

Apollo Global Management LLC
 Form 4
 November 12, 2015

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Zelter James C

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)
 11/10/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Managing Dir. - Credit

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)
 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 Price (D) | | | | | |
| Class A Shares | 11/10/2015 | | M | | 27,500 | A | Ⓛ | 238,119 ⁽²⁾ | D | |
| Class A Shares | 11/10/2015 | | G | V | 27,500 | D | \$ 0 | 210,619 ⁽²⁾ | D | |
| Class A Shares | 11/10/2015 | | A | | 1,105 ⁽³⁾ | A | \$ 18.114 | 211,724 ⁽²⁾ | D | |
| Class A Shares | | | | | | | | 309,558 ⁽⁴⁾ | I | See Footnote ⁽⁴⁾ |

Class A Shares 54,774 ⁽⁵⁾ I See Footnote ⁽⁵⁾

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

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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 Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |
| Apollo Operating Group units | <u>(1)</u> | 11/10/2015 | | M | 27,500 | <u>(6)</u> | <u>(6)</u> | Class A Shares | 27,500 |
| Apollo Operating Group units | <u>(1)</u> | | | | | <u>(6)</u> | <u>(6)</u> | Class A Shares | <u>(1)</u> |

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

Managing Dir. - Credit

Signatures

/s/ James C. Zelter 11/12/2015

**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 ("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 Professional Holdings"), and the other parties thereto (the "Roll-Up Agreement"), and the Third Amended and Restated Exchange Agreement, dated May 7, 2015, by and among the Issuer, AP Professional Holdings and the other parties thereto (the "Exchange Agreement").

Reported amount includes 155,647 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 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. 2,725 Class A shares that were previously reflected as directly owned were contributed in-kind to Zelter APO Series LLC prior to the transactions reported herein without any change in the reporting person's pecuniary interest.

(3) Represents restricted shares granted under the 2007 Plan. The restricted shares vest in installments in accordance with the terms of the applicable restricted share award agreement, provided the reporting person remains in service through the applicable vesting date.

By Zelter APO Series LLC, a vehicle over which the reporting person exercises voting and investment control. 2,725 Class A shares that were previously reflected as directly owned were contributed in-kind to Zelter APO Series LLC prior to the transactions reported herein without any change in the reporting person's pecuniary interest.

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

(6) The AOG units were fully vested as of June 30, 2013 and do not expire.

(7) Pursuant to Instruction 4(c)(iii), this response has been left blank.

By AP Professional Holdings. The reporting person is a limited partner in AP Professional Holdings, the direct holder of the AOG units. (8) The AOG units indirectly held by the reporting person are the number of AOG units that he has a right to receive as a limited partner in AP Professional Holdings, 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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