

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM S-4
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

Apollo Global Management, Inc.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

6282
(Primary Standard Industrial
Classification Code Number)

86-3155788
(I.R.S. Employer
Identification No.)

9 West 57th Street, 42nd Floor
New York, New York 10019
(212) 515-3200

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Whitney Chatterjee
Chief Legal Officer
Apollo Global Management, Inc.
9 West 57th Street, 42nd Floor
New York, New York 10019
(212) 515-3200

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copies of all communications, including communications sent to agent for service, should be sent to:

Ross Fieldston, Esq.
Gregory A. Ezring, Esq.
Joseph Glatt, Esq.
Ian Hazlett, Esq.
Christodoulos Kaoutzanis, Esq.
Paul, Weiss, Rifkind, Wharton &
Garrison LLP
1285 Avenue of the Americas
New York, NY 10019-6064
(212) 373-3000

Matthew Grant
General Counsel
Bridge Investment Group Holdings Inc.
111 East Sego Lily
Drive, Suite 400
Salt Lake City, Utah 84070
(801) 716-4500

Craig M. Garner
Kevin C. Reyes
Owen J.D. Alexander
Jason Morelli
Jennifer Wong
Latham & Watkins LLP
12670 High Bluff Drive
San Diego, CA 92130
(858) 523-5400

G.J. Ligelis Jr.
Cravath, Swaine & Moore LLP
2 Manhattan West,
375 9th Avenue
New York, NY 10001
(212) 474-1000

Approximate date of commencement of proposed sale of the securities to the public: As soon as practicable after all conditions to the transactions contemplated by the Agreement and Plan of Merger, dated as of February 23, 2025, described in the proxy statement/prospectus that forms a part of Apollo Global Management, Inc.'s Registration Statement on Form S-4 (Registration No. 333-286493), as amended, have been satisfied or waived.

If the securities being registered on this form are being offered in connection with the formation of a holding company and there is compliance with General Instruction G, check the following box. ☐

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☒ Registration No. 333-286493

If this form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer
Non-accelerated filer

☒
☐

Accelerated filer
Smaller reporting company
Emerging growth company

☐
☐
☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act. ☐

If applicable, place an X in the box to designate the appropriate rule provision relied upon in conducting this transaction:

Exchange Act Rule 13e-4(i) (Cross-Border Issuer Tender Offer) ☐

Exchange Act Rule 14d-1(d) (Cross-Border Third-Party Tender Offer) ☐

This Registration Statement will become effective automatically upon filing with the Securities and Exchange Commission pursuant to Rule 462(b) under the

EXPLANATORY NOTE

Apollo Global Management, Inc. (“AGM” or the “Company”) is filing this Registration Statement with the Securities and Exchange Commission pursuant to General Instruction K of Form S-4 and Rule 462(b) of the Securities Act of 1933, as amended, for the sole purpose of registering an additional 180,370 shares of common stock of AGM, par value \$0.00001 per share (“AGM common stock”), for issuance in connection with the completion of the transactions contemplated by the Agreement and Plan of Merger, dated as of February 23, 2025, as it may be amended from time to time, by and among the Company, Aspen PubCo Merger Sub 1, Inc., a Delaware corporation and a wholly owned, direct subsidiary of the Company (“Merger Sub Inc.”), Aspen Second Merger Sub, LLC, a Delaware limited liability company and wholly owned subsidiary of the Company (“Merger Sub LLC”), Bridge Investment Group Holdings Inc., a Delaware corporation (“Bridge”), Bridge Investment Group Holdings LLC, a Delaware limited liability company and subsidiary of Bridge (“Bridge LLC”), and, solely for purposes of Section 6.16 thereof, Adam O’Farrell as representative of Bridge LLC, providing for the mergers of (i) Merger Sub Inc. with and into Bridge, with Bridge surviving such merger as a wholly owned subsidiary of the Company, and (ii) Merger Sub LLC with and into Bridge LLC, with Bridge LLC surviving such merger as a wholly owned subsidiary of the Company. AGM has previously registered an aggregate of 10,007,289 shares of AGM common stock by means of a currently effective Registration Statement on Form S-4 (Registration No. 333-286493), as amended.

INCORPORATION OF DOCUMENTS BY REFERENCE

This Registration Statement incorporates by reference the contents of the Registration Statement on Form [S-4](#) (Registration No. 333-286493), including all amendments, supplements and exhibits thereto and all information incorporated or deemed to be incorporated by reference therein. Additional opinions and consents required to be filed with this Registration Statement are listed on the Exhibit Index attached to and filed with this Registration Statement.

