

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

Fortress Investment Group LLC  
Form 13F-HR  
May 16, 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: March 31, 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 May 16, 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: 160  
Form 13F Information Table Value Total: \$2,108,119 (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 (x\$1000)	SHARES/ PRN	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
ABOVENET INC	COM	00374N107	5903	91000	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	3450	285875	SH		DEFINED	1 2
AIRCASTLE LTD	COM	G0129K104	262523	21750002	SH		DEFINED	1 2
ALLIED HEALTHCARE INTL INC	COM	01923A109	1900	748245	SH		DEFINED	1 2
AMERICAN CAP LTD	COM	02503Y103	93363	9421140	SH		DEFINED	1 2
AMERICAN CAP LTD	COM	02503Y103	22035	2223498	SH		DEFINED	1 2
AMERISTAR CASINOS INC	COM	03070Q101	3146	177200	SH		DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	2540	31000	SH		DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	8192	100000	SH	CALL	DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	3383	41300	SH		DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	1520	18553	SH		DEFINED	1 2
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	5003	104334	SH		DEFINED	1 2
APACHE CORP	COM	037411105	510	3900	SH		DEFINED	1 2
APACHE CORP	COM	037411105	1519	11600	SH		DEFINED	1 2
AUTONAVI HLDGS LTD	SPONSORED ADR	05330F106	682	38529	SH		DEFINED	1 2
AUTONAVI HLDGS LTD	SPONSORED ADR	05330F106	2016	113814	SH		DEFINED	1 2
BAIDU INC	SPON ADR REP A	056752108	254	1850	SH		DEFINED	1 2
BAIDU INC	SPON ADR REP A	056752108	741	5375	SH		DEFINED	1 2
BASIC ENERGY SVCS INC NEW	COM	06985P100	4906	192300	SH		DEFINED	1 2
BASIC ENERGY SVCS INC NEW	COM	06985P100	1457	57100	SH		DEFINED	1 2
BASIC ENERGY SVCS INC NEW	COM	06985P100	1457	57100	SH		DEFINED	1 2
BLOCK H & R INC	COM	093671105	3492	300000	SH	PUT	DEFINED	1 2
BROOKDALE SR LIVING INC	COM	112463104	492627	17593827	SH		DEFINED	1 2
CAMECO CORP	COM	13321L108	2102	70000	SH		DEFINED	1 2
CBS CORP NEW	CL B	124857202	1507	60204	SH		DEFINED	1 2
CBS CORP NEW	CL B	124857202	4454	177872	SH		DEFINED	1 2
CF INDS HLDGS INC	COM	125269100	1368	10000	SH		DEFINED	1 2
CF INDS HLDGS INC	COM	125269100	27358	200000	SH	CALL	DEFINED	1 2
CHEVRON CORP NEW	COM	166764100	1568	14600	SH		DEFINED	1 2
CHEVRON CORP NEW	COM	166764100	462	4300	SH		DEFINED	1 2
CHEVRON CORP NEW	COM	166764100	462	4300	SH		DEFINED	1 2
CIMAREX ENERGY CO	COM	171798101	2259	19600	SH		DEFINED	1 2
CIMAREX ENERGY CO	COM	171798101	668	5800	SH		DEFINED	1 2
CIMAREX ENERGY CO	COM	171798101	669	5800	SH		DEFINED	1 2
