	2014
	$	$
Accounting loss	**(1,191,701)**	(14,022,934)
Tax at 30%	**(357,510)**	(4,206,880)
Tax effect of net non-deductible expenses (including share based payment expense and exploration costs written off)	**170,330**	3,777,880
Deductible exploration costs	**-**	(458,329)
Refundable research and development tax offset	**-**	61,929
Deferred tax asset not recognised	**187,180**	887,330
Income tax benefit	**-**	61,929

(c) Tax losses

	2015	2014
	$	$
Unused tax losses for which no deferred tax asset has been recognised	21,496,225	20,624,321

Potential deferred tax assets attributable to tax losses and exploration expenditure carried forward have not been brought to account at 30 June 2015 because the directors do not believe it is appropriate to regard realisation of the deferred tax assets as probable at this point in time. These benefits will only be obtained if:

- the company derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the loss and exploration expenditure to be realised;
- the company continues to comply with conditions for deductibility imposed by law; and
- no changes in tax legislation adversely affect the company in realising the benefit from the deductions for the loss and exploration expenditure.

The applicable tax rate is the national tax rate in Australia for companies, which is 30% at the reporting date.

4. CASH AND CASH EQUIVALENTS

	Consolidated Group	
	2015	2014
	$	$
Cash and cash equivalents	**808,308**	1,239,564

5. TRADE AND OTHER RECEIVABLES

	Consolidated Group	
	2015	2014
	$	$
CURRENT		
Research and development tax offset	**532,446**	-
Other receivables	**174,694**	158,713
GST refund due	**51,525**	129,564
	758,665	288,277

6. FIXED ASSETS

	Consolidated Group 2015 $	2014 $
Plant and Equipment		
At cost		
Opening balance	**94,738**	94,738
Additions	**-**	-
Disposal	**-**	-
Closing balance	**94,738**	94,738
Depreciation		
Opening balance	**(63,246)**	(51,355)
Charge for the year	**(31,492)**	(11,891)
Disposal	**-**	-
Closing balance	**(94,738)**	(63,246)
Written down value	**-**	31,492

7. INTEREST IN SUBSIDIARIES

a. Information about Principal Subsidiaries

The subsidiaries listed below have share capital consisting solely of ordinary shares which are held directly by the Group. The proportion of ownership interests held equals the voting rights held by the Group. Each subsidiary's principal place of business is also its country of incorporation.

	Country of Incorporation	**Ownership % 2015**	Ownership % 2014
Parent Entity:			
Apollo Minerals Limited	Australia	**-**	**-**
Subsidiaries:			
Apollo Iron Ore No 1 Pty Limited	Australia	-	100
Apollo Iron Ore No 2 Pty Limited	Australia	100	100
Apollo Iron Ore No 3 Pty Limited	Australia	100	100
Apollo African Holdings Limited[2]	Hong Kong	82.5	82.5
Apollo Gabon SA[1]	Gabon	82.5	82.5
Capital Resource Holdings No.1 Limited	New Zealand	100	100
Apollo Iron Ore Pty Limited	Australia	100	100
Southern Exploration Pty Limited	Australia	100	100
Fraser Range Exploration Pty Limited	Australia	100	-

[1]Subsequent to year end the Group's interest in this entity decreased to 70%, following a Middle Eastern Group earning a 30% interest.
[2]Subsequent to year end the Group acquired the remaining 17.5% of this interest for a cash consideration of $70,000 plus three share based payments of $60,000 over eighteen months.

b. Subsidiary financial statements used in the preparation of these consolidated financial statements have also been prepared as at the same reporting date as the Group's financial statements.

8. EXPLORATION AND EVALUATION EXPENDITURE

	Consolidated Group	
	2015	2014
	$	$
Evaluation and exploration expenditure	**7,717,611**	6,381,641
Reconciliation of carrying amount		
Balance at beginning of financial period	**6,381,641**	16,493,083
Acquisition of Fraser Range project	**400,000**	-
Acquisition of additional interest in Gabon project	**16,903**	500,000
Expenditure in current period	**1,610,209**	2,075,366
Exploration expenditure written off	**(47,500)**	(12,686,808)
Research and development rebate received/receivable	**(643,642)**	-
Balance at end of financial period	**7,717,611**	6,381,641