EXHIBIT INDEX

All exhibits filed with or incorporated by reference in Registration Statement No. 333-286493 are incorporated by reference into, and shall be deemed to be a part of, this registration statement, except for the following, which are filed herewith.

Exhibit No.	Description
5.1*	Opinion of Paul, Weiss, Rifkind, Wharton & Garrison LLP regarding legality of common stock being registered.
23.1	Consent of Paul, Weiss, Rifkind, Wharton & Garrison LLP (included in Exhibit 5.1).
23.2*	Consent of Deloitte & Touche LLP, independent registered public accounting firm of Apollo Global Management, Inc.
23.3*	Consent of Deloitte & Touche LLP, independent registered public accounting firm of Bridge Investment Group Holdings Inc.
99.1*	Consent of Lazard, Freres & Co. LLC.
99.2*	Consent of J.P. Morgan Securities LLC.
107*	Filing Fee Table.

* Filed herewith

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York on September 2nd, 2025.

APOLLO GLOBAL MANAGEMENT, INC.

By /s/ Martin Kelly
Name: Martin Kelly
Title: Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Registration Statement has been signed by the following persons in the capacities indicated on the 2nd day of September, 2025.

Signature	Title
<u>/s/ Marc Rowan</u> Marc Rowan	Chief Executive Officer and Director (Principal Executive Officer)
<u>/s/ Martin Kelly</u> Martin Kelly	Chief Financial Officer (Principal Financial Officer)
<u>/s/ Kristiane Kinahan</u> Kristiane Kinahan	Chief Accounting Officer (Principal Accounting Officer)
<u>*</u> James Belardi	Director

*

Scott Kleinman

Director

*

James Zelter

Director

Signature

Title

*

Marc Beilinson

Director

*

Jessica Bibliowicz

Director

*

Kerry Murphy Healey

Director

*

Mitra Hormozi

Director

*

Pamela Joyner

Director

*

Brian Leach

Director

*

Pauline Richards

Director

*

David Simon

Director

*

Lynn Swann

Director

*

Patrick Toomey

Director

*By: /s/ Martin Kelly

Martin Kelly
Attorney-in-fact

Paul, Weiss, Rifkind, Wharton & Garrison LLP
 1285 Avenue of the Americas
 New York, New York 10019-6064
 September 2, 2025

Apollo Global Management, Inc.
 9 West 57th Street, 42nd Floor
 New York, New York 10019

Registration Statement on Form S-4

Ladies and Gentlemen:

We have acted as special counsel to Apollo Global Management, Inc., a Delaware corporation (the "Company"), in connection with the Registration Statement on Form S-4 (the "Registration Statement") of the Company filed with the Securities and Exchange Commission pursuant to the Securities Act of 1933, as amended (the "Act"), and the rules and regulations thereunder (the "Rules"). You have asked us to furnish our opinion as to the legality of the securities being registered pursuant to Rule 462(b) under the Registration Statement. The Registration Statement relates to the registration under the Act of 180,370 shares (the "Shares") of the Company's common stock, par value \$0.00001 per share, that are being issued or are issuable pursuant to the Agreement and Plan of Merger, dated as of February 23, 2025 (the "Merger Agreement"), by and among the Company, Aspen PubCo Merger Sub 1, Inc., a Delaware corporation and a wholly owned, direct subsidiary of the Company ("Merger Sub Inc."), Aspen Second Merger Sub, LLC, a Delaware limited liability company and wholly owned subsidiary of the Company ("Merger Sub LLC"), Bridge Investment Group Holdings Inc., a Delaware corporation ("Bridge"), Bridge Investment Group Holdings LLC, a Delaware limited liability company and subsidiary of Bridge ("Bridge LLC") and, solely for purposes of Section 6.16 of the Merger Agreement, Adam O'Farrell, as representative of Bridge LLC, providing for the mergers of (i) Merger Sub Inc. with and into Bridge with Bridge surviving such merger as a wholly owned subsidiary of the Company and (ii) Merger Sub LLC with and into Bridge LLC with Bridge LLC surviving such merger as the surviving limited liability company and a wholly owned subsidiary of the Company.

In connection with the furnishing of this opinion, we have examined originals, or copies certified or otherwise identified to our satisfaction, of the following documents (collectively, the "Documents"):

1. the Registration Statement; and
2. the Merger Agreement.

