

Edgar Filing: Fortress Investment Group LLC - Form 13F-HR

Fortress Investment Group LLC  
Form 13F-HR  
November 14, 2011

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2011

Check here if Amendment [ ]; Amendment Number:  
This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Fortress Investment Group LLC  
Address: 1345 Avenue of the Americas, 46th Flr.  
New York, NY 10105

13F File Number: 028-12421

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: David Brooks  
Title: Secretary, VP and General Counsel  
Phone: 212-798-6100

Signature, Place, and Date of Signing:

/s/ David Brooks New York, NY November 14, 2011

Report Type (Check only one.):

[ X] 13F HOLDINGS REPORT.  
[ ] 13F NOTICE.  
[ ] 13F COMBINATION REPORT.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 8  
Form 13F Information Table Entry Total: 132  
Form 13F Information Table Value Total: \$1,381,117 (thousands)  
List of Other Included Managers:

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Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional managers with respect to which this report is filed, other than the manager filing this report.

| No. | 13F File Number | Name  |
|-----|-----------------|---|
| 1   | 028-12421       | Fortress Investment Group LLC                 |
| 2   | 028-12417       | FIG Corp                                      |
| 3   | 028-12418       | Fortress Operating Entity I LP                |
| 4   | 028-10806       | FIG LLC                                       |
| 5   | 028-10807       | Drawbridge Global Macro Advisors LLC          |
| 6   | 028-11237       | Drawbridge Special Opportunities Advisors LLC |
| 7   | 028-10162       | FIG Advisors LLC                              |
| 8   | 028-13249       | Fortress Commodities Advisors LLC             |
| 9   | 028-13498       | Fortress Macro Advisors LLC                   |

