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Fortress Investment Group LLC
Form 13F-HR
February 14, 2011

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2010

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 February 14, 2011

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: 173
Form 13F Information Table Value Total: \$2,021,425 (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 | 28-12421 | Fortress Investment Group LLC |
| 2 | 28-12417 | FIG Corp |
| 3 | 28-12418 | Fortress Operating Entity I LP |
| 4 | 28-10806 | FIG LLC |
| 5 | 28-10807 | Drawbridge Global Macro Advisors LLC |
| 6 | 28-11237 | Drawbridge Special Opportunities Advisors LLC |
| 7 | 28-10162 | FIG Advisors LLC |
| 8 | 28-13249 | Fortress Commodities Advisors LLC |
| 9 | 28-13498 | Fortress Macro Advisors LLC |

FORM 13F INFORMATION TABLE

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | OTH MANA |
|-----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|-------------|
| ABERCROMBIE & FITCH CO | CL A | 002896207 | 2737 | 47500 | SH | | DEFINED | 1 2 |
| ABERCROMBIE & FITCH CO | CL A | 002896207 | 940 | 16300 | SH | | DEFINED | 1 2 |
| ABOVENET INC | COM | 00374N107 | 5320 | 91000 | SH | | DEFINED | 1 2 |
| ACME PACKET INC | COM | 004764106 | 86 | 1600 | SH | | DEFINED | 1 2 |
| ACME PACKET INC | COM | 004764106 | 250 | 4700 | SH | | DEFINED | 1 2 |
| ADOBE SYS INC | COM | 00724F101 | 1074 | 38200 | SH | PUT | DEFINED | 1 2 |
| ADOBE SYS INC | COM | 00724F101 | 3142 | 111800 | SH | PUT | DEFINED | 1 2 |
| AIRCASTLE LTD | COM | G0129K104 | 2988 | 285875 | SH | | DEFINED | 1 2 |
| AIRCASTLE LTD | COM | G0129K104 | 227287 | 21750002 | SH | | DEFINED | 1 2 |
| ALLIED HEALTHCARE INTL INC | COM | 01923A109 | 1885 | 748245 | SH | | DEFINED | 1 2 |
| AMAZON COM INC | COM | 023135106 | 1811 | 10200 | SH | CALL | DEFINED | 1 2 |
| AMAZON COM INC | COM | 023135106 | 5290 | 29800 | SH | CALL | DEFINED | 1 2 |
| AMERICAN CAP LTD | COM | 02503Y103 | 87782 | 11611511 | SH | | DEFINED | 1 2 |
| AMERICAN CAP LTD | COM | 02503Y103 | 6622 | 875997 | SH | | DEFINED | 1 2 |
| ANADARKO PETE CORP | COM | 032511107 | 1916 | 25153 | SH | | DEFINED | 1 2 |
| ANADARKO PETE CORP | COM | 032511107 | 1874 | 24600 | SH | | DEFINED | 1 2 |
| ANADARKO PETE CORP | COM | 032511107 | 4745 | 62300 | SH | | DEFINED | 1 2 |
| ANGLOGOLD ASHANTI LTD | SPONSORED ADR | 035128206 | 5137 | 104334 | SH | | DEFINED | 1 2 |
| ANSWERS CORP | COM | 03662X100 | 1918 | 247505 | SH | | DEFINED | 1 2 |
