

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

Fortress Investment Group LLC  
Form 13F-HR  
November 14, 2012

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, 2012

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, 2012

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: 93  
Form 13F Information Table Value Total: \$4,300,682 (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	INVSMT DSCRETN	OTH MANA
ADOBE SYS INC	COM	00724F101	2559	78900	SH	PUT	DEFINED	1 2
ADOBE SYS INC	COM	00724F101	684	21100	SH	PUT	DEFINED	1 2
AMAZON COM INC	COM	023135106	3089	12146	SH		DEFINED	1 2
AMAZON COM INC	COM	023135106	9576	37654	SH		DEFINED	1 2
AMERICAN INTL GROUP INC	COM NEW	026874784	188833	5758839	SH		DEFINED	1 2
AMERICAN INTL GROUP INC	COM NEW	026874784	22799	695314	SH		DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	2252	32200	SH		DEFINED	1 2
ANADARKO PETE CORP	COM	032511107	5900	84380	SH		DEFINED	1 2
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	3657	104334	SH		DEFINED	1 2
APACHE CORP	COM	037411105	6900	79800	SH		DEFINED	1 2
APACHE CORP	COM	037411105	2785	32200	SH		DEFINED	1 2
ARMOUR RESIDENTIAL REIT INC	COM	042315101	5266	687400	SH		DEFINED	1 2
ARMOUR RESIDENTIAL REIT INC	COM	042315101	14433	1884150	SH		DEFINED	1 2
BRIGHTCOVE INC	COM	10921T101	666	57000	SH		DEFINED	1 2
BRIGHTCOVE INC	COM	10921T101	2173	186000	SH		DEFINED	1 2
BROOKDALE SR LIVING INC	COM	112463104	408529	17593826	SH		DEFINED	1 2
CHARTER COMMUNICATIONS INC D	CL A NEW	16117M305	375	5000	SH		DEFINED	1 2
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	6	940	SH		DEFINED	1 2
CORNERSTONE ONDEMAND INC	COM	21925Y103	1328	43300	SH		DEFINED	1 2
CORNERSTONE ONDEMAND INC	COM	21925Y103	4651	151700	SH		DEFINED	1 2
COVANTA HLDG CORP	COM	22282E102	2	98	SH		DEFINED	1 2
CROWN HOLDINGS INC	COM	228368106	4116	112000	SH		DEFINED	1 2
DEERE & CO	COM	244199105	8084	98000	SH		DEFINED	1 2
DEX ONE CORP	COM	25212W100	73	58378	SH		DEFINED	1 2
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	2038	30975	SH		DEFINED	1 2
DORCHESTER MINERALS LP	COM UNIT	25820R105	93	4200	SH		DEFINED	1 2
E M C CORP MASS	COM	268648102	532	19500	SH		DEFINED	1 2
E M C CORP MASS	COM	268648102	2198	80600	SH		DEFINED	1 2
GENERAL ELECTRIC CO	COM	369604103	6018	265000	SH		DEFINED	1 2
GENERAL GROWTH PPTYS INC NEW	COM	370023103	626	32160	SH		DEFINED	1 2
GENERAL MTRS CO	COM	37045V100	307	13490	SH		DEFINED	1 2
GENERAL MTRS CO	COM	37045V100	3094	136000	SH		DEFINED	1 2
GENERAL MTRS CO	JR PFD CNV SRB	37045V209	685	18250	SH		DEFINED	1 2
GENON ENERGY INC	COM	37244E107	0	28	SH		DEFINED	1 2
GLOBAL EAGLE ACQUISITION COR	UNIT 99/99/9999	37951D201	541	53937	SH		DEFINED	1 2
GLOBAL EAGLE ACQUISITION COR	UNIT 99/99/9999	37951D201	1498	149341	SH		DEFINED	1 2
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	2596	202000	SH		DEFINED	1 2
HERTZ GLOBAL HOLDINGS INC	COM	42805T105	2746	200000	SH		DEFINED	1 2

