



## ASX ANNOUNCEMENT

By e-lodgement

3 May 2016

### ALLOTMENT OF PLACEMENT SHARES

On 26 April 2016 the Directors of Apollo Consolidated Limited (ASX: AOP, **Apollo** or the **Company**) announced that Apollo had agreed to place up to approximately 30 million shares in two tranches at 7.0 cents per share to raise approximately A\$2.1 million before costs.

Apollo now advises that Tranche 1 of the Placement has been completed and that 13,000,000 new fully paid ordinary shares (**New Shares**) have been allotted and issued. An Appendix 3B in respect of the New Shares accompanies this announcement.

### Secondary Trading Exemption Notice

The Corporations Act 2001 (Act) restricts the on-sale of securities without disclosure, unless the sale is exempt under Section 708 or 708A of the Act. By Apollo giving this notice, on-sale of the New Shares will fall within the exemption offered by Section 708A (5) of the Act.

Apollo hereby notifies the ASX (as the operator of the prescribed financial market on which the New Shares are to be quoted) under Section 708A(5)(e) of the Act that:

- a) Apollo issued the New Shares without disclosure to investors under Part 6D.2 of the Act;
- b) As at the date of this notice Apollo has complied with the provisions of Chapter 2M of the Act as they apply to the Company, and with Section 674 of the Act; and,
- c) As at the date of this notice there is no "excluded information" as defined in Section 708A(7) and (8) of the Act in relation to the Company.

### **INFORMATION REQUIRED UNDER ASX LISTING RULE 3.10.5A**

As detailed in the accompanying Appendix 3B dated 3 May 2016, the Placement Shares were issued partly under the 15% limit available to the Company under Listing Rule 7.1 and partly under the additional 10% approved by Shareholders at the Company's 2015 Annual General Meeting in accordance with Listing Rule 7.1A. In accordance with the requirements of Listing Rules 7.1A4(b) and 3.10.5A the following information is provided by the Company in relation to the 7,559,803 Placement Shares issued under Listing Rule 7.1A.

*(a) Details of the dilution to existing shareholders as a result of the issue*

A total of 7,559,803 shares were issued pursuant to Listing Rule 7.1A, representing 6.24% of the post-placement capital.

The percentage of the post-placement capital held by pre-placement and new shareholders is as follows:

- Pre-placement security holders who did not participate in the 7.1A placement – 93.76% of issued capital
- Pre-placement security holders who participated in the 7.1A placement – 3.95% of issued capital
- Participants in the 7.1A placement who were not previously security holders – 2.29% of issued capital

The percentage of the post-placement capital held by pre-placement security holders is 97.71% of the issued capital.

*(NOTE - Calculations relate to the part of the Placement conducted under Listing Rule 7.1A only, after adjusting for the portion of the Placement conducted under Listing Rule 7.1)*

*(b) Reasons why the Company issued the equity securities as a placement under rule 7.1A and not as (or in addition to) a pro-rata issue or other type of issue in which existing ordinary shareholders would have been eligible to participate*

The Board considered that a Placement to sophisticated investors was the most efficient and expedient means to meet the Company's funding objectives given the inherent certainty of timing and quantum of funding delivered by such a placement.

*(c) Details of any underwriter arrangements including any fees payable to the underwriter*

Not Applicable. The Placement was not underwritten.

*(d) Any other fees or costs incurred in connection with the issue and the funds raised*

Brokerage of approximately \$31,751 + GST is payable in connection with the LR 7.1A issue. Standard ASX listing fees and share registry expenses will also apply.