

APOLLO INVESTMENT CORP  
Form 8-K  
July 02, 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): June 29, 2007

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**APOLLO INVESTMENT CORPORATION**

(Exact name of Registrant as specified in its charter)

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**Maryland**  
(State or other jurisdiction  
of incorporation)

**814-00646**  
Commission File Number

**52-2439556**  
(IRS Employer

Identification Number)

**9 West 57th Street, 14th Floor**

**New York, NY**  
(Address of principal executive offices)

**10019**  
(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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**Section 8 Other Information**

**Item 8.01 Other Events**

On June 29, 2007, Innkeepers USA Trust ("Innkeepers") and Apollo Investment Corporation (the "Company") issued a press release announcing the closing of the previously announced acquisition of Innkeepers by Grand Prix Holdings LLC, an affiliate of the Company ("Grand Prix"). The Agreement and Plan of Merger was approved at a special meeting of the common shareholders of Innkeepers on June 26, 2007. Under the terms of the agreement, Grand Prix will acquire Innkeepers for \$17.75 per common share in cash, plus the assumption of Innkeeper's indebtedness. A press release announcing the closing is attached hereto as Exhibit 99.1.

**Section 9 Financial Statement and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| <b>Exhibit No.</b> | <b>Description</b>                 |
|--------------------|------------------------------------|
| 99.1               | Press Release, dated June 29, 2007 |

**Forward-Looking Statements**

Statements included herein may constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are not guarantees of future performance or results and involve a number of risks and uncertainties. Actual results may differ materially from those in the forward-looking statements as a result of a number of factors, including those described from time to time in our filings with the Securities and Exchange Commission. The Company undertakes no duty to update any forward-looking statements made herein.

[Signature page to follow]

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

APOLLO INVESTMENT CORPORATION

By: /s/ Patrick Dalton  
Name: Patrick Dalton  
Title: Executive Vice President

Date: July 2, 2007

**EXHIBIT INDEX**

99.1 Press release, dated June 29, 2007