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HOME DEPOT INC	COM	437076102	5071	84000	SH	DEFINED	1	2	
HOWARD HUGHES CORP	COM	44267D107	219	3081	SH	DEFINED	1	2	
ISHARES TR	RUSSELL 2000	464287655	1068	12800	SH	PUT	DEFINED	1	2
ISHARES TR	TRANSP AVE IDX	464287192	15090	173300	SH	DEFINED	1	2	
ISHARES TR	TRANSP AVE IDX	464287192	14085	161750	SH	DEFINED	1	2	
ISTAR FINL INC	COM	45031U101	105	12680	SH	DEFINED	1	2	
ISTAR FINL INC	COM	45031U101	901	108834	SH	DEFINED	1	2	
LIBERTY GLOBAL INC	COM SER A	530555101	541	8900	SH	DEFINED	1	2	
LORILLARD INC	COM	544147101	594	5100	SH	DEFINED	1	2	
LUFKIN INDS INC	COM	549764108	2686	49900	SH	DEFINED	1	2	
MANITOWOC INC	COM	563571108	3068	230000	SH	DEFINED	1	2	
MCDONALDS CORP	COM	580135101	303	3300	SH	DEFINED	1	2	
METROPCS COMMUNICATIONS INC	COM	591708102	198	16896	SH	DEFINED	1	2	
NATIONAL OILWELL VARCO INC	COM	637071101	4086	51000	SH	DEFINED	1	2	
NATIONSTAR MTG HLDGS INC	COM	63861C109	2242125	67574608	SH	DEFINED	1	2	
NEWCASTLE INVT CORP	COM	65105M108	7724	1025729	SH	DEFINED	1	2	
NEWCASTLE INVT CORP	COM	65105M108	1443	191600	SH	DEFINED	1	2	
NXP SEMICONDUCTORS N V	COM	N6596X109	2589	103500	SH	DEFINED	1	2	
NXP SEMICONDUCTORS N V	COM	N6596X109	693	27700	SH	DEFINED	1	2	
PENN NATL GAMING INC	COM	707569109	6805	157823	SH	DEFINED	1	2	
PHILIP MORRIS INTL INC	COM	718172109	603	6700	SH	DEFINED	1	2	
PPG INDS INC	COM	693506107	5742	50000	SH	DEFINED	1	2	
PRIMORIS SVCS CORP	COM	74164F103	682	52280	SH	DEFINED	1	2	
RACKSPACE HOSTING INC	COM	750086100	251	3800	SH	DEFINED	1	2	
RACKSPACE HOSTING INC	COM	750086100	938	14200	SH	DEFINED	1	2	
RAILAMERICA INC	COM	750753402	833715	30350000	SH	DEFINED	1	2	
RALPH LAUREN CORP	CL A	751212101	302	2000	SH	DEFINED	1	2	
RAYTHEON CO	COM NEW	755111507	6859	120000	SH	DEFINED	1	2	
ROUSE PPTYS INC	COM	779287101	17	1206	SH	DEFINED	1	2	
SALESFORCE COM INC	COM	79466L302	5086	33300	SH	DEFINED	1	2	
SALESFORCE COM INC	COM	79466L302	1358	8900	SH	DEFINED	1	2	
SEACUBE CONTAINER LEASING LT	SHS	G79978105	157315	8390119	SH	DEFINED	1	2	
SPANSION INC	COM CL A NEW	84649R200	10901	914518	SH	DEFINED	1	2	
SPDR GOLD TRUST	GOLD SHS	78463V107	48989	285000	SH	CALL	DEFINED	1	2
SPX CORP	COM	784635104	6083	93000	SH	DEFINED	1	2	
STANLEY BLACK & DECKER INC	COM	854502101	6100	80000	SH	DEFINED	1	2	
STARBUCKS CORP	COM	855244109	309	6100	SH	DEFINED	1	2	
SUPERMEDIA INC	COM	868447103	5	2004	SH	DEFINED	1	2	
SYNAPTICS INC	COM	87157D109	507	21100	SH	PUT	DEFINED	1	2
SYNAPTICS INC	COM	87157D109	1895	78900	SH	PUT	DEFINED	1	2
TEXAS INSTRS INC	COM	882508104	873	31700	SH	PUT	DEFINED	1	2
TEXAS INSTRS INC	COM	882508104	3260	118300	SH	PUT	DEFINED	1	2
TYCO INTERNATIONAL LTD	SHS	H89128104	3953	143000	SH	DEFINED	1	2	
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	1828	17900	SH	CALL	DEFINED	1	2
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	5524	54100	SH	CALL	DEFINED	1	2
UNIVERSAL HLTH SVCS INC	CL B	913903100	2872	62800	SH	CALL	DEFINED	1	2
UNIVERSAL HLTH SVCS INC	CL B	913903100	7190	157200	SH	CALL	DEFINED	1	2
VMWARE INC	CL A COM	928563402	11846	122447	SH	DEFINED	1	2	
VMWARE INC	CL A COM	928563402	30874	319153	SH	DEFINED	1	2	
WALKER & DUNLOP INC	COM	93148P102	89509	5823628	SH	DEFINED	1	2	
WELLS FARGO & CO NEW	COM	949746101	1132	32800	SH	DEFINED	1	2	
WELLS FARGO & CO NEW	COM	949746101	2838	82200	SH	DEFINED	1	2	
WESTERN ASSET MTG CAP CORP	COM	95790D105	5512	248300	SH	DEFINED	1	2	
WESTERN ASSET MTG CAP CORP	COM	95790D105	14468	651700	SH	DEFINED	1	2	
WILLBROS GROUP INC DEL	COM	969203108	244	45350	SH	DEFINED	1	2	