

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

Fortress Investment Group LLC  
Form 13F-HR  
May 15, 2009

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2009

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: 28-12421

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 May 15, 2009

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: 7  
Form13F Information Table Entry Total: 91  
Form13F Information Table Value Total: \$661,856 (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	28-12421	Fortress Investment Group LLC
2	28-12417	FIG Corp
3	28-12418	Fortress Operating Entity I LP
4	28-10806	FIG LLC
5	28-10807	Drawbridge Global Macro Advisors LLC
6	28-11237	Drawbridge Special Opportunities Advisors LLC
7	28-10162	FIG Advisors LLC
8	28-13249	Fortress Commodities Advisors LLC

### FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN	OTH MANA
ADVANCED TECHNOLOGY ACQU COR	*W EXP 06/18/201	007556111	11	1856250	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	101137	21750002	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	16856	3625000	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	19465	4185875	SH		DEFINED	1 2
ALCOA INC	COM	013817101	1354	161200	SH	CALL	DEFINED	1 2
ALCOA INC	COM	013817101	7046	838800	SH	CALL	DEFINED	1 2
ALLEGHENY ENERGY INC	COM	017361106	6905	298000	SH		DEFINED	1 2
ALTERNATIVE ASSET MGMT ACQU	*W EXP 08/01/201	02149U119	12	1210250	SH		DEFINED	1 2
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	3836	104334	SH		DEFINED	1 2
BARRICK GOLD CORP	COM	067901108	272	8400	SH		DEFINED	1 2
BARRICK GOLD CORP	COM	067901108	1229	37900	SH		DEFINED	1 2
BROOKDALE SR LIVING INC	COM	112463104	215163	42606469	SH		DEFINED	1 2
BROOKDALE SR LIVING INC	COM	112463104	631	125000	SH		DEFINED	1 2
BROOKDALE SR LIVING INC	COM	112463104	50142	9929000	SH		DEFINED	1 2
CAPITOL ACQUISITION CORP DEL	*W EXP 11/08/201	14055E112	71	750000	SH		DEFINED	1 2
CHINA HLDGS ACQUISITION CORP	*W EXP 11/16/201	16942N114	34	990000	SH		DEFINED	1 2
COLUMBUS ACQUISITION CORP	*W EXP 05/18/201	198851115	2	72700	SH		DEFINED	1 2
CSX CORP	COM	126408103	2515	97300	SH		DEFINED	1 2
DANA HOLDING CORP	COM	235825205	448	972625	SH		DEFINED	1 2
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1947	30975	SH		DEFINED	1 2
DRYSHIPS INC	SHS	Y2109Q101	422	83000	SH		DEFINED	1 2
DRYSHIPS INC	SHS	Y2109Q101	2123	417000	SH		DEFINED	1 2
ENTERPRISE ACQUISITION CORP	*W EXP 11/07/201	29365R116	12	500000	SH		DEFINED	1 2
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	3472	91100	SH	PUT	DEFINED	1 2
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	3483	91400	SH	PUT	DEFINED	1 2
GENERAL CABLE CORP DEL NEW	COM	369300108	542	27350	SH		DEFINED	1 2
GENERAL ELECTRIC CO	COM	369604103	4122	415100	SH	PUT	DEFINED	1 2
GENERAL ELECTRIC CO	COM	369604103	20703	2084900	SH	PUT	DEFINED	1 2
GENERAL GROWTH PPTYS INC	COM	370021107	22	30900	SH		DEFINED	1 2
GENERAL MLS INC	COM	370334104	2978	59700	SH		DEFINED	1 2
GENERAL MTRS CORP	DEB SR CONV B	370442733	740	291291	SH		DEFINED	1 2
GENESIS LEASE LTD	ADR	37183T107	626	225200	SH		DEFINED	1 2
GLOBAL BRANDS ACQUISITION CO	*W EXP 12/06/201	378982110	52	1500000	SH		DEFINED	1 2
GLOBAL CONSUMER ACQST CORP	*W EXP 11/27/201	378983118	83	575500	SH		DEFINED	1 2
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	2290	202000	SH		DEFINED	1 2
GOLDEN POND HEALTHCARE INC	*W EXP 11/06/201	38116J117	30	750000	SH		DEFINED	1 2
GRAFTECH INTL LTD	COM	384313102	3264	529800	SH		DEFINED	1 2

