

APOLLO GOLD CORP
 Form 3/A
 April 27, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|------------|--|---|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â O Neil James T Jr | | (Month/Day/Year) | APOLLO GOLD CORP [AGT] | |
| (Last) | (First) | (Middle) | 01/24/2005 | |
| 4601 DTC BOULEVARD,Â SUITE 750 | | | 4. Relationship of Reporting Person(s) to Issuer | |
| (Street) | | | (Check all applicable) | |
| DENVER,Â COÂ 80237 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Vice President - Finance | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | 03/16/2005 | |
| 1. Title of Security | | 2. Amount of Securities Beneficially Owned | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (Instr. 4) | (Instr. 4) | (Instr. 4) | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|----------------------|--|----------------------------|--|
| 1. Title of Security | 2. Amount of Securities Beneficially Owned | 3. Ownership Form: | 4. Nature of Indirect Beneficial Ownership |
| (Instr. 4) | (Instr. 4) | Direct (D) or Indirect (I) | (Instr. 5) |
| | | (Instr. 5) | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | | | |
|---------------------------------|---|--|--|---|--|
| 1. Title of Derivative Security | 2. Date Exercisable and Expiration Date | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security | 6. Nature of Indirect Beneficial Ownership |
| (Instr. 4) | (Month/Day/Year) | (Instr. 4) | | Form of Derivative Security: Direct (D) or Indirect (I) | (Instr. 5) |
| | Date Exercisable | Title | Amount or Number of Shares | | |
| | Expiration Date | | | | |

(Instr. 5)

Employee Stock Options (Right to Buy) 03/10/2006⁽¹⁾ 03/10/2015 Common Stock 125,000 \$ 0.65 ⁽²⁾ D Â

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| O Neil James T Jr 4601 DTC BOULEVARD SUITE 750 DENVER, CO 80237 | Â | Â | Â Vice President - Finance | Â |

Signatures

/s/ James T.
O'Neil, Jr. 04/27/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 50% vest on the first anniversary of the date of grant and 50% vest on the second anniversary of the date of grant.
- (2) The exercise price was amended to reflect the closing price of the Issuer's Common Stock on the Toronto Stock Exchange.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.