CITIGROUP INC	COM	172967101	1023	231400	SH		DEFINED	1 2
CITIGROUP INC	COM	172967101	25061	5669912	SH		DEFINED	1 2
CITIGROUP INC	COM	172967101	3019	683000	SH		DEFINED	1 2
CITIGROUP INC	COM	172967101	2532	572800	SH	CALL	DEFINED	1 2

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CITIGROUP INC	COM	172967101	7472	1690600	SH	CALL	DEFINED	1	2
COMPLETE PRODUCTION SERVICES	COM	20453E109	563	17700	SH		DEFINED	1	2
COMPLETE PRODUCTION SERVICES	COM	20453E109	1896	59600	SH		DEFINED	1	2
COMPLETE PRODUCTION SERVICES	COM	20453E109	563	17700	SH		DEFINED	1	2
CVR ENERGY INC	COM	12662P108	678	29300	SH		DEFINED	1	2
CVR ENERGY INC	COM	12662P108	2284	98600	SH		DEFINED	1	2
CVR ENERGY INC	COM	12662P108	676	29200	SH		DEFINED	1	2
DANAHER CORP DEL	COM	235851102	982	18903	SH		DEFINED	1	2
DANAHER CORP DEL	COM	235851102	14617	281630	SH		DEFINED	1	2
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	2407	30975	SH		DEFINED	1	2
EASTMAN KODAK CO	COM	277461109	3206	700000	SH	PUT	DEFINED	1	2
EL PASO CORP	COM	28336L109	282	15700	SH		DEFINED	1	2
EL PASO CORP	COM	28336L109	835	46400	SH		DEFINED	1	2
ENSCO PLC	SPONSORED ADR	29358Q109	5917	102300	SH		DEFINED	1	2
ENSCO PLC	SPONSORED ADR	29358Q109	1753	30300	SH		DEFINED	1	2
ENSCO PLC	SPONSORED ADR	29358Q109	1759	30400	SH		DEFINED	1	2
FEDEX CORP	COM	31428X106	34875	372800	SH	PUT	DEFINED	1	2
FEDEX CORP	COM	31428X106	117387	1254800	SH	PUT	DEFINED	1	2
FEDEX CORP	COM	31428X106	34838	372400	SH	PUT	DEFINED	1	2
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	1601	52200	SH		DEFINED	1	2
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	4729	154200	SH		DEFINED	1	2
FORMFACTOR INC	COM	346375108	397	38600	SH		DEFINED	1	2
FORMFACTOR INC	COM	346375108	3658	355500	SH	CALL	DEFINED	1	2
FORMFACTOR INC	COM	346375108	1171	113800	SH		DEFINED	1	2
FORMFACTOR INC	COM	346375108	1239	120400	SH	CALL	DEFINED	1	2
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	8286	150000	SH	CALL	DEFINED	1	2
FRONTIER OIL CORP	COM	35914P105	564	19255	SH		DEFINED	1	2
FRONTIER OIL CORP	COM	35914P105	1894	64600	SH		DEFINED	1	2
FRONTIER OIL CORP	COM	35914P105	563	19214	SH		DEFINED	1	2
GANNETT INC	COM	364730101	6092	400000	SH	PUT	DEFINED	1	2
GENERAL GROWTH PPTYS INC NEW	COM	370023103	485	31338	SH		DEFINED	1	2
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	3527	202000	SH		DEFINED	1	2
HALLIBURTON CO	COM	406216101	972	19500	SH		DEFINED	1	2
HALLIBURTON CO	COM	406216101	977	19600	SH		DEFINED	1	2
HALLIBURTON CO	COM	406216101	3284	65900	SH		DEFINED	1	2
HANDY & HARMAN LTD	COM	410315105	304	25336	SH		DEFINED	1	2
HESS CORP	COM	42809H107	332	3900	SH		DEFINED	1	2