| APACHE CORP | COM | 037411105 | 1550 | 13000 | SH | | DEFINED | 1 2 |
| APACHE CORP | COM | 037411105 | 536 | 4500 | SH | | DEFINED | 1 2 |
| AUTONAVI HLDGS LTD | SPONSORED ADR | 05330F106 | 4001 | 249614 | SH | | DEFINED | 1 2 |
| AUTONAVI HLDGS LTD | SPONSORED ADR | 05330F106 | 1370 | 85489 | SH | | DEFINED | 1 2 |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 22721 | 1703200 | SH | | DEFINED | 1 2 |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 66391 | 4976800 | SH | | DEFINED | 1 2 |
| BMC SOFTWARE INC | COM | 055921100 | 1302 | 29600 | SH | CALL | DEFINED | 1 2 |
| BMC SOFTWARE INC | COM | 055921100 | 3825 | 87000 | SH | CALL | DEFINED | 1 2 |
| BROOKDALE SR LIVING INC | COM | 112463104 | 376684 | 17593826 | SH | | DEFINED | 1 2 |
| CAMELOT INFORMATION SYS INC | ADS RP ORD SHS | 13322V105 | 624 | 26086 | SH | | DEFINED | 1 2 |
| CAMELOT INFORMATION SYS INC | ADS RP ORD SHS | 13322V105 | 1828 | 76414 | SH | | DEFINED | 1 2 |
| CHEMTURA CORP | COM NEW | 163893209 | 202 | 12646 | SH | | DEFINED | 1 2 |
| CHEMTURA CORP | COM NEW | 163893209 | 1051 | 65791 | SH | | DEFINED | 1 2 |
| CHESAPEAKE ENERGY CORP | COM | 165167107 | 2643 | 102000 | SH | CALL | DEFINED | 1 2 |
| CHESAPEAKE ENERGY CORP | COM | 165167107 | 7721 | 298000 | SH | CALL | DEFINED | 1 2 |
| CITIGROUP INC | COM | 172967101 | 29041 | 6139700 | SH | | DEFINED | 1 2 |
| CITIGROUP INC | COM | 172967101 | 37249 | 7875000 | SH | | DEFINED | 1 2 |
| CITIGROUP INC | COM | 172967101 | 84858 | 17940300 | SH | | DEFINED | 1 2 |
| CON-WAY INC | COM | 205944101 | 794 | 21700 | SH | | DEFINED | 1 2 |

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| CON-WAY INC | COM | 205944101 | 2315 | 63300 | SH | | DEFINED | 1 | 2 |
| CORNING INC | COM | 219350105 | 1070 | 55400 | SH | | DEFINED | 1 | 2 |
| CORNING INC | COM | 219350105 | 3122 | 161619 | SH | | DEFINED | 1 | 2 |
| CVR ENERGY INC | COM | 12662P108 | 2549 | 167900 | SH | | DEFINED | 1 | 2 |
| CVR ENERGY INC | COM | 12662P108 | 981 | 64600 | SH | | DEFINED | 1 | 2 |
| CVR ENERGY INC | COM | 12662P108 | 1025 | 67500 | SH | | DEFINED | 1 | 2 |
| D R HORTON INC | COM | 23331A109 | 11440 | 1100000 | SH | PUT | DEFINED | 1 | 2 |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 918 | 11700 | SH | | DEFINED | 1 | 2 |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 3525 | 44900 | SH | | DEFINED | 1 | 2 |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 1052 | 13400 | SH | | DEFINED | 1 | 2 |
| DIAMOND OFFSHORE DRILLING IN | COM | 25271C102 | 2071 | 30975 | SH | | DEFINED | 1 | 2 |