9. TRADE AND OTHER PAYABLES

	Consolidated Group	
	2015	2014
	$	$
CURRENT		
Unsecured liabilities:		
Trade payables	**268,943**	1,122,436
Sundry payables and accrued expenses	**58,785**	74,657
	327,728	1,197,093

10. SHARE CAPITAL

	Consolidated Group	
	2015	2014
	$	$
70,155,576 (2014: 493,355,333) fully paid ordinary shares	**35,650,903**	32,614,135

Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held. At shareholders' meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

Reconciliation of movements in share capital during the year:

	2015 No. Shares	2014 No. Shares	**2015 $**	2014 $
Opening balance	**493,355,333**	324,264,466	**32,614,135**	29,744,528
Issue of shares – 1 July 2013		1,489,957		54,681
Issue of shares – 15 July 2013		303,376		9,101
Issue of shares – 23 December 2013		1,214,200		42,497
Issue of shares – 25 February 2014		81,818,000		1,227,270
Issue of shares – 28 February 2014		25,000,000		500,000
Issue of shares – 7 May 2014		50,000,000		1,000,000
Issue of shares – 7 May 2014		8,465,334		126,975
Issue of shares – 7 May 2014		800,000		12,000
Issue of shares – 25 July 2014	**100,000,000**	-	**2,200,000**	-
Issue of shares – 13 September 2014	**1,026,944**	-	**29,299**	-
Issue of shares – 6 October 2014	**2,229,561**	-	**35,673**	-
Issue of shares – 26 October 2014	**457,672**	-	**5,583**	-
Issue of shares – 29 December 2014	**2,291,511**	-	**36,667**	-
Issue of shares– 15 January 2015	**6,818,182**	-	**75,000**	-
Issue of shares – 17 February 2015	**2,500,000**	-	**20,000**	-
Issue of shares – 17 February 2015	**2,500,000**	-	**20,000**	-
Issue of shares – 17 February 2015	**25,000,000**	-	**200,000**	-
Issue of shares – 17 February 2015	**2,500,000**	-	**20,000**	-
Issue of shares– 18 February 2015	**500,000**	-	**5,000**	-
Issue of shares – 19 February 2015	**25,000,000**	-	**200,000**	-
Issue of shares – 24 February 2015	**6,250,000**	-	**50,000**	-
Issue of shares – 25 February 2015	**5,000,000**	-	**40,000**	-
Issue of shares – 31 March 2015	**20,000,000**	-	**200,000**	-
Issue of shares – 31 March 2015	**3,000,000**	-	**30,000**	-
Issue of shares – 31 March 2015	**625,000**	-	**6,250**	-
	699,054,203	-	**35,787,607**	32,717,052
Share consolidation on 1 for 10 basis on 7 May 2015	**69,905,576**	-	**-**	-
Issue of shares – 8 May 2015	**250,000**	-	**20,000**	-
Capital raising costs	**-**	-	**(156,704)**	(102,917)
	70,155,576	493,355,333	**35,650,903**	32,614,135

11. RESERVES

	Consolidated Group 2015 $	Consolidated Group 2014 $
Options reserve	**686,391**	471,883

Options reserve

	2015 Options	2014 Options	2015 $	2014 $
Total Options	**15,566,674**	86,541,667	686,391	471,883
Opening balance	**86,541,667**	62,000,000	**471,883**	1,188,483
Issue unlisted options – 31 August 2013	**-**	5,000,000	**-**	112,125
Expiry of unlisted options with exercise date 30 June 2014	**-**	(53,500,000)	**-**	(860,315)
Expiry of unlisted options with exercise date 30 June 2014	**-**	(500,000)	**-**	(3,074)
Issue Director Performance Rights – 23 December 2013	**-**	7,000,000	**32,300**	-
Issue Employee Performance Rights – 23 December 2013, and subsequent grant	**(3,000,000)**	8,000,000	**23,000**	-
Issue unlisted options expiring 28 February 2017, attached to rights issue	**-**	45,541,667	**-**	-
Issue unlisted options expiring 28 February 2017	**-**	15,000,000	**-**	78,664
Expiry unlisted options 9 May 2014	**-**	(2,000,000)	**-**	(44,000)
Issue of unlisted options expiry date 28 February 2017	**10,000,000**	-	**171,040**	-
Expiry of unlisted options – 31 December 2014	**(4,000,000)**	-	**(111,800)**	-
Issue Director Performance Rights	**1,000,000**	-	**4,700**	-
Issue unlisted options expiring 28 February 2018, attached to placement	**34,375,000**	-		-
Expiry of unlisted options	**124,916,667**	-	**591,123**	
Consolidation on 1 for 10 basis 7 May 2015	**12,491,674**	-		-
Expiry unlisted options 9 May 2015	**(200,000)**	-	**(40,600)**	-
Issue of unlisted options with expiry date 28 February 2018, directors, employees and consultants	**3,150,000**	-	**135,868**	-
Issue of unlisted options with expiry date 28 February 2018, attached to placement	**125,000**	-	**-**	-
Closing balance[1]	**15,566,674**	86,541,667	**686,391**	471,883