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GREAT PLAINS ENERGY INC	COM	391164100	12056	895000	SH	DEFINED	1	2	
IDEATION ACQUISITION CORP	*W EXP 11/19/201	451665111	27	250000	SH	DEFINED	1	2	
ISHARES TR	DJ BROKER-DEAL	464288794	1050	52600	SH	DEFINED	1	2	
ISHARES TR	FTSE XNHUA IDX	464287184	260	9100	SH	DEFINED	1	2	
ISHARES TR	IBOXX INV CPBD	464287242	499	5300	SH	DEFINED	1	2	
ISHARES TR	MSCI EMERG MKT	464287234	11299	440000	SH	PUT	DEFINED	1	2
KBL HEALTHCARE ACQUIS CORP I	*W EXP 07/18/201	48241N115	46	658100	SH	DEFINED	1	2	
LENNAR CORP	CL A	526057104	1525	203000	SH	DEFINED	1	2	
LIBERTY ACQUISITION HLDGS CO	*W EXP 12/12/201	53015Y115	96	336900	SH	DEFINED	1	2	
MBF HEALTHCARE ACQUISITION C	*W EXP 04/16/201	552650111	1	587500	SH	DEFINED	1	2	
MONSANTO CO NEW	COM	61166W101	2759	33200	SH	CALL	DEFINED	1	2
MONSANTO CO NEW	COM	61166W101	13861	166800	SH	CALL	DEFINED	1	2
MOSAIC CO	COM	61945A107	210	5000	SH	CALL	DEFINED	1	2
MOSAIC CO	COM	61945A107	1070	25500	SH	CALL	DEFINED	1	2
NAVIOS MARITIME ACQUIS CORP	*W EXP 06/25/201	Y62159119	238	1250000	SH	DEFINED	1	2	
NEWCASTLE INVT CORP	COM	65105M108	667	1025729	SH	DEFINED	1	2	
NEWCASTLE INVT CORP	COM	65105M108	125	191600	SH	DEFINED	1	2	
NEWFIELD EXPL CO	COM	651290108	997	40300	SH	PUT	DEFINED	1	2
NEWFIELD EXPL CO	COM	651290108	5188	209700	SH	PUT	DEFINED	1	2
NORFOLK SOUTHERN CORP	COM	655844108	776	23000	SH	DEFINED	1	2	
NORTHWESTERN CORP	COM NEW	668074305	18158	845347	SH	DEFINED	1	2	
ODYSSEY MARINE EXPLORATION I	COM	676118102	1409	415729	SH	DEFINED	1	2	
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	563	7600	SH	DEFINED	1	2	
PENN NATL GAMING INC	COM	707569109	3800	157377	SH	DEFINED	1	2	
PNC FINL SVCS GROUP INC	COM	693475105	30860	380000	SH	PUT	DEFINED	1	2
POTASH CORP SASK INC	COM	73755L107	1673	20700	SH	CALL	DEFINED	1	2
POTASH CORP SASK INC	COM	73755L107	8428	104300	SH	CALL	DEFINED	1	2
PROSPECT ACQUISITION CORP	*W EXP 11/14/201	74347T111	37	924800	SH	DEFINED	1	2	
RETAIL HOLDRS TR	DEP RCPT	76127U101	2212	29900	SH	PUT	DEFINED	1	2
RETAIL HOLDRS TR	DEP RCPT	76127U101	11106	150100	SH	PUT	DEFINED	1	2
SAPPHIRE INDUSTRIALS CORP	*W EXP 01/17/201	80306T117	130	1000000	SH	DEFINED	1	2	
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	9808	1127404	SH	CALL	DEFINED	1	2
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	5220	600000	SH	PUT	DEFINED	1	2
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	807	43800	SH	DEFINED	1	2	
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	3500	189900	SH	DEFINED	1	2	
SHERWIN WILLIAMS CO	COM	824348106	6447	150000	SH	PUT	DEFINED	1	2
SPDR GOLD TRUST	GOLD SHS	78463V107	451	5000	SH	DEFINED	1	2	
SPDR TR	UNIT SER 1	78462F103	421	5300	SH	DEFINED	1	2	
SPRINT NEXTEL CORP	COM SER 1	852061100	124	30000	SH	PUT	DEFINED	1	2
SPX CORP	COM	784635104	545	11600	SH	DEFINED	1	2	
STONELEIGH PARTNERS ACQUS CO	*W EXP 05/31/201	861923126	10	500000	SH	DEFINED	1	2	
TARGA RESOURCES PARTNERS LP	COM UNIT	87611X105	1756	195781	SH	DEFINED	1	2	
TREMISIS ENERGY ACQ CORP II	*W EXP 12/05/201	89472N119	127	1100000	SH	DEFINED	1	2	
TRIAN ACQUISITION I CORP	*W EXP 01/23/201	89582E116	140	798200	SH	DEFINED	1	2	
TRIPLECROWN ACQUISITION CORP	*W EXP 10/22/201	89677G117	243	2559500	SH	DEFINED	1	2	
UNION PAC CORP	COM	907818108	226	5500	SH	DEFINED	1	2	
UNION PAC CORP	COM	907818108	1020	24800	SH	DEFINED	1	2	
UNITED REFINING ENERGY CORP	*W EXP 12/11/201	911360113	144	1600000	SH	DEFINED	1	2	
VICTORY ACQUISITION CORP	*W EXP 04/24/201	92644D118	51	367000	SH	DEFINED	1	2	
VISA INC	COM CL A	92826C839	261	4700	SH	DEFINED	1	2	
WELLS FARGO & CO NEW	PERP PFD CNV A	949746804	19964	33440	SH	DEFINED	1	2	
WELLS FARGO & CO NEW	PERP PFD CNV A	949746804	605	1100000	SH	PUT	DEFINED	1	2
WILLIAMS COS INC DEL	COM	969457100	777	64500	SH	PUT	DEFINED	1	2
WILLIAMS COS INC DEL	COM	969457100	4043	335500	SH	PUT	DEFINED	1	2