

APOLLO INVESTMENT CORP  
Form 8-K  
April 17, 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): April 16, 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)

9 West 57th Street, 14th Floor

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

**814-00646**  
Commission File Number

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

**52-2439556**  
(IRS Employer

Identification Number)

**10019**  
(Zip Code)

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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 April 16, 2007, a press release was issued announcing that an affiliate of Apollo Investment Corporation (the Purchaser ) has entered into an Agreement and Plan of Merger (the Agreement ) with Innkeepers USA Trust, a Maryland real estate investment trust ( Innkeepers ), pursuant to which Innkeepers has agreed to be acquired by the Purchaser for \$17.75 per share in cash, plus the assumption of Innkeepers indebtedness. A press release announcing the Agreement 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 of Apollo Investment Corporation, dated April 16, 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/ Richard L. Peteka

Name: Richard L. Peteka

Title: Chief Financial Officer & Treasurer

Date: April 17, 2007

**EXHIBIT INDEX**

99.1 Press release, dated April 16, 2007