[1]Comprised of 14,266,674 options and 800,000 performance rights

The options reserve represents the charge for outstanding options which have met all conditions precedent to vest, but which have not been exercised.

12. FINANCIAL RISK MANAGEMENT

The Board of Directors takes responsibility for managing financial risk exposures of the Group. The Board monitors the Group's financial risk management policies and exposures and approves financial transactions. It also reviews the effectiveness of internal controls relating to commodity price risk, counterparty credit risk, currency risk, liquidity risk and interest rate risk. The Board meets monthly at which these matters are reviewed.

The Board's overall risk management strategy seeks to assist the consolidated group in meeting its financial targets, while minimising potential adverse effects on financial performance. Its review includes the use of hedging derivative instruments, credit risk policies and future cash flow requirements.

The Group's principal financial instruments comprise mainly of deposits with banks and loans to subsidiaries. The main purpose of the financial instruments is to earn the maximum amount of interest at a low risk to the Group. The Group also has other financial instruments such as trade debtors and creditors which arise directly from its operations. For the period under review, it has been the Group's policy not to trade in financial instruments.

The Group holds the following financial instruments at the end of the reporting period:

	Consolidated Group	
	2015	2014
	$	$
Financial assets		
Cash and cash equivalents	**808,308**	1,239,564
Trade and other receivables	**757,665**	288,277
	1,566,973	1,527,841
Financial liabilities		
Trade and other payables	**327,728**	1,197,093

The main risks arising from the Group's financial instruments are market risk, credit risk and liquidity risk. The board reviews and agrees policies for managing each of these risks and they are summarised below:

a. Market risk

Cash flow and fair value interest rate risk
The Group's main interest rate risk arises from cash deposits to be applied to exploration and development areas of interest. It is the Group's policy to invest cash in short term deposits to minimise the Group's exposure to interest rate fluctuations. The Group's deposits were denominated in Australian dollars throughout the year. The group did not enter into any interest rate swap contracts during the year ended 30 June 2015. Neither the group nor the parent has any short or long term debt, and therefore this risk is minimal.

b. Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group has adopted the policy of only dealing with credit worthy counterparties and obtaining sufficient collateral or other security where appropriate, as a means of mitigating the risk of financial loss from defaults. The cash transactions of the group are limited to high credit quality financial institutions.

The Group does not have any significant credit risk exposure to any single counterparty or any Group of counterparties having similar characteristics. The carrying amount of financial assets recorded in the financial statements, net of any provisions for losses, represents the Group's maximum exposure to credit risk.

c. Liquidity risk

The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. Surplus funds when available are generally only invested in high credit quality financial institutions in highly liquid markets.

Financial instrument composition and maturity analysis

The tables below reflect the undiscounted contractual settlement terms for financial instruments of a fixed period of maturity, as well as management's expectations of the settlement period for all other financial instruments. As such, the amounts may not reconcile to the consolidated statement of financial position.

Consolidated Group	Within 1 year		1 to 5 years		Over 5 years		Total	
	2015	2014	2015	2014	2015	2014	2015	2014
Financial liabilities - due for payment:								
Trade and other payables	**327,728**	1,197,093	-	-	-	-	**327,728**	1,197,093
Total contractual outflows	**327,728**	1,197,093	-	-	-	-	**327,728**	1,197,093
Financial assets – cash flows realisable								
Cash and cash equivalents	**808,308**	1,239,564	-	-	-	-	**808,308**	1,239,564
Trade and other receivables	**757,665**	288,277	-	-	-	-	**757,665**	288,277
Total anticipated inflows	**1,565,973**	1,527,841	-	-	-	-	**1,565,973**	1,527,841
Net inflow/(outflow) on financial instruments	**1,238,245**	(330,748)	-	-	-	-	**1,238,245**	(330,748)

Cash flow sensitivity analysis for variable rate instruments

A change of 100 basis points in interest rates at the reporting date would have increased/(decreased) equity and profit or loss by the amounts shown below.

