

Apollo Commercial Real Estate Finance, Inc.

Form 5

December 09, 2011

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported
Form 4
Transactions
Reported**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
Athene Group Ltd

(Last) (First) (Middle)

C/O WALKER CORPORATE
SERVICES LIMITED, A WALKER
HOUSE, 87 MARY STREET

(Street)

2. Issuer Name and Ticker or Trading
SymbolApollo Commercial Real Estate
Finance, Inc. [ARI]3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20115. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☒ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

GEORGE TOWN, A E9 A KY1-9005

(City) (State) (Zip)

☐ Form Filed by One Reporting Person
☒ Form Filed by More than One Reporting
Person**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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	11/10/2011	A	J	0 (1) A \$ (1)	3,257,366 (1)	I	See footnote (1)

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 number.**SEC 2270
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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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 Derivative Security (Instr. 5)	9. of D S B O E I F (I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Athene Group Ltd C/O WALKER CORPORATE SERVICES LIMITED WALKER HOUSE, 87 MARY STREET GEORGE TOWN, KY1-9005	Â	Â X	Â	Â
LIBERTY LIFE INSURANCE CO 2000 WADE HAMPTON BLVD GREENVILLE, SC 29615	Â	Â X	Â	Â
INVESTORS INSURANCE CORP 2970 HARTLEY ROAD SUITE 300 JACKSONVILLE, FL 32257	Â	Â X	Â	Â
Athene Asset Management LLC 818 MANHATTAN BEACH BLVD SUITE 100 MANHATTAN BEACH, CA 90266	Â	Â X	Â	Â
Apollo Life Asset Ltd. C/O WALKER CORPORATE SERVICES LIMITED WALKER HOUSE, 87 MARY STREET GEORGE TOWN, KY1-9005	Â	Â X	Â	Â
Apollo Capital Management, L.P. 9 WEST 57TH STREET 43RD FLOOR NEW YORK, NY 10019	Â	Â X	Â	Â
Apollo Capital Management GP, LLC 9 WEST 57TH STREET 43RD FLOOR NEW YORK, NY 10019	Â	Â X	Â	Â
Apollo Management Holdings, L.P. 9 W. 57TH STREET 43RD FLOOR	Â	Â X	Â	Â

NEW YORK, NY 10019

Apollo Management Holdings GP, LLC
9 W. 57TH STREET 43RD FLOOR
NEW YORK, NY 10019

^ ^ X ^ ^

Athene Holding Ltd
96 PITTS BAY ROAD
PEMBROKE, DM08

^ ^ X ^ ^

Signatures

[see signatures attached as Exhibit
99.2] 1

12/09/2011

__Signature of Reporting Person

Date

[see signatures attached as Exhibit
99.2] 2

12/09/2011

__Signature of Reporting Person

Date

[see signatures attached as Exhibit
99.2] 3

12/09/2011

__Signature of Reporting Person

Date

[see signatures attached as Exhibit
99.2] 4

12/09/2011

__Signature of Reporting Person

Date

[see signatures attached as Exhibit
99.2] 5

12/09/2011

__Signature of Reporting Person

Date

[see signatures attached as Exhibit
99.2] 6

12/09/2011

__Signature of Reporting Person

Date

[see signatures attached as Exhibit
99.2] 7

12/09/2011

__Signature of Reporting Person

Date

[see signatures attached as Exhibit
99.2] 8

12/09/2011

__Signature of Reporting Person

Date

[see signatures attached as Exhibit
99.2] 9

12/09/2011

__Signature of Reporting Person

Date

[see signatures attached as Exhibit
99.2] 10

12/09/2011

__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).

(1) See Exhibit 99.1.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.