HESS CORP	COM	42809H107	1108	13000	SH		DEFINED	1	2
HESS CORP	COM	42809H107	324	3800	SH		DEFINED	1	2
HOLLY CORP	COM PAR \$0.01	435758305	1197	19700	SH		DEFINED	1	2
HOLLY CORP	COM PAR \$0.01	435758305	353	5800	SH		DEFINED	1	2
HOLLY CORP	COM PAR \$0.01	435758305	358	5900	SH		DEFINED	1	2
HOWARD HUGHES CORP	COM	44267D107	218	3081	SH		DEFINED	1	2
IGO INC	COM	449593102	755	267680	SH		DEFINED	1	2
ISTAR FINL INC	COM	45031U101	116	12680	SH		DEFINED	1	2
ISTAR FINL INC	COM	45031U101	1295	141113	SH		DEFINED	1	2
KEY ENERGY SVCS INC	COM	492914106	695	44700	SH		DEFINED	1	2
KEY ENERGY SVCS INC	COM	492914106	2342	150600	SH		DEFINED	1	2
KEY ENERGY SVCS INC	COM	492914106	695	44700	SH		DEFINED	1	2
KKR & CO L P DEL	COM UNITS	48248M102	8763	534000	SH		DEFINED	1	2
KKR & CO L P DEL	COM UNITS	48248M102	17877	1089388	SH		DEFINED	1	2
LENNAR CORP	CL A	526057104	5398	370000	SH	PUT	DEFINED	1	2
LIMITED BRANDS INC	COM	532716107	7891	240000	SH	CALL	DEFINED	1	2
LORILLARD INC	COM	544147101	63182	665000	SH	PUT	DEFINED	1	2
LORILLARD INC	COM	544147101	11401	120000	SH	CALL	DEFINED	1	2
MACYS INC	COM	55616P104	801	33000	SH		DEFINED	1	2
MACYS INC	COM	55616P104	10189	420000	SH	CALL	DEFINED	1	2
MPG OFFICE TR INC	COM	553274101	19	5000	SH		DEFINED	1	2
MPG OFFICE TR INC	COM	553274101	279	75285	SH		DEFINED	1	2
NATIONAL OILWELL VARCO INC	COM	637071101	373	4700	SH		DEFINED	1	2
NATIONAL OILWELL VARCO INC	COM	637071101	365	4600	SH		DEFINED	1	2
NATIONAL OILWELL VARCO INC	COM	637071101	1245	15700	SH		DEFINED	1	2

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NEWCASTLE INVT CORP	COM	65105M108	6195	1025729	SH		DEFINED	1
NEWCASTLE INVT CORP	COM	65105M108	1157	191600	SH		DEFINED	1 2
NEWFIELD EXPL CO	COM	651290108	349	4600	SH		DEFINED	1 2
NEWFIELD EXPL CO	COM	651290108	1193	15700	SH		DEFINED	1 2
NEWFIELD EXPL CO	COM	651290108	357	4700	SH		DEFINED	1 2
NORTHWESTERN CORP	COM NEW	668074305	0	0	SH		DEFINED	1 2
OCCIDENTAL PETE CORP DEL	COM	674599105	1316	12600	SH		DEFINED	1 2
OCCIDENTAL PETE CORP DEL	COM	674599105	2685	25700	SH		DEFINED	1 2
OCCIDENTAL PETE CORP DEL	COM	674599105	2309	22100	SH		DEFINED	1 2
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	1873	11400	SH		DEFINED	1 2
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	32872	200000	SH	CALL	DEFINED	1 2
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	6344	38600	SH		DEFINED	1 2
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	1890	11500	SH		DEFINED	1 2
ON TRACK INNOVATION LTD	SHS	M8791A109	1566	731525	SH		DEFINED	1 2
PENN NATL GAMING INC	COM	707569109	5849	157823	SH		DEFINED	1 2
PLAINS EXPL& PRODTN CO	COM	726505100	369	10200	SH		DEFINED	1 2
