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5 October 2009

**FOR IMMEDIATE RELEASE**

The Company Announcements Platform  
Australian Securities Exchange  
Level 4  
20 Bridge Street  
SYDNEY NSW 2000

**By e-lodgment**

Dear Sir/ Madam

***SUCCESSFUL COMPLETION OF CAPITAL-RAISING, DOCA EFFECTUATION AND PRE-REINSTATEMENT DISCLOSURE***

***Prospectus Closes Oversubscribed to Raise \$2,225,000***

Apollo Consolidated Limited (ASX: AOP, "Apollo" or "Company") is pleased to announce that offers under the Company's prospectus dated 4 September 2009 ("Prospectus") have closed, oversubscribed. Shares have now been allotted and Apollo's directors resolved to accept the maximum number of oversubscriptions permitted under the Prospectus General Offer, being an additional 120,000,000 shares.

Patersons Securities Limited acted as Lead Manager to the Prospectus offers.

Including oversubscriptions the total raised under the Prospectus offers is \$2,225,000, before costs of the offers and the payment of \$350,000 to the creditors' trust. Details of the securities issued and funds raised under the Prospectus offers are as follows:

	<b>Fully Paid Ordinary Shares</b>	<b>Options</b> <i>Exercise price: 0.5 cents Expiry date: 31/12/2012</i>	<b>Funds Raised</b>
General Offer <i>(including oversubscriptions)</i>	420,000,000	-	\$2,100,000
Promoter Offer	50,000,000	50,000,000	\$125,000
<b>Total</b>	<b>470,000,000</b>	<b>50,000,000</b>	<b>\$2,225,000</b>

**Updated Budget for Use of Proceeds based on Actual Funds Raised**

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

	Year 1	Year 2	Total
Payment to creditors' Trust under DOCA	\$350,000	-	<b>\$350,000</b>
Costs of recapitalisation	\$100,000	-	<b>\$100,000</b>
Development of existing assets	\$225,000	\$225,000	<b>\$450,000</b>
Review & evaluation of new projects	\$225,000	\$225,000	<b>\$450,000</b>
Working Capital	\$300,000	\$575,000	<b>\$875,000</b>
<b>Total</b>	<b>\$1,200,000</b>	<b>\$1,025,000</b>	<b>\$2,225,000</b>

*Existing Assets*

Development has already taken place with the Ellipse Skin Science range of products. A test-marketing program has been developed which is based on an e-commerce platform and will be implemented in the lead up to the Christmas period.

Appropriate media advertising will be used to drive customers to the web site during this testing phase. The objective of the web site is to provide information and to facilitate purchase options. Media ads are currently being developed with a focus on the company's Intradel skin absorption technology (SAT). The web site is currently being altered to allow for this e-commerce capability.

Apollo's Intradel technology will be the unique selling proposition (USP) used and will form the basis of promotion to a competitive marketplace. The web site will also offer Ellipse Skin's other products, which feature micro emulsion and oil/water emulsion technologies.

Apollo is also in negotiations with contract manufacturers for the ongoing production of existing Ellipse products, as well as the potential production of new products and product ranges.

*New projects*

Concurrently with the development of Apollo's existing business the Board will actively review new transactions which may or may not be in the same sector.

**DOCA Effectuation**

Following the payment to the creditors' trust, the Deed Administrators advised on 2 October 2009 that the Deed of Company Arrangement ("DOCA") had been effectuated and the Company was no longer subject to the DOCA.

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**Additional Pre-Reinstatement Disclosure**

The Company will today lodge its Appendix 4E and full-year statutory accounts for the year ended 30 June 2009 as well as its outstanding 31 December 2008 half-yearly financial report. Apollo is now also providing the following information in support of the Company's application for reinstatement of its securities to trading:

Appendix 1: Updated Pro-forma balance sheet based on actual funds raised

Appendix 2: Updated Top 20 Shareholders

Appendix 3: Updated Shareholder Distribution Report

Yours faithfully

**APOLLO CONSOLIDATED LIMITED**



Alex Neuling  
**Secretary**

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Appendix 1: Updated Pro-forma balance sheet based on actual funds raised

