



9 May 2017

Dear Shareholder

NON-RENOUCEABLE ENTITLEMENT OFFER

Apollo Tourism & Leisure Ltd ACN 614 714 742 (“Apollo” or “Company”) today announced that it is undertaking a non-renounceable pro-rata entitlement offer (“Entitlement Offer”) to raise approximately \$40.3 million, before offer costs and expenses.

The Entitlement Offer is fully underwritten by Morgans Corporate Limited ACN 010 539 607 (“Lead Manager and Underwriter”).

Details of the Entitlement Offer

The Entitlement Offer will be open to each shareholder of the Company as at 7.00pm (AEST) on Friday, 12 May 2017 (“Record Date”) who:

- has a registered address on the Apollo share register in Australia, New Zealand, Hong Kong or Singapore;
- is not in the United States and is not a person (including nominee or custodian) acting for the account or benefit of a person in the United States of America; and
- is eligible under all applicable securities laws to receive an offer under the Entitlement Offer without any requirement for a prospectus to be lodged or registered,

(Eligible Shareholder).

Under the Entitlement Offer, shareholders that are entitled to participate can subscribe for 4 new shares (“New Share”) for every 17 shares held on the Record Date at an issue price of \$1.18 per New Share.

Eligibility to participate

You have been sent this letter because Apollo believes you are an Eligible Shareholder. If you are not an Eligible Shareholder, you cannot participate in the Entitlement Offer. Apollo will notify those shareholders who are not Eligible Shareholders.



Cheapa Campa

HIPPIE

WINNEBAGO



TALVOR

Apollo Tourism & Leisure Ltd, ACN 614 714 742

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Entitlements

Entitlements in respect of New Shares will be rounded up to the nearest whole number and holdings on different registers or sub-registers will not be aggregated to calculate entitlements.

Entitlements are non-renounceable, meaning that Eligible Shareholders may not sell their entitlements to third parties if they do not wish to take them up.

Shortfall facility

In the event that you do not take up all of your entitlements in full, a shortfall facility will be available to provide an opportunity for those Eligible Shareholders that have taken up their full entitlements to apply for additional New Shares (“Additional Shares”). The allocation of any Additional Shares under the shortfall facility will be at the discretion of the Directors, in consultation with the Lead Manager and Underwriter. Any remaining New Shares not taken up in the shortfall facility will be issued to the Lead Manager and Underwriter on the terms of the Underwriting Agreement.

Company’s capital structure pro forma

Apollo currently has 145,117,829 ordinary shares on issue.

The table below provides a pro-forma capital structure of Apollo after completion of the Entitlement Offer. The actual outcome of the Entitlement Offer may differ.

Shares on issue as at 9 May 2017	145,117,829
New Shares to be issued under the Entitlement Offer	34,145,372
Total Shares on issue following completion of the Entitlement Offer	179,263,201

Information Booklet

The Entitlement Offer will be made under section 708AA of the *Corporations Act 2001* (Cth) as notionally modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84. Accordingly, the Company will not prepare a prospectus or other disclosure document. The Company will release a copy of the Entitlement Offer information booklet (“Information Booklet”) to ASX on Tuesday, 9 May 2017 and send a copy (along with a personalised Entitlement and Acceptance Form) to all Eligible Shareholders on Wednesday, 17 May 2017.



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Further details of the Entitlement Offer will be included in the Information Booklet.

Important dates

Activity	Date
Announcement of the Entitlement Offer	Tuesday, 9 May 2017
Ex date	Thursday, 11 May 2017
Record Date for Entitlement Offer (7.00pm AEST)	Friday, 12 May 2017
Information Booklet and Entitlement and Acceptance Form despatched	Wednesday, 17 May 2017
Entitlement Offer opens	Wednesday, 17 May 2017
Closing date for acceptances under Entitlement Offer (5.00pm AEST)	Wednesday, 31 May 2017
ATL notifies ASX of under subscriptions	Monday, 5 June 2017
Allotment of New Shares	Wednesday, 7 June 2017
Normal ASX trading for New Shares	Thursday, 8 June 2017
Despatch of holding statements for New Shares	Friday, 9 June 2017

All dates are indicative and subject to change. Subject to the requirements of the ASX Listing Rules, Apollo and the Lead Manager and Underwriter reserve the right to vary or withdraw the timetable without notice.

Further information

For further information regarding the Entitlement Offer, please contact Apollo on +61 7 3265 9222 between 8.30am to 5.00pm (AEST) Monday to Friday during the offer period. Alternatively, contact your stockbroker, solicitor, accountant or other professional adviser.

On behalf of the Directors, I thank you for your ongoing support of Apollo.

Yours sincerely,

Luke Trouchet
Managing Director and CEO



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