

ASX ANNOUNCEMENT

By e-lodgement

3 April 2014

ENTITLEMENTS ISSUE – SHAREHOLDER LETTERS AND QUOTATION DETAILS

Please find attached copies of letters being sent to eligible and ineligible shareholders in relation to the Non-Renounceable Entitlements Issue being undertaken by Apollo Consolidated Limited (ASX: AOP, **Company**).

As previously announced by the Company and detailed in its prospectus lodged on 1 April 2014 (**Prospectus**), assuming no existing options are exercised prior to the Record Date, an estimated maximum of 12,725,467 Shares and 6,362,733 Unlisted Options will be issued pursuant to the Offer.

Application for official quotation of the Shares offered pursuant to the Prospectus will be made in accordance with the timetable set out in the Prospectus. It is not presently intended that the Options will be listed for trading on ASX. In the event the Company is able to grant sufficient Options in marketable parcels, the Board will at that time consider whether to seek quotation of the Options.



└ 000001 000 AOP
MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

3 April 2014

Dear Shareholder

Apollo Consolidated Limited – pro-rata non-renounceable entitlement issue

As announced on 18 March 2014, Apollo Consolidated Limited (ACN 102 084 917) (**Company** or **Apollo**) is undertaking a non-renounceable entitlement issue (**Offer**) of one (1) Share for every four (4) Shares held by Shareholders on 10 April 2014 (**Record Date**) at an issue price of \$0.05 per Share (**New Share**) (together with one (1) free attaching option for every two (2) Shares subscribed for and issued (**New Option**)) to raise approximately \$636,273. The Company lodged a prospectus for the Offer (**Prospectus**) with ASIC and ASX on 1 April 2014.

The Offer is fully underwritten by BBY Limited (ACN 006 707 777) AFSL: 238095 (**Underwriter**). The Company will pay the Underwriter an underwriting fee of 6% of the total amount underwritten and issue BBY Limited 1,500,000 options exercisable at \$0.075 each expiring on or before 30 June 2016.

The funds raised from the Offer are planned to be used in accordance with the table set out below:

Item	Proceeds of the Offer	Full Subscription (\$)	%
1.	RC Drilling Program on the Seguela Project	350,000	55.0
2.	Additional Trenching Program on the Seguela Project	40,000	6.3
3.	Expenses of the Offer	65,454	10.3
5.	Working capital	180,819	28.4
	Total	\$636,273	100

Apollo Consolidated Limited
ABN 13 102 084 917
ASX: AOP
Level 1, 44 Ord Street, West Perth WA 6005
PO Box 1140, West Perth WA 6872

Telephone: +61 8 9226 0714
Facsimile: +61 9 6314 1557
Email: info@apolloconsolidated.com.au
Web: www.apolloconsolidated.com.au

The Offer is being made to all shareholders of the Company (**Shareholders**) named on its register of members at 5:00 pm (WST) on the Record Date, whose registered address is in Australia or New Zealand.

New Shares will rank equally with all fully paid ordinary shares in the capital of the Company (**Shares**) already on issue.

Following completion of the Offer, the Company will have issued approximately 12,725,467 New Shares (and 6,362,733 New Options) resulting in total Shares on issue of approximately 63,627,335.

A copy of the Prospectus is available on ASX's and Apollo's website. Eligible Shareholders will be mailed a Prospectus together with an Entitlement and Acceptance Form no later than 14 April 2014. Your entitlement will be set out on the personalised Entitlement and Acceptance Form accompanying the Prospectus.

For the purposes of calculating each Eligible Shareholders' entitlement, fractions of entitlements have been rounded up to the nearest whole number of New Shares.

Actions required of Eligible Shareholders

There are a number of actions Eligible Shareholders may take:

- You may wish to accept all of your rights to subscribe for New Shares pursuant to the Prospectus (**Entitlement**). To take up all or some of your Entitlements you will need to ensure your application money for the Entitlements you wish to take up is received by Computershare Investor Services Pty Limited (**Share Registry**) by no later than 5:00 pm (WST) on 1 May 2014, by completing and returning your Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the amount indicated on the Entitlement and Acceptance Form OR making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form.
- You may wish to accept part of your Entitlement. To take up part of your Entitlement you will need to ensure your application money for the Entitlements you wish to take up is received by the Share Registry by no later than 5:00 pm (WST) on 1 May 2014, by completing and returning your Entitlement and Acceptance Form by filling in the number of New Shares you wish to accept in the space provided on the Entitlement and Acceptance Form together with your cheque, drawn on an Australian bank or bank draft made payable in Australian currency, for the appropriate application monies OR [making a payment by BPAY in accordance with the instructions on your Entitlement and Acceptance Form (at \$0.05 per New Share).
- You may do nothing. If you choose to do nothing with your Entitlements, while you will continue to hold the same number of Shares, your interest in the Company will be diluted and you will receive no value for your Entitlement.

Key dates for the Offer

Event	Proposed Date
Prospectus and Appendix 3B lodged with ASX	1 April 2014
Notice of Entitlement Issue sent to security holders	3 April 2014
Existing shares quoted on an 'ex' basis	4 April 2014
Record date	10 April 2014
Despatch of Entitlement Issue Documents to Eligible Shareholders	14 April 2014
Offer Period Opens	
Offer Period Closes	1 May 2014
Securities quoted on a deferred settlement basis.	2 May 2014
Notification of under-subscriptions to ASX (if any)	5 May 2014
Issue of holding statements	7 May 2014
Quotation of Securities issued under the Offer	8 May 2014

If you have any queries concerning the Offer, or the action you are required to take to subscribe for New Shares, please contact Mr Alex Neuling, Apollo's Company Secretary, on +61 8 9321 0771.

Yours sincerely

Alex Neuling
Company Secretary
APOLLO CONSOLIDATED LIMITED



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FLAT 123
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3 April 2014

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Ineligible shareholders

A Shareholder who has a registered address outside Australia and New Zealand (**Ineligible Shareholder**) will not be eligible to participate in the Offer.

You are not eligible to participate in the Offer and you will not be sent a copy of the Prospectus. This decision has been made pursuant to Listing Rule 7.7.1(a) of the ASX Listing Rules after taking into consideration the costs of complying with legal and regulatory requirements in jurisdictions outside of Australia and New Zealand compared with the small number of Ineligible Shareholders and the number and value of New Shares to which they would otherwise be entitled.

If you have any queries concerning the Entitlement Issue, please contact Mr Alex Neuling, Apollo's Company Secretary, on +61 8 9321 0771.

Yours sincerely

Alex Neuling

Company Secretary

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