### FORM 13F INFORMATION TABLE

| NAME OF ISSUER               | TITLE OF CLASS  | CUSIP     | VALUE<br>(x\$1000) | SHARES/<br>PRN | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|------------------------------|-----------------|-----------|--------------------|----------------|------------|--------------|--------------------|-------------|
| ABOVENET INC                 | COM             | 00374N107 | 4877               | 91000          | SH         |              | DEFINED            | 1 2         |
| ADOBE SYS INC                | COM             | 00724F101 | 2155               | 82500          | SH         | PUT          | DEFINED            | 1 2         |
| ADOBE SYS INC                | COM             | 00724F101 | 10383              | 397500         | SH         | PUT          | DEFINED            | 1 2         |
| AIRCASTLE LTD                | COM             | G0129K104 | 2721               | 285875         | SH         |              | DEFINED            | 1 2         |
| AIRCASTLE LTD                | COM             | G0129K104 | 159460             | 16750002       | SH         |              | DEFINED            | 1 2         |
| AMERICAN AXLE & MFG HLDGS IN | COM             | 024061103 | 1610               | 211000         | SH         |              | DEFINED            | 1 2         |
| AMERICAN AXLE & MFG HLDGS IN | COM             | 024061103 | 6104               | 800000         | SH         | PUT          | DEFINED            | 1 2         |
| AMERICAN CAP LTD             | COM             | 02503Y103 | 122791             | 18029806       | SH         |              | DEFINED            | 1 2         |
| AMERICAN CAP LTD             | COM             | 02503Y103 | 28928              | 4241600        | SH         |              | DEFINED            | 1 2         |
| AMERISTAR CASINOS INC        | COM             | 03070Q101 | 1882               | 117200         | SH         |              | DEFINED            | 1 2         |
| ANGLOGOLD ASHANTI LTD        | SPONSORED ADR   | 035128206 | 4315               | 104334         | SH         |              | DEFINED            | 1 2         |
| APOLLO GLOBAL MGMT LLC       | CL A SHS        | 037612306 | 72                 | 6940           | SH         |              | DEFINED            | 1 2         |
| APOLLO GLOBAL MGMT LLC       | CL A SHS        | 037612306 | 529                | 51687          | SH         |              | DEFINED            | 1 2         |
| BANK OF AMERICA CORPORATION  | COM             | 060505104 | 2050               | 335000         | SH         |              | DEFINED            | 1 2         |
| BROOKDALE SR LIVING INC      | COM             | 112463104 | 220626             | 17593826       | SH         |              | DEFINED            | 1 2         |
| CAMECO CORP                  | COM             | 13321L108 | 2674               | 146000         | SH         |              | DEFINED            | 1 2         |
| CHECK POINT SOFTWARE TECH LT | ORD             | M22465104 | 9597               | 181900         | SH         | CALL         | DEFINED            | 1 2         |
| CHECK POINT SOFTWARE TECH LT | ORD             | M22465104 | 1630               | 30900          | SH         | CALL         | DEFINED            | 1 2         |
| CHEMTURA CORP                | COM NEW         | 163893209 | 63                 | 6305           | SH         |              | DEFINED            | 1 2         |
| CHEMTURA CORP                | COM NEW         | 163893209 | 37                 | 3683           | SH         |              | DEFINED            | 1 2         |
| CHICAGO BRIDGE & IRON CO N V | N Y REGISTRY SH | 167250109 | 1002               | 35000          | SH         |              | DEFINED            | 1 2         |
| CHUBB CORP                   | COM             | 171232101 | 2752               | 45880          | SH         |              | DEFINED            | 1 2         |
| CIT GROUP INC                | COM NEW         | 125581801 | 47668              | 1475000        | SH         |              | DEFINED            | 1 2         |
| CITIGROUP INC                | CALL            | 172967904 | 7172               | 280000         | SH         | CALL         | DEFINED            | 1 2         |
| CITIGROUP INC                | COM NEW         | 172967424 | 5123               | 200000         | SH         |              | DEFINED            | 1 2         |
| CITIGROUP INC                | COM NEW         | 172967424 | 2562               | 100000         | SH         |              | DEFINED            | 1 2         |
| COACH INC                    | COM             | 189754104 | 1871               | 36100          | SH         | PUT          | DEFINED            | 1 2         |
| COACH INC                    | COM             | 189754104 | 9013               | 173900         | SH         | PUT          | DEFINED            | 1 2         |
| CORNERSTONE ONDEMAND INC     | COM             | 21925Y103 | 525                | 41897          | SH         |              | DEFINED            | 1 2         |
| CORNERSTONE ONDEMAND INC     | COM             | 21925Y103 | 3187               | 254200         | SH         |              | DEFINED            | 1 2         |
| DANAHER CORP DEL             | COM             | 235851102 | 1017               | 24242          | SH         |              | DEFINED            | 1 2         |
| DANAHER CORP DEL             | COM             | 235851102 | 15147              | 361161         | SH         |              | DEFINED            | 1 2         |
| DELTA AIR LINES INC DEL      | COM NEW         | 247361702 | 358                | 47797          | SH         |              | DEFINED            | 1 2         |
| DELTA AIR LINES INC DEL      | COM NEW         | 247361702 | 1875               | 250000         | SH         |              | DEFINED            | 1 2         |
| DIAMOND OFFSHORE DRILLING IN | COM             | 25271C102 | 1696               | 30975          | SH         |              | DEFINED            | 1 2         |
| EASTMAN KODAK CO             | COM             | 277461109 | 2290               | 500000         | SH         | PUT          | DEFINED            | 1 2         |
| EBAY INC                     | COM             | 278642103 | 2246               | 65300          | SH         | PUT          | DEFINED            | 1 2         |
| EBAY INC                     | COM             | 278642103 | 10823              | 314700         | SH         | PUT          | DEFINED            | 1 2         |