	<b>Consolidated</b>	
	<b>Audited 30 June 2009 \$</b>	<b>Pro-forma \$</b>
<b>Current assets</b>		
Cash and cash equivalents	-	1,774,500
Trade and other receivables	-	-
Inventories	17,949	17,949
Assets allocated for settlement of DOCA	376,809	-
<b>Total current assets</b>	<b>394,758</b>	<b>1,792,449</b>
<b>Total assets</b>	<b>394,758</b>	<b>1,792,449</b>
Trade and other payables	(450,500)	-
Liabilities to be settled under DOCA	(1,025,533)	-
<b>Total current liabilities</b>	<b>(1,476,033)</b>	<b>-</b>
<b>Total liabilities</b>	<b>(1,476,033)</b>	<b>-</b>
<b>Net assets / (liabilities)</b>	<b>(1,081,275)</b>	<b>1,792,449</b>
Issued capital	31,233,709	33,458,709
Reserves	2,016,401	2,016,401
Accumulated losses	(34,331,385)	(33,682,659)
<b>Total equity / (deficit)</b>	<b>(1,081,275)</b>	<b>1,792,449</b>

Proforma Share capital information is as follows:

	<b>Company / Consolidated</b>	
	<b>2009 No.</b>	<b>2009 \$</b>
<b>Fully paid ordinary shares</b>		
Balance as at 30 June 2009	190,769,227	31,233,709
Effect of 1: 20 share consolidation*	(181,230,644)	-
New share issues (before associated costs)	470,000,000	2,225,000
Proforma Balance	479,538,583	33,458,709

## Appendix 2: Updated Top 20 Shareholders

CRA/COMPUTERSHARE INVESTOR SERVICES PTY LTD \*\*\* T O P 2 0 H O L D E R S \*\*\*  
 (RSP520:17.37:011009)  
 APOLLO CONSOLIDATED LIMITED/AOP RUN NUMBER 0903 30/09/2009 A.C.N. 102 084 917  
 PAGE : 1

CLASS GROUP: \*G1/ORDINARY AND ESCROW SHARES  
 HOLDER NO NAME AND ADDRESS

HOLDER NO	NAME AND ADDRESS	UNITS	% I/C	RANK
	BLUEKNIGHT CORPORATION PTY LTD	50,000,000	10.43	1
	MR CRAIG IAN BURTON <THE BURTON SUPER FUND A/C>	25,000,000	5.21	2
	KOBIA HOLDINGS PTY LTD <THE KOBIA A/C>	14,000,000	2.92	3
	MR GEORGE VENTOURAS <GEORGE VENTOURAS FAM A/C #1>	10,000,000	2.09	4
	MRS MELEISHA FOSTER <THE FOSTER FAMILY NO 2 A/C>	9,500,000	1.98	5
	MRS ANDREA MURRAY <MURRAY FAMILY FUND NO 2 A/C>	9,500,000	1.98	6
	FOUNDATION SUPERANNUATION PTY LTD <FOUNDATION SUPER FUND A/C>	9,400,000	1.96	7
	BLU BONE PTY LTD	8,400,000	1.75	8
	CELTIC CAPITAL PTY LTD <THE CELTIC CAPITAL A/C>	7,800,000	1.63	9
	MR DANIEL PAUL WISE <ARK INVESTMENTS A/C>	6,200,000	1.29	10
	MR MARK JOHN BAHEN & MRS MARGARET PATRICIA BAHEN <SUPERANNUATION A/C>	5,100,000	1.06	11
	APOLLO CAPITAL PTY LTD	5,098,428	1.06	12
	MR DAVID N CASTLEDEN	5,000,000	1.04	13
	COLBERN FIDUCIARY NOMINEES PTY LTD	5,000,000	1.04	14
	CRATONIX PTY LTD	5,000,000	1.04	15
	MRS ANNA LOUISE MURPHY	5,000,000	1.04	16
	MR EVAN ALEXANDER CRANSTON	4,400,000	0.92	17
	MR BENJAMIN VITTORIO TANA	4,200,000	0.88	18
	MR JONATHAN FREDERICK PEARCE	4,000,000	0.83	19
	PHEAKES PTY LTD	4,000,000	0.83	20

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CLASS GROUP: \*G1/ORDINARY AND ESCROW SHARES  
 HOLDER NO NAME AND ADDRESS

UNITS % I/C RANK

<SENATE A/C>

***	REPORT TOTAL	***	196,598,428	41.00
***	REMAINDER	***	282,940,155	59.00
***	GRAND TOTAL	***	479,538,583	100.00

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 TOTAL CURRENT HOLDERS MEETING CRITERIA FOR THIS REPORT: 1289  
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<b>Number of shares held</b>	<b>Number of shareholders</b>
1 - 1,000	576
1,001 – 5,000	249
5,001 – 10,000	45
10,001 – 100,000	63
> 100,001	356
<b>Total</b>	<b>1,289</b>

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