

KLEINMAN SCOTT
Form 4
November 02, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KLEINMAN SCOTT

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)
11/01/2018

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

C/O APOLLO GLOBAL MANAGEMENT, INC., 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)
 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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Class A Shares	11/01/2018		M	V 77,400 A \$ 877,400 (2)		D	
Class A Shares	11/01/2018		G	V 77,400 D \$ 0 800,000 (2)		D	
Class A Shares					35,157	I	KRT APO Series LLC (6)
Class A Shares					56,110	I	KRT APO Series LLC

Class A Shares	20,834	I	(4/30/2015) <u>(7)</u> KRT APO Series 6/30/15 LLC <u>(8)</u>
Class A Shares	20,834	I	KRT APO Series 9/30/15 LLC <u>(9)</u>
Class A Shares	23,876	I	KRT APO Series 12/31/15 LLC <u>(10)</u>
Class A Shares	132,398	I	KRT APO Series LLC, 9-30-18 Series <u>(11)</u>

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 required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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

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. Price of Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Apollo Operating Group units	<u>(1)</u>	11/01/2018		M	77,400	<u>(3)</u>	<u>(3)</u>	Class A Shares	77,400 <u>(4)</u>

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

KLEINMAN SCOTT
 C/O APOLLO GLOBAL MANAGEMENT, INC.
 9 WEST 57TH STREET, 43RD FLOOR
 NEW YORK, NY 10019

Co-President

Signatures

/s/ Scott M.

Kleinman

11/02/2018

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).
- (1) Each Apollo Operating Group ("AOG") unit represents a right to receive one Class A share of Apollo Global Management, LLC (the "Issuer"), subject to the restrictions and provisions set forth in the reporting person's Roll-Up Agreement, dated July 13, 2007, by and among the reporting person, the Issuer, AP Professional Holdings, L.P. ("AP Prof") and the other parties thereto (the "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").
- (2) Reported amount includes 800,000 restricted share units ("RSUs") granted under the Apollo Global Management, LLC 2007 Omnibus Equity Incentive Plan. Each RSU represents the contingent right to receive, in accordance with the issuance schedule 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.
- (3) Pursuant to the reporting person's Roll-Up Agreement, the AOG units were fully vested as of June 30, 2013 and do not expire.
- (4) Pursuant to Instruction 4(c)(iii), this response has been left blank.
- (5) KRT Investments LLC and Kleinman Children's Trust are limited partners of AP Prof, the direct holder of the AOG units. The manager of KRT Investments LLC is Alan Kleinman, the reporting person's father. The sole member of KRT Investments LLC is The Kleinman Residual Trust and the trustee of The Kleinman Residual Trust is Alan Kleinman. The trustee of Kleinman Children's Trust is Alan Kleinman. The AOG units indirectly held by KRT Investments LLC and Kleinman Children's Trust are the number of AOG units that such entities have a right to receive as limited partners in AP Prof, subject to the restrictions and provisions set forth in the Roll-Up Agreement and the Exchange Agreement.
- (6) By KRT APO Series LLC, a vehicle over which the reporting person exercises voting and investment control.
- (7) By KRT APO Series LLC (4/30/2015), a vehicle over which the reporting person exercises voting and investment control.
- (8) By KRT APO Series 6/30/15 LLC, a vehicle over which the reporting person exercises voting and investment control.
- (9) By KRT APO Series 9/30/15 LLC, a vehicle over which the reporting person exercises voting and investment control.
- (10) By KRT APO Series 12/31/15 LLC, a vehicle over which the reporting person exercises voting and investment control.
- (11) By KRT APO Series LLC, 9-30-18 Series, a vehicle over which the reporting person exercises voting and investment control. 132,398 Class A shares that were previously reflected as directly owned were contributed in-kind to KRT APO Series LLC, 9-30-18 Series prior to the transactions reported herein without any change in the reporting person's pecuniary interest.

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.