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|                              |                  |           |        |          |    |         |         |   |   |
|------------------------------|------------------|-----------|--------|----------|----|---------|---------|---|---|
| ELECTRONIC ARTS INC          | COM              | 285512109 | 645    | 31555    | SH | DEFINED | 1       | 2 |   |
| ELECTRONIC ARTS INC          | COM              | 285512109 | 3136   | 153345   | SH | DEFINED | 1       | 2 |   |
| EMBRAER S A                  | SP ADR REP 4 COM | 29082A107 | 2156   | 85000    | SH | DEFINED | 1       | 2 |   |
| ENSCO PLC                    | SPONSORED ADR    | 29358Q109 | 1306   | 32300    | SH | DEFINED | 1       | 2 |   |
| ENSCO PLC                    | SPONSORED ADR    | 29358Q109 | 942    | 23300    | SH | DEFINED | 1       | 2 |   |
| ENSCO PLC                    | SPONSORED ADR    | 29358Q109 | 3065   | 75800    | SH | DEFINED | 1       | 2 |   |
| EQUINIX INC                  | COM NEW          | 29444U502 | 1075   | 12100    | SH | PUT     | DEFINED | 1 | 2 |
| EQUINIX INC                  | COM NEW          | 29444U502 | 6920   | 77900    | SH | PUT     | DEFINED | 1 | 2 |
| FASTENAL CO                  | COM              | 311900104 | 1464   | 44000    | SH | DEFINED | 1       | 2 |   |
| FIFTH THIRD BANCORP          | COM              | 316773100 | 1965   | 194580   | SH | DEFINED | 1       | 2 |   |
| FLOWSERVE CORP               | COM              | 34354P105 | 1887   | 20000    | SH | CALL    | DEFINED | 1 | 2 |
| FUSION-IO INC                | COM              | 36112J107 | 42     | 2200     | SH | DEFINED | 1       | 2 |   |
| FUSION-IO INC                | COM              | 36112J107 | 12     | 600      | SH | DEFINED | 1       | 2 |   |
| FXCM INC                     | COM CL A         | 302693106 | 1262   | 90000    | SH | DEFINED | 1       | 2 |   |
| GAFISA S A                   | SPONS ADR        | 362607301 | 923    | 160000   | SH | DEFINED | 1       | 2 |   |
| GENERAL GROWTH PPTYS INC NEW | COM              | 370023103 | 389    | 32160    | SH | DEFINED | 1       | 2 |   |
| GLOBAL EAGLE ACQUISITION COR | UNIT 99/99/9999  | 37951D201 | 542    | 53937    | SH | DEFINED | 1       | 2 |   |
| GLOBAL EAGLE ACQUISITION COR | UNIT 99/99/9999  | 37951D201 | 8076   | 803563   | SH | DEFINED | 1       | 2 |   |
| GLOBAL X FDS                 | GLB X URANIUM    | 37950E754 | 546    | 69000    | SH | DEFINED | 1       | 2 |   |
| GOLD FIELDS LTD NEW          | SPONSORED ADR    | 38059T106 | 3094   | 202000   | SH | DEFINED | 1       | 2 |   |
| HOWARD HUGHES CORP           | COM              | 44267D107 | 130    | 3081     | SH | DEFINED | 1       | 2 |   |
| HUNTINGTON BANCSHARES INC    | COM              | 446150104 | 2399   | 499800   | SH | DEFINED | 1       | 2 |   |
| IGO INC                      | COM              | 449593102 | 342    | 267680   | SH | DEFINED | 1       | 2 |   |
| INTERNATIONAL BUSINESS MACHS | COM              | 459200101 | 4078   | 23300    | SH | PUT     | DEFINED | 1 | 2 |
| INTERNATIONAL BUSINESS MACHS | COM              | 459200101 | 19288  | 110200   | SH | PUT     | DEFINED | 1 | 2 |
| ISTAR FINL INC               | COM              | 45031U101 | 74     | 12680    | SH | DEFINED | 1       | 2 |   |
| ISTAR FINL INC               | COM              | 45031U101 | 821    | 141113   | SH | DEFINED | 1       | 2 |   |
| KKR & CO L P DEL             | COM UNITS        | 48248M102 | 276    | 26563    | SH | DEFINED | 1       | 2 |   |
| KKR & CO L P DEL             | COM UNITS        | 48248M102 | 3984   | 383071   | SH | DEFINED | 1       | 2 |   |
| KKR & CO L P DEL             | COM UNITS        | 48248M102 | 5553   | 534000   | SH | DEFINED | 1       | 2 |   |