		Change in profit		Change in equity	
	Carrying Value	100bp increase	100bp decrease	100bp increase	100bp decrease
30 June 2015	$	$	$	$	$
Cash and cash equivalents - Consolidated	808,308	8,083	(8,083)	8,083	(8,083)
30 June 2014					
Cash and cash equivalents - Consolidated	1,239,564	12,395	(12,395)	12,395	(12,395)

Maturity of financial assets and liabilities

The note below summarises the maturity of the group's and the parent's financial assets and liabilities as per the director's expectations. The amounts disclosed are the contractual undiscounted cash flows. There are no derivatives.

Consolidated Group	**< 6 months**	**6 – 12 months**	**1- 5 years**	**>5 years**	**Total**
30 June 2015	**$**	**$**	**$**	**$**	**$**
Trade and other receivables	757,365	-	-	-	757,365
Trade and other payables	327,728	-	-	-	327,728

Consolidated Group	**< 6 months**	**6 – 12 months**	**1- 5 years**	**>5 years**	**Total**
30 June 2014	**$**	**$**	**$**	**$**	**$**
Trade and other receivables	288,277	-	-	-	288,277
Trade and other payables	1,197,093	-	-	-	1,197,093

Fair value of financial assets and financial liabilities

There is no difference between the fair values and the carrying amounts of the Group's financial instruments. The Group has no unrecognised financial instruments at balance date.

13. COMMITMENTS FOR EXPENDITURE

The consolidated group currently has commitments for expenditure at 30 June 2015 on its exploration tenements as follows:

	Consolidated Group 2015	Consolidated Group 2014
	$	$
Not later than 12 months	**2,499,042**	2,641,560
Between 12 months and 5 years	**1,112,083**	1,589,633
Greater than 5 years	**-**	-
	3,611,125	4,231,193

The Group reviews its tenement obligations on an ongoing basis and will continue to hold existing tenements based on their prospectivity.

The above commitments include farm-in agreements with Marmota Energy (Aurora Tank Project) where the company is earning a 75% interest and the Mincor (Eaglehawk Project) where the company is earning a 75% interest.

In an agreement entered into with a Middle Eastern group during the year, the group has the right to earn a 50.1% interest in the Gabon, Kango North Project by spending US$3 million over the next 3 years. Subsequent to year end the group earned a 30% interest on commencement of the initial exploration programme to spend US$750,000.

The Group has terminated all agreements for consultancy including the provision of office, geological and service personnel. The group has a rental commitment on an office lease as follows:

	Consolidated Group 2015 $	Consolidated Group 2014 $
Not later than 12 months	**85,585**	150,000
Between 12 months and 5 years	**173,170**	450,000
Greater than 5 years	**-**	-
	258,755	600,000

14. CONTINGENT LIABILITIES AND CONTINGENT ASSETS

There are no contingent liabilities or assets in existence at balance sheet date.

15. RELATED PARTY DISCLOSURES

Refer to the Remuneration Report contained in the Directors Report for details of the remuneration paid or payable to each member of the Group's key management personnel for the year ended 30 June 2015. Other than the Directors, Chief Executive Officer and General Manager Exploration, the Company had no key management personnel for the financial period ended 30 June 2015.

The total remuneration paid to key management personnel of the company and the group during the year are as follows:

	Consolidated Group	
	2015 $	2014 $
Short term employee benefits	**560,273**	552,294
Superannuation	**38,464**	37,506
Share based payments	**56,250**	36,666
Options granted	**72,524**	-
	727,511	626,466

Related party transactions

Expenses	**Consolidated Group 2015 $**	Consolidated Group 2014 $
Mining Management Consultants[1]	**57,500**	-
Wirrida Holdings Pty Limited[2]	**-**	715,366
Totals	**57,500**	715,366

[1] Fees paid to a director, Mr Richard Shemesian's consulting company. The consulting firm is paid a consulting fee at a daily rate of $1,250 per day. In addition Mr Shemesian was paid directors fees of $60,000 in 2014 and 2015 as outlined in the remuneration report.

