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APOLLO
MINERALS LIMITED

16 February 2012

ASX Announcements Office

Appendix 3Y

Attached please find an amended Appendix 3Y for that lodged on 6 January 2012 for Mr Richard Shemesian.

The Appendix 3Y lodged on 14 June 2011, 15 November 2011 and 5 December 2011 referred to 10,000,000 options as Listed AONO.

These options are 10,000,000 Unlisted with an exercise price of 25 cents and having an expiry date of 30 June 2012.

Guy Robertson
Company Secretary

Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	**Apollo Minerals Limited**
ABN	**96 125 222 924**

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Richard Shemesian
Date of last notice	5 December 2011

Part 1 - Change of director's relevant interests in securities
In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Black Swan Global Pty Ltd (trustee of an investment trust of which the Director is a potential beneficiary) Normandy Corporation Pty Limited (trustee of a self managed superannuation fund of which the director is a member)
Date of change	4 January 2012
No. of securities held prior to change	AON – 14,819,430 ordinary shares Unlisted Options -1,000,000 exercisable at 8c expiry 31/12/14 Unlisted Options – 10,000,000 exercisable at 25c expiry 30 June 2012
Class	Ordinary Shares
Number acquired	59,431
Number disposed	NIL

+ See chapter 19 for defined terms.

Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	4.5 cents per share or $2,674
No. of securities held after change	AON – 14,878,861 ordinary shares Unlisted Options – 1,000,000 exercisable at 8c expiry 31/12/2014 Unlisted Options – 10,000,000 exercisable at 25c expiry 30 June 2012
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market trade

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	Yes
If so, was prior written clearance provided to allow the trade to proceed during this period?	Yes
If prior written clearance was provided, on what date was this provided?	3 January 2012

+ See chapter 19 for defined terms.