| DIRECTV | COM CL A | 25490A101 | 2990 | 68800 | SH | CALL | DEFINED | 1 | 2 |
| DIRECTV | COM CL A | 25490A101 | 8744 | 201200 | SH | CALL | DEFINED | 1 | 2 |
| DISCOVERY COMMUNICATNS NEW | COM SER C | 25470F302 | 888 | 24200 | SH | | DEFINED | 1 | 2 |
| DISCOVERY COMMUNICATNS NEW | COM SER C | 25470F302 | 300 | 8200 | SH | | DEFINED | 1 | 2 |
| E M C CORP MASS | COM | 268648102 | 1277 | 59000 | SH | CALL | DEFINED | 1 | 2 |
| E M C CORP MASS | COM | 268648102 | 3765 | 173800 | SH | CALL | DEFINED | 1 | 2 |
| FORD MTR CO DEL | COM PAR \$0.01 | 345370860 | 5037 | 300000 | SH | PUT | DEFINED | 1 | 2 |
| FRONTIER OIL CORP | COM | 35914P105 | 372 | 20655 | SH | | DEFINED | 1 | 2 |
| FRONTIER OIL CORP | COM | 35914P105 | 1450 | 80500 | SH | | DEFINED | 1 | 2 |
| FRONTIER OIL CORP | COM | 35914P105 | 423 | 23514 | SH | | DEFINED | 1 | 2 |
| FRONTLINE LTD | SHS | G3682E127 | 748 | 29500 | SH | | DEFINED | 1 | 2 |
| FRONTLINE LTD | SHS | G3682E127 | 2879 | 113500 | SH | | DEFINED | 1 | 2 |
| FRONTLINE LTD | SHS | G3682E127 | 863 | 34000 | SH | | DEFINED | 1 | 2 |
| GENERAL GROWTH PPTYS INC NEW | COM | 370023103 | 485 | 31338 | SH | | DEFINED | 1 | 2 |
| GENERAL MTRS CO | COM | 37045V100 | 1635 | 44352 | SH | | DEFINED | 1 | 2 |
| GENERAL MTRS CO | COM | 37045V100 | 22693 | 615648 | SH | | DEFINED | 1 | 2 |
| GENERAL MTRS CO | JR PFD CNV SRB | 37045V209 | 2164 | 40000 | SH | | DEFINED | 1 | 2 |
| GOLD FIELDS LTD NEW | SPONSORED ADR | 38059T106 | 3663 | 202000 | SH | | DEFINED | 1 | 2 |
| GOODYEAR TIRE & RUBR CO | COM | 382550101 | 9398 | 890000 | SH | PUT | DEFINED | 1 | 2 |
| GOOGLE INC | CL A | 38259P508 | 505 | 850 | SH | | DEFINED | 1 | 2 |
| GOOGLE INC | CL A | 38259P508 | 1455 | 2450 | SH | | DEFINED | 1 | 2 |
| GSI COMMERCE INC | COM | 36238G102 | 1898 | 77200 | SH | CALL | DEFINED | 1 | 2 |
| GSI COMMERCE INC | COM | 36238G102 | 5599 | 227800 | SH | CALL | DEFINED | 1 | 2 |
| HESS CORP | COM | 42809H107 | 926 | 12100 | SH | | DEFINED | 1 | 2 |
| HESS CORP | COM | 42809H107 | 804 | 10500 | SH | | DEFINED | 1 | 2 |
| HESS CORP | COM | 42809H107 | 3092 | 40400 | SH | | DEFINED | 1 | 2 |
| HOWARD HUGHES CORP | COM | 44267D107 | 168 | 3081 | SH | | DEFINED | 1 | 2 |
| IGO INC | COM | 449593102 | 1028 | 267680 | SH | | DEFINED | 1 | 2 |
| ISHARES TR | RUSSELL 2000 | 464287655 | 23232 | 331500 | SH | PUT | DEFINED | 1 | 2 |
| ISHARES TR | RUSSELL 2000 | 464287655 | 67872 | 968500 | SH | PUT | DEFINED | 1 | 2 |
| ISTAR FINL INC | COM | 45031U101 | 99 | 12680 | SH | | DEFINED | 1 | 2 |