[2] Wirrida Holdings Pty Limited is a subsidiary of HPX Australia Holdings Pty Ltd, a joint venture partner on the Commonwealth Hill project. Mr Eric Finlayson a director of Apollo is a director of Wirrida Holdings Pty Ltd. This amount was paid to Wirrida Holdings Pty Ltd for exploration work in the ordinary course of business.

16. SEGMENT INFORMATION

The group's operations are in one business segment being the resources sector. The group operates in Australia and Gabon. All subsidiaries in the group operate within the same segment.

	Consolidated Group 2015 $	2014 $
Segment Revenue		
External segment revenue	**551,017**	26,190
Segment expenses from continuing operating activities	**(1,742,718)**	(14,111,053)
(Loss) before income tax	**(1,191,701)**	(14,084,863)
Income tax benefit	**-**	61,929
(Loss) after income tax	**(1,191,701)**	(14,022,934)
Assets		
Segment Assets	**9,283,584**	7,940,974
Total assets	**9,283,584**	7,940,974
Liabilities		
Segment Liabilities	**327,728**	1,197,093
Total Liabilities	**327,728**	1,197,093

An analysis of segment assets is as follows:

	2015	2014
Assets		
Exploration assets		
Commonwealth Hill, South Australia	**5,649,781**	5,080,916
Fraser Range, Western Australia	**492,239**	-
Gabon	**1,575,591**	1,300,725
Total exploration assets	**7,717,611**	6,381,641
Unallocated	**1,565,973**	1,559,333
	9,283,584	7,940,974

No segment information is provided for Gabon in relation to revenue, profit or loss and liabilities as these are considered immaterial.

17. EARNINGS PER SHARE

	Consolidated Group 2015 Cents[1]	2014 Cents
Reconciliation of earnings per share		
Basic and diluted earnings per share	**(1.91)**	(3.77)
Loss used in the calculation of the basic earnings per share	**(1,191,701)**	(14,022,934)
	No. of shares[1]	No. of shares
Weighted average number of ordinary shares:		
Used in calculating basic earnings per ordinary share	**62,463,120**	371,855,902
Dilutive potential ordinary shares	**-**	-
Used in calculating diluted earnings per share	**62,463,120**	371,855,902

The 2015 figures are post a 1 for 10 share consolidation.

18. AUDITORS REMUNERATION

	Consolidated Group	
	2015	2014
	$	$
Auditor of parent entity		
Audit or review of financial reports	**26,600**	32,600
Non-audit services	**3,000**	-
	26,600	32,060

19. SHARE BASED PAYMENTS

Goods or services received or acquired in a share-based payment transaction are recognised as an increase in equity if the goods or services were received in an equity-settled share-based payment transaction or as a liability if the goods and services were acquired in a cash settled share-based payment transaction.

For equity-settled share-based transactions, goods or services received are measured directly at the fair value of the goods or services received provided this can be estimated reliably. If a reliable estimate cannot be made the value of the goods or services is determined indirectly by reference to the fair value of the equity instrument granted.

Transactions with employees and others providing similar services are measured by reference to the fair value at grant date of the equity instrument granted.

The options hold no voting or dividend rights and are unlisted. Details of the options issued to key management personnel are included in the Directors' report. No new shares were issued in the period to key management personnel/directors. Total share based payment expense relates to shares issued in prior period but vesting in the current period or relates to shares yet to be issued.

Expenses arising from share-based payment transactions

Total expenses arising from share-based payment transactions recognised during the year:

	Consolidated Group	
	2015	2014
	$	$
Employee benefits expense		
Options issued	**124,007**	-
Performance rights accrual	**60,000**	-
Shares in lieu of cash payments	**56,250**	36,664
Total employee benefits expense	**240,257**	36,664
Options issued to advisors	**219,670**	190,789
Shares issued to advisors in lieu of cash payments	**5,000**	75,782
Total share based payments	**464,927**	303,235

Options granted to Key Management Personnel:

Grant date	Option class	Balance at start of year	Number granted/(expired) during year	Options outstanding at 30 June 2015	Fair value of options granted during the year	Number vested at 30 June 2015	Exercise Price	Expiry date
Pre share Consolidation								
1/12/11	Series 1	3,000,000	(3,000,000)	-	-	-	8 cents	31/12/14
1/12/11	Series 3	1,000,000	(1,000,000)	-	-	-	12 cents	31/12/14
Post share Consolidation								
1/12/11	Series 2	200,000	(200,000)	-	-	-	$1.50	9/5/15
12/5/2015	Series 9[1]	-	2,875,000	2,875,000	124,007	-	13 cents	28/2/18

[1]Post share consolidation on a 1 for 10 basis on 7 May 2015
Details of the options issued to key management personnel are included in the Directors' report.

