

Apollo Global Management LLC
Form 4
August 21, 2015

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BRH Holdings GP, Ltd.

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
08/21/2015

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

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

(Street)

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

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

NEW YORK, NY 10019

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
| | | | Code | V | Amount | (D) | Price |

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

**Persons who respond to the collection of
information contained in this form are not
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SEC 1474
(9-02)

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

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. P Der Sec (Ins | |
|---|--|---|---|--------------------------------------|---|--|--|----------------------------|----------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Apollo Operating Group units | (1) | 08/21/2015 | | J(2) | 885,124 | (2) | (3) | Class A shares | 885,124 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|----------------------------------|
| | Director 10% Owner Officer Other |
| BRH Holdings GP, Ltd. C/O APOLLO GLOBAL MANAGEMENT, LLC 9 WEST 57TH STREET, 43RD FLOOR NEW YORK, NY 10019 | X |

Signatures

By: /s/ John J. Suydam, Vice President 08/21/2015

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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).

- Each Apollo Operating Group unit represents a right to receive one Class A share of Apollo Global Management, LLC (the "Issuer"),
- (1) subject to the restrictions and provisions set forth in the Third Amended and Restated Exchange Agreement, dated May 7, 2015, by and among the Issuer, AP Professional Holdings, L.P. ("Holdings") and the other parties thereto (the "Exchange Agreement").
 - (2) On August 21, 2015, Holdings distributed 885,124 Apollo Operating Group units to one of its limited partners. These Apollo Operating Group units were exchanged for Class A shares of the Issuer on a one-for-one basis pursuant to the terms and conditions of the Exchange Agreement.
 - (3) The Apollo Operating Group units do not expire.
 - (4) The reporting person is the sole general partner of Holdings, which holds 216,197,356 Apollo Operating Group units. Holdings and other parties to the Exchange Agreement may exchange the Apollo Operating Group units for Class A shares of the Issuer, subject to the restrictions and provisions set forth in the Exchange Agreement. The reporting person does not have a pecuniary interest in the Apollo Operating Group units and disclaims beneficial ownership of these securities.

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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