| LEAR CORP                    | COM NEW          | 521865204 | 1888   | 44000    | SH | DEFINED | 1       | 2 |   |
| LIONS GATE ENTMNT CORP       | COM NEW          | 535919203 | 24     | 3400     | SH | DEFINED | 1       | 2 |   |
| LIONS GATE ENTMNT CORP       | COM NEW          | 535919203 | 80     | 11600    | SH | DEFINED | 1       | 2 |   |
| LIZ CLAIBORNE INC            | COM              | 539320101 | 2498   | 499500   | SH | CALL    | DEFINED | 1 | 2 |
| LORILLARD INC                | COM              | 544147101 | 6642   | 60000    | SH | PUT     | DEFINED | 1 | 2 |
| LORILLARD INC                | COM              | 544147101 | 686    | 6200     | SH | DEFINED | 1       | 2 |   |
| MPG OFFICE TR INC            | COM              | 553274101 | 11     | 5000     | SH | DEFINED | 1       | 2 |   |
| MPG OFFICE TR INC            | COM              | 553274101 | 159    | 75285    | SH | DEFINED | 1       | 2 |   |
| MSC INDL DIRECT INC          | CL A             | 553530106 | 1468   | 26000    | SH | DEFINED | 1       | 2 |   |
| NETAPP INC                   | COM              | 64110D104 | 3593   | 73800    | SH | CALL    | DEFINED | 1 | 2 |
| NETAPP INC                   | COM              | 64110D104 | 17343  | 356200   | SH | CALL    | DEFINED | 1 | 2 |
| NEWCASTLE INVT CORP          | COM              | 65105M108 | 4175   | 1025729  | SH | DEFINED | 1       | 2 |   |
| NEWCASTLE INVT CORP          | COM              | 65105M108 | 780    | 191600   | SH | DEFINED | 1       | 2 |   |
| ON TRACK INNOVATION LTD      | SHS              | M8791A109 | 1097   | 731525   | SH | DEFINED | 1       | 2 |   |
| PACCAR INC                   | COM              | 693718108 | 338    | 10000    | SH | DEFINED | 1       | 2 |   |
| PACKAGING CORP AMER          | COM              | 695156109 | 1841   | 79000    | SH | DEFINED | 1       | 2 |   |
| PENN NATL GAMING INC         | COM              | 707569109 | 5253   | 157823   | SH | DEFINED | 1       | 2 |   |
| PHH CORP                     | COM NEW          | 693320202 | 3216   | 200000   | SH | DEFINED | 1       | 2 |   |
| POPULAR INC                  | COM              | 733174106 | 1500   | 1000000  | SH | DEFINED | 1       | 2 |   |
| PRECISION CASTPARTS CORP     | COM              | 740189105 | 3109   | 20000    | SH | DEFINED | 1       | 2 |   |
| PRICELINE COM INC            | COM NEW          | 741503403 | 746    | 1660     | SH | DEFINED | 1       | 2 |   |
| PRICELINE COM INC            | COM NEW          | 741503403 | 4962   | 11040    | SH | DEFINED | 1       | 2 |   |
| PRIMORIS SVCS CORP           | COM              | 74164F103 | 470    | 44923    | SH | DEFINED | 1       | 2 |   |
| QUANTA SVCS INC              | COM              | 74762E102 | 1353   | 72000    | SH | DEFINED | 1       | 2 |   |
| RAILAMERICA INC              | COM              | 750753402 | 395460 | 30350000 | SH | DEFINED | 1       | 2 |   |
| ROCK-TENN CO                 | CL A             | 772739207 | 1460   | 30000    | SH | DEFINED | 1       | 2 |   |
| SAKS INC                     | COM              | 79377W108 | 1750   | 200000   | SH | CALL    | DEFINED | 1 | 2 |
| SCHWAB CHARLES CORP NEW      | COM              | 808513105 | 2482   | 200000   | SH | CALL    | DEFINED | 1 | 2 |
| SIGNET JEWELERS LIMITED      | SHS              | G81276100 | 1039   | 30746    | SH | DEFINED | 1       | 2 |   |
| SIGNET JEWELERS LIMITED      | SHS              | G81276100 | 3640   | 107700   | SH | DEFINED | 1       | 2 |   |
| SLM CORP                     | COM              | 78442P106 | 2534   | 200000   | SH | CALL    | DEFINED | 1 | 2 |
| SPANSION INC                 | COM CL A NEW     | 84649R200 | 5231   | 443392   | SH | DEFINED | 1       | 2 |   |