Options granted to Other Parties:

Grant date	Option class	Balance at start of year	Number granted/ (expired) during year	Options outstanding at 30 June 2015	Fair value of options granted during the year	Number vested at 30 June 2015	Exercise Price	Expiry date
Post share Consolidation								
19/7/10	Series 7	500,000	-	500,000	-	500 ,000	$2.50	19/7/15
7/5/14	Series 8	1,500,000	-	1,500,000	-	1,500,000	30 cents	28/2/17
2/7/14	Series 10	-	1,000,000	1,000,000	171,040	1,000,000	30 cents	28/2/17
12/5/15	Series 11[1]	-	275,000	275,000	11,861	-	13 cents	28/2/18

Basis of valuation

The Black & Scholes methodology has been used to ascertain fair value, together with the following assumptions for the options issued:

	Series 7	Series 8	Series 9 & 11	Series 10
Expected volatility (%)	70%	80%	77%	260%
Risk-free interest free (%)	5.5%	3.44%	2.6%	2.6%
Expected life of option (years)	5.0	2.8	2.8	2.7
Exercise price ($)	$2.50	30 cents	13 cents	30 cents
Grant date share price[1]	$1.10	15 cents	10 cents	15 cents
Fair value at grant date[1]	$240,819	$78,664	$135,868	$171,040

[1]Post share consolidation on a 1 for 10 basis on 7 May 2015

The following table illustrates the number (No.) and weighted average exercise prices of and movements in share options issued during the year:

	No. 2015	Weighted average exercise price	No. 2014	Weighted average Exercise price
Outstanding at the beginning of the year	26,000,000	9 cents	60,000,000	7 cents
Adjusted for 1 for 10 share consolidation on 7 May 2015	2,600,000	90 cents	-	-
Granted during the year	4,150,000	17.1 cents	15,000,000	3 cents
Exercised during the year	-	-	-	-
Expired/cancelled during the year	(600,000)	$1.10	(49,000,000)	5 cents
Outstanding at the end of the year	6,150,000	39 cents	26,000,000	9 cents
Exercisable at the end of the year	3,000,000	39 cents	26,000,000	9 cents

The share options outstanding at the end of the year had a weighted average exercise price of $0.39 (2014: $0.09) and weighted average remaining contractual life of 2.77 years (2014:1.97 years).

The weighted average fair value of options granted during the year was $358,390 (2014: $190,789).

Other information

No options have been exercised to 30 June 2015 and 30 June 2014.

20. CASH FLOW INFORMATION

Reconciliation of net cash used in operating activities with loss after income tax

	Consolidated Group	
	2015	2014
	$	$
Loss after income tax	**(1,191,701)**	(14,022,934)
Non-cash flows in profit:		
Write off exploration expenditure	**-**	12,586,808
Depreciation	**-**	11,892
Share based payments	**464,927**	266,571
Changes in assets and liabilities during the financial period:		
(Increase) in trade and other receivables	**(469,381)**	(40,793)
Increase/(decrease) in trade and other payables	**(149,115)**	42,928
Net cash outflow from operating activities	**(1,345,270)**	(1,155,528)

21. PARENT ENTITY DISCLOSURES

	2015	2014
	$	$
(a) Financial position		
Current Assets		
Cash and cash equivalents	**808,217**	1,239,471
Trade and other receivables	**757,365**	251,184
Total Current Assets	**1,565,582**	1,490,655
Non-current Assets		
Fixed assets	**-**	31,492
Financial assets	**916,904**	500,102
Trade and other receivables	**6,688,728**	5,811,967
Total Non-current assets	**7,605,732**	6,343,561
Total Assets	**9,171,314**	7,834,216
Current Liabilities		
Trade and other payables	**327,728**	1,197,093
Total Current Liabilities	**327,728**	1,197,093
TOTAL LIABILITIES	**327,728**	1,197,093
NET ASSETS	**8,843,586**	6,637,123
EQUITY		
Share Capital	**35,650,902**	32,614,135
Reserves	**686,391**	471,883
Accumulated losses	**(27,493,707)**	(26,448,895)
TOTAL EQUITY	**8,843,586**	6,637,123
(b) Reserves		
Options reserve	**686,391**	471,883
	686,391	471,883
(c) Financial performance		
Loss for the year	**(1,197,212)**	(14,214,749)
Other comprehensive income	**-**	-
Total comprehensive income	**(1,197,212)**	(14,214,749)

(d) Commitments

All Exploration commitments are held by subsidiary companies.

