

Zelter James C
Form 3
January 08, 2018

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 *

Â Zelter James C
(Last) (First) (Middle)

C/O APOLLO GLOBAL
MANAGEMENT, LLC, Â 9
WEST 57TH STREET, 43RD
FLOOR

(Street)

NEW YORK, Â NY Â 10019

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
01/01/2018

3. Issuer Name **and** Ticker or Trading Symbol
Apollo Global Management LLC [APO]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Co-President

6. Individual or Joint/Group Filing(Check Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Class A Shares

181,775 ⁽¹⁾

D

Â

Class A Shares

414,967

I

Zelter APO Series LLC ⁽²⁾

Class A Shares

54,774

I

Zelter APO Series LLC 3/31/14
⁽³⁾

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

SEC 1473 (7-02)

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Apollo Operating Group units	Â (4)	Â (4)	Class A Shares	2,180,276 \$ (5)	I
					By AP Professional Holdings, L.P. (6)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zelter James C C/O APOLLO GLOBAL MANAGEMENT, LLC 9 WEST 57TH STREET, 43RD FLOOR NEW YORK, NY 10019	Â	Â	Â Co-President	Â

Signatures

/s/ Jessica L. Lomm, as
Attorney-in-Fact

01/08/2018

__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).

Reported amount includes 111,823 restricted share units ("RSUs") granted under the Apollo Global Management, LLC 2007 Omnibus Equity Incentive Plan (the "2007 Plan"). Each RSU represents the contingent right to receive, in accordance with the issuance schedule (1) set forth in the applicable RSU award agreement, one Class A share for each vested RSU. The RSUs vest in installments in accordance with the terms of the applicable RSU award agreement, provided the reporting person remains in service through the applicable vesting date.

(2) By Zelter APO Series LLC, a vehicle over which the reporting person exercises voting and investment control.

(3) By Zelter APO Series LLC 3/31/14, a vehicle over which the reporting person exercises voting and investment control.

Pursuant to the reporting person's Roll-Up Agreement, dated July 13, 2007, by and among the reporting person, the Issuer, AP (4) Professional Holdings, L.P. ("AP Prof") and the other parties thereto (the "Roll-Up Agreement"), the Apollo Operating Group units ("AOG units") were fully vested as of June 30, 2013 and do not expire.

Each AOG unit represents a right to receive one Class A share, subject to the restrictions and provisions set forth in the reporting person's (5) Roll-Up Agreement and the Fifth Amended and Restated Exchange Agreement, dated April 28, 2017, by and among the Issuer, AP Prof and the other parties thereto (the "Exchange Agreement").

The reporting person and GST-Exempt Family Trust under the James and Vivian Zelter Descendants Trust Agreement dated 4/10/12 are limited partners in AP Prof, the direct holder of the AOG units. The AOG units indirectly held by the reporting person and GST-Exempt (6) Family Trust under the James and Vivian Zelter Descendants Trust Agreement dated 4/10/12 are the number of AOG units that he has a right to receive as a limited partner in AP Prof, subject to the restrictions and provisions set forth in the Roll-Up Agreement and the Exchange Agreement.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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