PLAINS EXPL& PRODTN CO	COM	726505100	1250	34500	SH		DEFINED	1 2
PLAINS EXPL& PRODTN CO	COM	726505100	370	10200	SH		DEFINED	1 2
PRICELINE COM INC	COM NEW	741503403	2064	4075	SH		DEFINED	1 2
PRICELINE COM INC	COM NEW	741503403	709	1400	SH		DEFINED	1 2
PRIMORIS SVCS CORP	COM	74164F103	307	30231	SH		DEFINED	1 2
QUALCOMM INC	COM	747525103	2610	47600	SH		DEFINED	1 2
QUALCOMM INC	COM	747525103	7709	140595	SH		DEFINED	1 2
RAILAMERICA INC	COM	750753402	516557	30350000	SH		DEFINED	1 2
REGIONS FINANCIAL CORP NEW	COM	7591EP100	3145	500000	SH	PUT	DEFINED	1 2
SEALED AIR CORP NEW	COM	81211K100	2053	77000	SH		DEFINED	1 2
SINA CORP	ORD	G81477104	1586	14815	SH		DEFINED	1 2
SINA CORP	ORD	G81477104	4678	43700	SH		DEFINED	1 2
SPANSION INC	COM CL A NEW	84649R200	568	30436	SH		DEFINED	1 2
SPANSION INC	COM CL A NEW	84649R200	9805	525156	SH		DEFINED	1 2
SPANSION INC	COM CL A NEW	84649R200	16284	872214	SH		DEFINED	1 2
SUNCOR ENERGY INC NEW	COM	867224107	2018	45000	SH		DEFINED	1 2
SUNCOR ENERGY INC NEW	COM	867224107	2883	64300	SH		DEFINED	1 2
SUNCOR ENERGY INC NEW	COM	867224107	1373	30600	SH		DEFINED	1 2
SUPERIOR ENERGY SVCS INC	COM	868157108	496	12100	SH		DEFINED	1 2
SUPERIOR ENERGY SVCS INC	COM	868157108	1673	40800	SH		DEFINED	1 2
SUPERIOR ENERGY SVCS INC	COM	868157108	496	12100	SH		DEFINED	1 2
TAL INTL GROUP INC	COM	874083108	272	7500	SH		DEFINED	1 2
TAL INTL GROUP INC	COM	874083108	798	22000	SH		DEFINED	1 2
TALISMAN ENERGY INC	COM	87425E103	459	18600	SH		DEFINED	1 2
TALISMAN ENERGY INC	COM	87425E103	459	18600	SH		DEFINED	1 2
TALISMAN ENERGY INC	COM	87425E103	1551	62800	SH		DEFINED	1 2
TESORO CORP	COM	881609101	1199	44700	SH		DEFINED	1 2
TESORO CORP	COM	881609101	4041	150600	SH		DEFINED	1 2
TESORO CORP	COM	881609101	1199	44700	SH		DEFINED	1 2
TOTAL S A	SPONSORED ADR	89151E109	397	6500	SH		DEFINED	1 2
TOTAL S A	SPONSORED ADR	89151E109	1329	21800	SH		DEFINED	1 2
TOTAL S A	SPONSORED ADR	89151E109	390	6400	SH		DEFINED	1 2
TW TELECOM INC	COM	87311L104	4339	226000	SH		DEFINED	1 2
TYSON FOODS INC	CL A	902494103	3577	230000	SH	PUT	DEFINED	1 2
V F CORP	COM	918204108	5778	70000	SH	PUT	DEFINED	1 2
WCA WASTE CORP	COM	92926K103	1227	0	SH		DEFINED	1 2
WHITING PETE CORP NEW	COM	966387102	896	12200	SH		DEFINED	1 2
WHITING PETE CORP NEW	COM	966387102	3019	41100	SH		DEFINED	1 2
WHITING PETE CORP NEW	COM	966387102	896	12200	SH		DEFINED	1 2
WILLBROS GROUP INC DEL	COM	969203108	495	45350	SH		DEFINED	1 2
WYNN RESORTS LTD	COM	983134107	1021	8030	SH		DEFINED	1 2
WYNN RESORTS LTD	COM	983134107	3026	23800	SH		DEFINED	1 2
YAHOO INC	COM	984332106	14459	876300	SH	CALL	DEFINED	1 2
YAHOO INC	COM	984332106	4899	296900	SH	CALL	DEFINED	1 2