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|                          |               |           |       |         |    |         |             |
|--------------------------|---------------|-----------|-------|---------|----|---------|-------------|
| SPANSION INC             | COM CL A NEW  | 84649R200 | 342   | 28054   | SH | DEFINED | 1 2         |
| SPANSION INC             | COM CL A NEW  | 84649R200 | 11351 | 928880  | SH | DEFINED | 1 2         |
| SYNOVUS FINL CORP        | COM           | 87161C105 | 321   | 300000  | SH | DEFINED | 1 2         |
| TEMPLE INLAND INC        | COM           | 879868107 | 12040 | 500000  | SH | CALL    | DEFINED 1 2 |
| TERADATA CORP DEL        | COM           | 88076W103 | 1215  | 31100   | SH | CALL    | DEFINED 1 2 |
| TERADATA CORP DEL        | COM           | 88076W103 | 7173  | 183600  | SH | CALL    | DEFINED 1 2 |
| TERADYNE INC             | COM           | 880770102 | 10861 | 606100  | SH | CALL    | DEFINED 1 2 |
| TERADYNE INC             | COM           | 880770102 | 1846  | 103000  | SH | CALL    | DEFINED 1 2 |
| TIBCO SOFTWARE INC       | COM           | 88632Q103 | 609   | 27200   | SH | CALL    | DEFINED 1 2 |
| TIBCO SOFTWARE INC       | COM           | 88632Q103 | 3643  | 162700  | SH | CALL    | DEFINED 1 2 |
| TIME WARNER CABLE INC    | COM           | 88732J207 | 934   | 14897   | SH | DEFINED | 1 2         |
| TIME WARNER CABLE INC    | COM           | 88732J207 | 8905  | 142103  | SH | DEFINED | 1 2         |
| TIMKEN CO                | COM           | 887389104 | 1510  | 46000   | SH | DEFINED | 1 2         |
| TRANSOCEAN LTD           | REG SHS       | H8817H100 | 1165  | 24400   | SH | DEFINED | 1 2         |
| TRANSOCEAN LTD           | REG SHS       | H8817H100 | 840   | 17600   | SH | DEFINED | 1 2         |
| TRANSOCEAN LTD           | REG SHS       | H8817H100 | 2736  | 57300   | SH | DEFINED | 1 2         |
| TW TELECOM INC           | COM           | 87311L104 | 2481  | 150201  | SH | DEFINED | 1 2         |
| TYCO INTERNATIONAL LTD   | SHS           | H89128104 | 2893  | 71000   | SH | DEFINED | 1 2         |
| TYCO INTERNATIONAL LTD   | SHS           | H89128104 | 510   | 12500   | SH | CALL    | DEFINED 1 2 |
| TYCO INTERNATIONAL LTD   | SHS           | H89128104 | 1935  | 47500   | SH | CALL    | DEFINED 1 2 |
| UNION PAC CORP           | COM           | 907818108 | 2858  | 35000   | SH | DEFINED | 1 2         |
| WCA WASTE CORP           | COM           | 92926K103 | 257   | 60600   | SH | DEFINED | 1 2         |
| WESCO AIRCRAFT HLDGS INC | COM           | 950814103 | 125   | 11400   | SH | DEFINED | 1 2         |
| WESCO AIRCRAFT HLDGS INC | COM           | 950814103 | 39    | 3600    | SH | DEFINED | 1 2         |
| WILLBROS GROUP INC DEL   | COM           | 969203108 | 189   | 45350   | SH | DEFINED | 1 2         |
| WYNN RESORTS LTD         | COM           | 983134107 | 4580  | 39800   | SH | PUT     | DEFINED 1 2 |
| WYNN RESORTS LTD         | COM           | 983134107 | 943   | 8200    | SH | PUT     | DEFINED 1 2 |
| YAHOO INC                | COM           | 984332106 | 1710  | 108100  | SH | CALL    | DEFINED 1 2 |
| YAHOO INC                | COM           | 984332106 | 26112 | 1651600 | SH | CALL    | DEFINED 1 2 |
| YOUKU COM INC            | SPONSORED ADR | 98742U100 | 3063  | 83200   | SH | CALL    | DEFINED 1 2 |
| YOUKU COM INC            | SPONSORED ADR | 98742U100 | 14754 | 400800  | SH | CALL    | DEFINED 1 2 |
| ZIONS BANCORPORATION     | COM           | 989701107 | 1126  | 80000   | SH | DEFINED | 1 2         |