Administration commitments		
Not later than 12 months	**85,585**	150,000
Between 12 months and 5 years	**173,170**	450,000
	258,755	600,000

22. SIGNIFICANT AFTER BALANCE DATE EVENTS

On 14 August 2015 the Company finalised an earn-in joint venture with a diversified Middle Eastern group, to sole fund exploration at the Kango North Iron project, Gabon. Under the terms of the agreement the group will earn a 50.1% interest after spending US $3 million. The group has earned a 30% interest after commencing an initial exploration programme to spend US $750,000.

Apollo has also entered into an agreement to acquire the remaining 17.5% free carried interest in the project, bringing its current interest to 70%.

There are currently no matters or circumstances that have arisen since the end of the financial year that have significantly affected or may significantly affect the operations of the consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

APOLLO MINERALS LIMITED
DIRECTORS DECLARATION

The directors of the Company declare that:

1. the financial statements and notes, as set out on pages 22 to 47, are in accordance with the *Corporations Act 2001* and:

    a. comply with Accounting Standards which, as stated in accounting policy Note 1 to the financial statements, constitutes explicit and unreserved compliance with International Financial Reporting Standards (IFRS); and

    b. give a true and fair view of the financial position as at 30 June 2015 and of the performance for the period ended on that date of the Company and consolidated group;

2. in the directors' opinion 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 s295A of the *Corporations Act 2001* from the Chief Executive Officer and Chief Financial Officer.

This declaration is made in accordance with a resolution of the Board of Directors.

Richard Shemesian
Chairman

Sydney, 23 September 2015

APOLLO MINERALS LIMITED
ABN 96 125 222 924
AND ITS CONTROLLED ENTITIES

SYDNEY

Level 40
2 Park Street
Sydney NSW 2000
Australia

GPO Box 3555
Sydney NSW 2001

Ph: (612) 9263 2600
Fx : (612) 9263 2800

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF APOLLO MINERALS LIMITED

Report on the Financial Report

We have audited the accompanying financial report of Apollo Minerals Limited which comprises the consolidated statement of financial position as at 30 June 2015, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information 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 of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state, in accordance with Accounting Standard AASB 101: Presentation of Financial Statements that the financial statements comply with International Financial Reporting Standards (IFRS).

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. Those 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 judgment, 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 company's preparation 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 opinion.

Independence

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

HALL CHADWICK (NSW)

APOLLO MINERALS LIMITED
ABN 96 125 222 924
AND ITS CONTROLLED ENTITIES

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF APOLLO MINERALS LIMITED

Auditor's Opinion

In our opinion:

a. the financial report of Apollo Minerals Limited is in accordance with *the Corporations Act 2001*, including:
   i. giving a true and fair view of the consolidated entity's financial position as at 30 June 2015 and of its performance for the year ended on that date; and
   ii. complying with Australian Accounting Standards and the *Corporations Act 2001*; and

b. the financial report also complies with International Financial Reporting Standards as disclosed in Note 1.

Emphasis of Matter

Without modifying our opinion, we draw attention to Note 1(b) in the financial report, which indicates that the company incurred a net loss of $1,191,701 and had net cash outflows from operating activities of $1,345,570 during the year ended 30 June 2015. These conditions, along with other matters as set forth in Note 1(b) indicate the existence of a material uncertainty that may cast significant doubt about the company's ability to continue as a going concern and therefore, the company may be unable to realise its assets and discharge its liabilities in the normal course of business and at the amount stated in the financial report.

Report on the Remuneration Report

We have audited the remuneration report included in pages 15 to 18 of the directors' report for the year ended 30 June 2015. 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 Artemis Resources Limited for the year ended 30 June 2015 complies with Section 300A of the *Corporations Act 2001*.