| ISTAR FINL INC | COM | 45031U101 | 1376 | 176016 | SH | | DEFINED | 1 | 2 |
| JANUS CAP GROUP INC | COM | 47102X105 | 1323 | 102000 | SH | | DEFINED | 1 | 2 |
| JANUS CAP GROUP INC | COM | 47102X105 | 3865 | 298000 | SH | | DEFINED | 1 | 2 |
| JPMORGAN CHASE & CO | COM | 46625H100 | 9744 | 229700 | SH | | DEFINED | 1 | 2 |
| JPMORGAN CHASE & CO | COM | 46625H100 | 28477 | 671300 | SH | | DEFINED | 1 | 2 |
| KKR & CO L P DEL | COM UNITS | 48248M102 | 7583 | 534000 | SH | | DEFINED | 1 | 2 |
| KROGER CO | COM | 501044101 | 1064 | 47600 | SH | | DEFINED | 1 | 2 |
| KROGER CO | COM | 501044101 | 3106 | 138900 | SH | | DEFINED | 1 | 2 |
| LYONDELLBASELL INDUSTRIES N | SHS - A - | N53745100 | 384 | 11150 | SH | | DEFINED | 1 | 2 |
| MACYS INC | COM | 55616P104 | 901 | 35600 | SH | | DEFINED | 1 | 2 |
| MACYS INC | COM | 55616P104 | 2631 | 104000 | SH | | DEFINED | 1 | 2 |
| MASCO CORP | COM | 574599106 | 3710 | 350000 | SH | PUT | DEFINED | 1 | 2 |
| MGM RESORTS INTERNATIONAL | COM | 552953101 | 7661 | 513500 | SH | PUT | DEFINED | 1 | 2 |
| MPG OFFICE TR INC | COM | 553274101 | 14 | 5000 | SH | | DEFINED | 1 | 2 |
| MPG OFFICE TR INC | COM | 553274101 | 261 | 95000 | SH | | DEFINED | 1 | 2 |
| MURPHY OIL CORP | COM | 626717102 | 991 | 13300 | SH | | DEFINED | 1 | 2 |
| MURPHY OIL CORP | COM | 626717102 | 3824 | 51300 | SH | | DEFINED | 1 | 2 |
| MURPHY OIL CORP | COM | 626717102 | 1148 | 15400 | SH | | DEFINED | 1 | 2 |
| NETFLIX INC | COM | 64110L106 | 1064 | 5500 | SH | PUT | DEFINED | 1 | 2 |
| NETFLIX INC | COM | 64110L106 | 3172 | 16400 | SH | PUT | DEFINED | 1 | 2 |

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| NEWCASTLE INVT CORP | COM | 65105M108 | 6880 | 1025729 | SH | DEFINED | 1 |
| NEWCASTLE INVT CORP | COM | 65105M108 | 1284 | 191600 | SH | DEFINED | 1 2 |
| NEWFIELD EXPL CO | COM | 651290108 | 2005 | 27800 | SH | DEFINED | 1 2 |
| NEWFIELD EXPL CO | COM | 651290108 | 2315 | 32100 | SH | DEFINED | 1 2 |
| NEWFIELD EXPL CO | COM | 651290108 | 4839 | 67100 | SH | DEFINED | 1 2 |
| NORTHWESTERN CORP | COM NEW | 668074305 | 0 | 0 | SH | DEFINED | 1 2 |
| NVIDIA CORP | COM | 67066G104 | 3206 | 266000 | SH | CALL | DEFINED 1 2 |
| NVIDIA CORP | COM | 67066G104 | 9365 | 777200 | SH | CALL | DEFINED 1 2 |
| OCLARO INC | COM NEW | 67555N206 | 3125 | 237608 | SH | DEFINED | 1 2 |
| OIL SVC HOLDRS TR | DEPOSTRY RCPT | 678002106 | 7603 | 58400 | SH | CALL | DEFINED 1 2 |
| OIL SVC HOLDRS TR | DEPOSTRY RCPT | 678002106 | 29215 | 224400 | SH | CALL | DEFINED 1 2 |
