

APOLLO INVESTMENT CORP  
Form 8-K  
February 08, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 7, 2007

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**APOLLO INVESTMENT CORPORATION**

(Exact name of Registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction

**814-00646**  
(Commission File Number)

**52-2439556**  
(IRS Employer

of incorporation)

**9 West 57<sup>th</sup> Street, 14<sup>th</sup> Floor, New York, NY 10019**

Identification Number)

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(212) 515-3450**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events**

On February 7, 2007, Apollo Investment Corporation (the Company) completed the public offering of an additional 2.7 million shares of its common stock pursuant to the full exercise by the underwriters of their over-allotment option on the January 18, 2007 equity offering. The Company raised approximately \$57.86 million in additional net proceeds after deducting underwriting discounts and commissions. After giving effect to the exercise of the over-allotment option, a total of 20,700,000 shares were sold by the Company in the offering (the Offering). The Company expects to use the net proceeds of the offering to repay amounts outstanding under its senior credit facility, to make investments in portfolio companies and for general corporate purposes.

On February 7, 2007, the Company filed its Quarterly Report on Form 10-Q for the quarter ended December 31, 2006. A copy of the Form 10-Q is filed herewith as Exhibit 99.1 and a copy of the Capitalization of the Company as of December 31, 2006 adjusted to give effect to the consummation of the Offering is filed herewith as Exhibit 99.2.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

99.1 Form 10-Q, as filed with the Securities and Exchange Commission on February 7, 2007, for fiscal quarter ended December 31, 2006.

99.2 Capitalization of the Company as of December 31, 2006 adjusted to give effect to the consummation of the offering of 20,700,000 shares of our common stock in January and February of 2007.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

APOLLO INVESTMENT CORPORATION

Date: February 8, 2007

By: /s/ Richard L. Peteka  
Name: Richard L. Peteka  
Title: Chief Financial Officer