Hall Chadwick

HALL CHADWICK
Level 40, 2 Park Street
Sydney NSW 2000

DREW TOWNSEND
Partner
Dated: 23 September 2015

ADDITIONAL INFORMATION FOR LISTED COMPANIES
As at Date 18 September 2015

The following additional information is required by the Australian Stock Exchange pursuant to Listing Rule 4.10.

a. Distribution of Shareholders

Number held	Number of share holders	Number of shares	% of number of shares
1 – 1,000	220	115,429	0.16%
1,001 - 5,000	312	899,366	1.28%
5,001 - 10,000	181	1,497,040	2.13%
10,001 - 100,000	424	15,455,590	22.03%
100,001+	106	52,188,181	74.39%
Total	**1,243**	**70,155,576**	**100.0%**

b. The number of shareholders who hold less than a marketable parcel is 640.

c. Substantial shareholders

The names of the substantial shareholders in the Company, the number of equity securities to which each substantial shareholder and substantial holder's associates have a relevant interest, as disclosed in substantial holding notices given to the Company are:

	No of shares	%
CITICORP NOM PL	4,849,562	6.91%

d. Twenty largest holders of each class of quoted equity security

Rank	Holder Name	Designation	Securities	%
1	CITICORP NOM PL		4,849,562	6.91%
2	JINDAL STEEL & POWER AUST		3,141,950	4.48%
3	TIGER RES PTE LTD		3,000,001	4.28%
4	EUROPE RES LTD		2,500,000	3.56%
5	ENTERPRISE METALS LTD		2,000,000	2.85%
6	BLACK SWAN GLOBAL PL	BLACK SWAN INV A/C	1,688,968	2.41%
7	MAIR HLDGS LTD		1,666,667	2.38%
8	HAYDOS CORP PL		1,500,000	2.14%
9	TURNER STUART		1,465,000	2.09%
10	AUST ROYALTIES CORP PL		1,283,144	1.83%
11	HSBC CUSTODY NOM AUST LTD		1,118,746	1.59%
12	GUSTAFSON ROSS EDWARD	VESTY S/F A/C	1,110,000	1.58%
13	TANUWIJAYA STELLA		1,109,000	1.58%
14	DAVIS STEVEN		1,087,702	1.55%
15	HUGO NATURAL ENTPS LTD		960,785	1.37%
16	MANIOS GEORGE		801,563	1.14%
17	CARNETHY EVERGREEN PL	CARNETHY EVERGREEN	800,000	1.14%
18	BAXANIS THEODOSIA		800,000	1.14%
19	HPX AUST HLDGS PL		746,000	1.06%
20	KELEVE SVCS LTD		731,871	1.04%
		TOP 20 TOTAL	32,360,959	46.12%

e. Restricted Securities

There are no restricted securities.

f. Unquoted equity securities

The Company has a number of classes of unquoted equity securities held as follows:

Class	Number
Options expiring 28 February 2017 at 30 cents per share	7,054,167
Options expiring 28 February 2018 at 13 cents per share	6,712,500
	13,766,667

1. Company Secretary

The name of the company secretary is Mr Guy Robertson.

2. Address and telephone details of entity's registered office

The address and telephone details of the registered office in Australia are:
Level 15, 1 Alfred Street
Sydney, New South Wales 2000
Telephone: +(612) 9078 7660
Facsimile: +(612) 9078 7661

3. Address and telephone details of the office at which the register of securities is kept

The address and telephone of the office at which a register of securities is kept:
Security Transfer Registrars Pty Limited
770 Canning Highway
Applecross, Western Australia 6153

4. Stock exchange on which the Company's securities are quoted

The Company's listed equity securities are quoted on the Australian Securities Exchange.
Home Exchange – Sydney. ASX Code: AON

5. Review of Operations

A review of operations is contained in the Review of Operations report.

6. On market buy-back

There is currently no on-market buy-back.

CORPORATE DIRECTORY

APOLLO MINERALS LIMITED
ABN 96 125 222 924

BOARD AND MANAGEMENT
Richard Shemesian – Chairman
Anthony Ho – Non-Executive Director
Eric Finlayson – Non-Executive Director

COMPANY SECRETARY/CHIEF FINANCIAL OFFICER
Guy Robertson

REGISTERED OFFICE
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SYDNEY NSW 2000

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www.securitytransfer.com.au

AUDITORS
Hall Chadwick

BANKERS
Westpac Banking Corporation

WEBSITE
www.apollominerals.com.au