In addition, we have examined (i) such corporate records of the Company that we have considered appropriate, including a copy of the amended and restated certificate of incorporation, as amended, and amended and restated bylaws, of the Company, certified by the Company as in effect on the date of this letter, and copies of resolutions of the board of directors and the executive committee of the board of directors of the Company relating to the issuance of the Shares, certified by the Company and (ii) such other certificates, agreements and documents that we deemed relevant and necessary as a basis for the opinions expressed below. We have also relied upon the factual matters contained in the representations and warranties of the Company made in the Documents and upon certificates of public officials and the officers of the Company.

In our examination of the documents referred to above, we have assumed, without independent investigation, the genuineness of all signatures, the legal capacity of all individuals who have executed any of the documents reviewed by us, the authenticity of all documents submitted to us as originals, the conformity to the originals of all documents submitted to us as certified, photostatic, reproduced or conformed copies of valid existing agreements or other documents, the authenticity of all the latter documents and that the statements regarding matters of fact in the certificates, records, agreements, instruments and documents that we have examined are accurate and complete. We have also assumed that the Merger Agreement is a legal, valid and binding obligation of each party to it other than the Company, enforceable against each such party in accordance with its terms.

In furnishing this opinion, we have further assumed that, before the issuance of the Shares, the conditions to consummating the transactions contemplated by the Merger Agreement will have been satisfied or duly waived.

Based upon the above, and subject to the stated assumptions, exceptions and qualifications, we are of the opinion that the Shares have been duly authorized by all necessary corporate action on the part of the Company and, when issued, delivered and paid for as contemplated in the Registration Statement and in accordance with the terms of the Merger Agreement, the Shares will be validly issued, fully paid and non-assessable.

The opinion expressed above is limited to the General Corporation Law of the State of Delaware. Our opinion is rendered only with respect to the laws, and the rules, regulations and orders under those laws, that are currently in effect.

We hereby consent to use of this opinion as an exhibit to the Registration Statement and to the use of our name under the heading "Validity of Common Stock" contained in the prospectus incorporated into the Registration Statement. In giving this consent, we do not thereby admit that we come within the category of persons whose consent is required by the Act or the Rules.

Very truly yours,

/s/ Paul, Weiss, Rifkind, Wharton & Garrison LLP

PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP

Consent of Independent Registered Public Accounting Firm

We consent to the incorporation by reference in this Registration Statement on Form S-4 of our report dated February 24, 2025, relating to the consolidated financial statements of Apollo Global Management, Inc. (the “Company”) and the effectiveness of the Company’s internal control over financial reporting, appearing in the Annual Report on Form 10-K of the Company for the year ended December 31, 2024, which is incorporated by reference from Registration Statement 333-286493 on Form S-4.

We also consent to the reference to us under the heading “Experts” in Registration Statement No. 333-286493 on Form S-4, which is incorporated by reference in this Registration Statement.

/s/ Deloitte & Touche LLP
New York, New York
September 2, 2025

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in this Registration Statement on Form S-4 of our report dated March 7, 2025 relating to the consolidated financial statements Bridge Investment Group Holdings Inc., appearing in the Annual Report on Form 10-K of Bridge Investment Group Holdings Inc. for the year ended December 31, 2024, which is incorporated by reference from Registration Statement No. 333-286493 on Form S-4.

We also consent to the reference to us under the heading “Experts” in Registration Statement No. 333-286493 on Form S-4, which is incorporated by reference in this Registration Statement.

/s/ Deloitte & Touche LLP
Salt Lake City, Utah
September 2, 2025

The Special Committee of the Board of Directors
Bridge Investment Group Holdings Inc.
111 East Sego Lily Drive, Suite 400
Salt Lake City, Utah 84070

Dear Members of the Special Committee:

We hereby consent to the inclusion of our opinion letter, dated February 23, 2025, to the Special Committee of the Board of Directors of Bridge Investment Group Holdings Inc. as Annex E to, and reference thereto under the headings “SUMMARY - Opinions of the Special Committee’s and Bridge’s Financial Advisors” and “THE MERGERS - Opinions of Bridge’s and the Special Committee’s Financial Advisors” in, the proxy statement/prospectus relating to the proposed transaction involving Bridge Investment Group Holdings Inc. and Apollo Global Management, Inc. (“Apollo”), which proxy statement/prospectus forms a part of the Registration Statement on Form S-4 of Apollo (the “Registration Statement”). By giving such consent, we do not thereby admit that we are experts with respect to any part of such Registration Statement within the meaning of the term “expert” as used in, or that we come within the category of persons whose consent is required under, the Securities Act of 1933, as amended, or the rules and regulations of the Securities and Exchange Commission promulgated thereunder.

