BRH Holdings GP, Ltd. Form 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

August 15, 2017

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b). (Print or Type Responses)

(Last)

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

2. Issuer Name and Ticker or Trading Symbol

Apollo Global Management LLC

[APO]

3. Date of Earliest Transaction

(Month/Day/Year) 08/14/2017

5. Relationship of Reporting Person(s) to

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

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

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

(First)

(Street) 4. If Amendment, Date Original

(Middle)

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

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 2A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (Instr. 4)

Ownership (Instr. 4)

(A) Transaction(s) (Instr. 3 and 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

required to respond unless the form displays a currently valid OMB control SEC 1474 (9-02)

number.

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

#### Edgar Filing: BRH Holdings GP, Ltd. - Form 4

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. Transacti Code (Instr. 8)	orDer Sec Acq or I (D)	urities juired (A) Disposed of tr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Deriva Securit (Instr.
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Apollo Operating Group units	(1)	08/14/2017		J(2)		10,000	(2)	(3)	Class A shares	10,000	\$ (

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
coporting of the Figure 1	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 08/15/2017

\*\*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 Fifth Amended and Restated Exchange Agreement, dated April 28, 2017, by and among the Issuer, AP Professional Holdings, L.P. ("Holdings") and the other parties thereto (the "Exchange Agreement").
- On August 14, 2017, Holdings distributed 10,000 Apollo Operating Group units to one of its limited partners. These Apollo Operating

  (2) 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.
- The reporting person is the sole general partner of Holdings, which holds 209,239,821 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. 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.

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