| OIL SVC HOLDRS TR | DEPOSTRY RCPT | 678002106 | 8749 | 67200 | SH | CALL | DEFINED 1 2 |
| ON TRACK INNOVATION LTD | SHS | M8791A109 | 3143 | 1016925 | SH | DEFINED | 1 2 |
| PAYCHEX INC | COM | 704326107 | 2074 | 67100 | SH | DEFINED | 1 2 |
| PAYCHEX INC | COM | 704326107 | 6055 | 195900 | SH | DEFINED | 1 2 |
| PENN NATL GAMING INC | COM | 707569109 | 5548 | 157823 | SH | DEFINED | 1 2 |
| PIONEER NAT RES CO | COM | 723787107 | 1676 | 19300 | SH | DEFINED | 1 2 |
| PIONEER NAT RES CO | COM | 723787107 | 500 | 5762 | SH | DEFINED | 1 2 |
| PIONEER NAT RES CO | COM | 723787107 | 434 | 5000 | SH | DEFINED | 1 2 |
| PLAINS EXPL& PRODTN CO | COM | 726505100 | 2472 | 76900 | SH | DEFINED | 1 2 |
| PLAINS EXPL& PRODTN CO | COM | 726505100 | 739 | 23000 | SH | DEFINED | 1 2 |
| PLAINS EXPL& PRODTN CO | COM | 726505100 | 1222 | 38000 | SH | CALL | DEFINED 1 2 |
| PLAINS EXPL& PRODTN CO | COM | 726505100 | 3600 | 112000 | SH | CALL | DEFINED 1 2 |
| PLAINS EXPL& PRODTN CO | COM | 726505100 | 646 | 20100 | SH | DEFINED | 1 2 |
| PRIMORIS SVCS CORP | COM | 74164F103 | 2751 | 288404 | SH | DEFINED | 1 2 |
| QUALCOMM INC | COM | 747525103 | 752 | 15200 | SH | DEFINED | 1 2 |
| QUALCOMM INC | COM | 747525103 | 2217 | 44800 | SH | DEFINED | 1 2 |
| RAILAMERICA INC | COM | 750753402 | 393033 | 30350000 | SH | DEFINED | 1 2 |
| REGIONS FINANCIAL CORP NEW | COM | 7591EP100 | 3145 | 500000 | SH | PUT | DEFINED 1 2 |
| RIVERBED TECHNOLOGY INC | COM | 768573107 | 264 | 7500 | SH | DEFINED | 1 2 |
| RIVERBED TECHNOLOGY INC | COM | 768573107 | 88 | 2500 | SH | DEFINED | 1 2 |
| SELECT SECTOR SPDR TR | SBI INT-FINL | 81369Y605 | 13420 | 841400 | SH | DEFINED | 1 2 |
| SELECT SECTOR SPDR TR | SBI INT-FINL | 81369Y605 | 39215 | 2458600 | SH | DEFINED | 1 2 |
| SEMICONDUCTOR HLDRS TR | DEP RCPT | 816636203 | 2607 | 79000 | SH | PUT | DEFINED 1 2 |
| SEMICONDUCTOR HLDRS TR | DEP RCPT | 816636203 | 7623 | 231000 | SH | PUT | DEFINED 1 2 |
| SINA CORP | ORD | G81477104 | 1718 | 25400 | SH | CALL | DEFINED 1 2 |
| SINA CORP | ORD | G81477104 | 5046 | 74600 | SH | CALL | DEFINED 1 2 |
| SINCLAIR BROADCAST GROUP INC | CL A | 829226109 | 105 | 12800 | SH | DEFINED | 1 2 |
| SINCLAIR BROADCAST GROUP INC | CL A | 829226109 | 304 | 37200 | SH | DEFINED | 1 2 |
| SOUFUN HLDGS LTD | ADR | 836034108 | 1080 | 15100 | SH | DEFINED | 1 2 |
| SOUFUN HLDGS LTD | ADR | 836034108 | 3168 | 44300 | SH | DEFINED | 1 2 |
| SPANSION INC | COM CL A NEW | 84649R200 | 0 | 63085 | SH | DEFINED | 1 2 |