Very truly yours,

LAZARD FRÈRES & CO. LLC

By /s/ Guillaume Knecht

Guillaume Knecht
Managing Director

Date: September 2, 2025.

CONSENT OF J.P. MORGAN SECURITIES LLC

We hereby consent to (i) the use of our opinion letter dated February 23, 2025 to the Board of Directors of Bridge Investment Group Holdings Inc. (the “Company”) included in Annex D to the joint proxy statement/prospectus relating to the proposed acquisition of the Company by Apollo Global Management, Inc., and (ii) the references to such opinion in such joint proxy statement/prospectus. In giving such consent, we do not admit that we come within the category of persons whose consent is required under Section 7 of the Securities Act of 1933, as amended, or the rules and regulations of the Securities and Exchange Commission thereunder, nor do we hereby admit that we are experts with respect to any part of such Registration Statement within the meaning of the term “experts” as used in the Securities Act of 1933, as amended, or the rules and regulations of the Securities and Exchange Commission thereunder.

/s/ J.P. Morgan Securities LLC

J.P. MORGAN SECURITIES LLC

September 2, 2025

Apollo Global Management, Inc.

☐ **Not Applicable**

		Security Type	Security Class Title	Fee Calculation or Carry Forward Rule	Amount Registered	Proposed Maximum Offering Price Per Unit	Maximum Aggregate Offering Price	Fee Rate	Amount of Registration Fee	Carry Forward Form Type	Carry Forward File Number	Carry Forward Initial Effective Date	Filing Fee Previously Paid in Connection with Unsold Securities to be Carried Forward
Newly Registered Securities													
Fees to be Paid	1	Equity	Common stock, par value \$0.00001 per share	Other	180,370		\$ 24,090,427.73	0.0001531	\$ 3,688.24				
Fees Previously Paid													
Carry Forward Securities													
Carry Forward Securities													
Total Offering Amounts:							\$ 24,090,427.73		\$ 3,688.24				
Total Fees Previously Paid:									\$ 0.00				
Total Fee Offsets:									\$ 0.00				
Net Fee Due:									\$ 3,688.24				

Offering Note

1

Note 1(a) The number of shares of common stock, par value \$0.00001 per share, of Apollo (the "Apollo common stock") being registered equals (A) (i) the exchange ratio of 0.07081 shares of Apollo common stock (the "Class A exchange ratio") for (x) each share of Class A common stock, par value \$0.01 per share, of Bridge Investment Group Holdings Inc. ("Bridge" and, such shares, the "Bridge Class A common stock") and (z) each Class A common unit of Bridge Investment Group Holdings LLC ("Bridge LLC") multiplied by (ii) (a) the maximum number of shares of Bridge Class A common stock issued and outstanding as of August 26, 2025 or issuable (including in respect of Bridge equity awards) in connection with the Corporate Merger and (b) an estimate of the maximum number of Class A common units issued and outstanding as of August 26, 2025 or issuable (including in respect of Bridge LLC equity awards) in connection with the LLC Merger, minus (B) the amount of Apollo common stock that has previously been registered on the Registration Statement on Form S-4 (333-286493) that was filed by Apollo on April 11, 2025, which collectively equals 180,370 shares of Apollo common stock.

Note 1(b) The aggregate offering price is calculated using (i) the average of the high and low prices of Bridge Class A common stock as reported on the New York Stock Exchange on August 26, 2025 (\$9.4575) multiplied by (ii) the additional shares of Bridge Class A common stock to be converted using the Class A exchange ratio in the Corporate Merger (2,547,230).

Note 1(c) The registration fee is calculated by multiplying the estimated aggregate offering price of securities to be registered, in each case, by 0.0001531.

☒ **Not Applicable**

		Registrant or Filer Name	Form or Filing Type	File Number	Initial Filing Date	Filing Date	Fee Offset Claimed	Security Type Associated with Fee Offset Claimed	Security Title Associated with Fee Offset Claimed	Unsold Securities Associated with Fee Offset Claimed	Unsold Aggregate Offering Amount Associated with Fee Offset Claimed	Fee Paid with Fee Offset Source
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Rules 457(b) and 0-11(a)(2)												
Fee Offset Claims	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Fee Offset Sources	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Rule 457(p)												
Fee Offset Claims	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Fee Offset Sources	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

Table 3: Combined Prospectuses
☒ **Not Applicable**

	Security Type	Security Class Title	Amount of Securities Previously Registered	Maximum Aggregate Offering Price of Securities Previously Registered	Form Type	File Number	Initial Effective Date
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A