

Spilker Marc
Form 4
May 13, 2013

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 *
Spilker Marc

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)
05/09/2013

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Shares	05/09/2013		M		1,875,000 (1)	A	\$ 8
Class A Shares	05/09/2013		F		1,299,140 (2)	D	\$ 25.9439
Class A Shares					26,350	I	
							By The Marc & Diane Spilker

Class				Foundation (4)
A				By The
Shares		26,350	I	Marc A. Spilker 2000 Family Trust (5)

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

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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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Share Option (Right to Buy)	\$ 8 (6)	05/09/2013		M	1,875,000 (1)	12/31/2011(7)	12/31/2016	Class A Shares	1,875

Reporting Owners

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

Signatures

/s/ John J. Suydam, as attorney-in-fact 05/13/2013

**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).

The reporting person exercised a portion of his share options (the "Options") that were granted to the reporting person pursuant to the

(1) Apollo Global Management, LLC 2007 Omnibus Equity Incentive Plan (the "Plan") and, in connection with such exercise, the reporting person received one Class A share in exchange for each share option exercised.

Represents the number of Class A shares withheld by the issuer at the time of exercise in connection with the satisfaction of the reporting

(2) person's (i) obligations for the payment of the exercise price and (ii) tax withholding obligations arising in connection with the exercise of the Options.

Includes 2,125,000 restricted share units ("RSUs") granted under the Plan. Each RSU represents the contingent right to receive, in

(3) accordance with the issuance schedule set forth in the applicable RSU award agreement, one Class A share for each vested RSU. Subject to accelerated vesting in certain circumstances, 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.

These Class A shares are held by the Marc and Diane Spilker Foundation, a not-for-profit tax exempt organization for which the reporting

(4) person and his spouse are trustees with investment power. The reporting person disclaims beneficial ownership of the Class A shares held in the foundation, except to the extent of his pecuniary interest therein.

These Class A shares are held in The Marc A. Spilker 2000 Family Trust, for the benefit of the reporting person's children, of which one

(5) of the reporting person's immediate family members is trustee and has investment power. The reporting person disclaims beneficial ownership of the Class A shares held in the trust, except to the extent of his pecuniary interest therein.

(6) The conversion price set forth above is on a per share basis.

Subject to accelerated vesting in certain circumstances, the share option vested and became exercisable with respect to 833,333 shares on

(7) December 31, 2011 and, thereafter, continued to vest and become exercisable with respect to the balance of the grant in equal quarterly installments of 208,333 (or 208,334) Class A shares from March 31, 2012 through December 31, 2016, provided the reporting person remains in service through the applicable vesting date.

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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