| SPANSION INC | COM CL A NEW | 84649R200 | 0 | 1380701 | SH | DEFINED | 1 2 |
| SPANSION INC | COM CL A NEW | 84649R200 | 18040 | 871475 | SH | DEFINED | 1 2 |
| SPDR SERIES TRUST | S&P RETAIL ETF | 78464A714 | 13565 | 280500 | SH | PUT | DEFINED 1 2 |
| SPDR SERIES TRUST | S&P RETAIL ETF | 78464A714 | 39631 | 819500 | SH | PUT | DEFINED 1 2 |
| STANDARD PAC CORP NEW | COM | 85375C101 | 36 | 7895 | SH | DEFINED | 1 2 |
| SUNCOR ENERGY INC NEW | COM | 867224107 | 2803 | 73200 | SH | DEFINED | 1 2 |
| SUNCOR ENERGY INC NEW | COM | 867224107 | 5525 | 144300 | SH | DEFINED | 1 2 |
| SUNCOR ENERGY INC NEW | COM | 867224107 | 5648 | 147500 | SH | DEFINED | 1 2 |
| SYMANTEC CORP | COM | 871503108 | 1244 | 75600 | SH | CALL | DEFINED 1 2 |
| SYMANTEC CORP | COM | 871503108 | 3675 | 223400 | SH | CALL | DEFINED 1 2 |
| TERADYNE INC | COM | 880770102 | 806 | 57400 | SH | DEFINED | 1 2 |
| TERADYNE INC | COM | 880770102 | 2353 | 167600 | SH | DEFINED | 1 2 |
| TOTAL S A | SPONSORED ADR | 89151E109 | 2390 | 44700 | SH | DEFINED | 1 2 |
| TOTAL S A | SPONSORED ADR | 89151E109 | 5353 | 100100 | SH | DEFINED | 1 2 |
| TOTAL S A | SPONSORED ADR | 89151E109 | 4556 | 85200 | SH | DEFINED | 1 2 |
| TW TELECOM INC | COM | 87311L104 | 3853 | 226000 | SH | DEFINED | 1 2 |
| TWO HBRS INVT CORP | *W EXP 07/13/201 | 90187B119 | 0 | 570800 | SH | DEFINED | 1 2 |
| UNITED STATES STL CORP NEW | COM | 912909108 | 1075 | 18400 | SH | DEFINED | 1 2 |
| UNITED STATES STL CORP NEW | COM | 912909108 | 935 | 16000 | SH | DEFINED | 1 2 |
| UNITED STATES STL CORP NEW | COM | 912909108 | 3599 | 61600 | SH | DEFINED | 1 2 |

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| US BANCORP DEL | COM NEW | 902973304 | 1788 | 66300 | SH | DEFINED | 1 | 2 | |
| US BANCORP DEL | COM NEW | 902973304 | 5224 | 193700 | SH | DEFINED | 1 | 2 | |
| VARIAN SEMICONDUCTOR EQUIPMN | COM | 922207105 | 385 | 10400 | SH | DEFINED | 1 | 2 | |
| VARIAN SEMICONDUCTOR EQUIPMN | COM | 922207105 | 1131 | 30600 | SH | DEFINED | 1 | 2 | |
| WCA WASTE CORP | COM | 92926K103 | 987 | 204444 | SH | DEFINED | 1 | 2 | |
| WHX CORP | COM PAR \$.01 NEW | 929248607 | 1415 | 108733 | SH | DEFINED | 1 | 2 | |
| WILLBROS GROUP INC DEL | COM | 969203108 | 445 | 45350 | SH | DEFINED | 1 | 2 | |
| YAHOO INC | COM | 984332106 | 8531 | 513000 | SH | CALL | DEFINED | 1 | 2 |
| YAHOO INC | COM | 984332106 | 1088 | 65400 | SH | DEFINED | 1 | 2 | |
| YAHOO INC | COM | 984332106 | 3206 | 192800 | SH | DEFINED | 1 | 2 | |
| YAHOO INC | COM | 984332106 | 2893 | 174000 | SH | CALL | DEFINED | 1 | 2 |