## Edgar Filing: Och-Ziff Capital Management Group LLC - Form 4

Och-Ziff Capital Management Group LLC Form 4 December 27, 2016

FOR	МД								OMB AF	PROVAL	
	UNITEI	O STATES			AND EX n, D.C. 20		ANGE C	OMMISSION	OMB Number:	3235-0287	
Check if no lo	this box	MENT OF CHANGES IN BENEFICIAL OWN							Expires:	January 31, 2005	
subject Section	n 16.	MENI OI	t CHA	EKSHIP OF	Estimated average burden hours per						
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940								response	0.5		
(Print or Typ	e Responses)										
1. Name and Address of Reporting Person <u>*</u> ABRAMS CAPITAL MANAGEMENT, L.P.			2. Issuer Name <b>and</b> Ticker or Trading Symbol				-	5. Relationship of Reporting Person(s) to Issuer			
			Och-Ziff Capital Management Group LLC [OZM]					(Check all applicable)			
(Last)	(First)	(Middle)	liddle) 3. Date of Earliest Transaction (Month/Day/Year)					Director Officer (give t		o Owner r (specify	
222 BERH FLOOR,	KELEY STREET	, 21ST		/2016				below)	below)		
			4. If Amendment, Date Original Filed(Month/Day/Year)					<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li> Form filed by One Reporting Person</li> <li>_X_ Form filed by More than One Reporting</li> </ul>			
(City)	(State)	(Zip)	T			C	• •	Person			
1.Title of	2. Transaction Date	-		able I - Non 3.			_	uired, Disposed of, 5. Amount of	6.	7. Nature of	
Security (Instr. 3)	(Month/Day/Year)	Execution D any (Month/Day	ate, if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) /Year) (Instr. 8)			Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect			
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Class A Shares, no par value	12/23/2016			Р	90,427	A	\$ 2.9876 (1)	18,292,112	Ι	See Footnote	
Class A Shares, no par value	12/27/2016			Р	144,400	A	\$ 3.0758 (3)	18,436,512	Ι	See Footnote	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. 6. Date Exercisable onNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title Amoun Underly Securit (Instr. 3	nt of ying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title 1	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh					
		10% Owner	Officer	Other			
ABRAMS CAPITAL MANAGEMENT, L.P. 222 BERKELEY STREET, 21ST FLOOR BOSTON, MA 02116		Х					
ABRAMS CAPITAL MANAGEMENT, LLC 222 BERKELEY STREET, 21ST FLOOR BOSTON, MA 02116		Х					
ABRAMS CAPITAL, LLC 222 BERKELEY STREET 21ST FLOOR BOSTON, MA 02116		Х					
Abrams David C 222 BERKELEY STREET 21ST FLOOR BOSTON, MA 02116		Х					
Signatures							
/s/ Abrams Capital Management, L.P., by Abrams Capital Management, LLC, the General Partner, by David C. Abrams, Managing Member							

Farmer, by David C. Abranis, Managing Member						
**Signature of Reporting Person	Date					
/s/ Abrams Capital Management, LLC, by David C. Abrams, Managing Member	12/27/2016					

## Edgar Filing: Och-Ziff Capital Management Group LLC - Form 4

**Signature of Reporting Person	Date			
/s/ Abrams Capital, LLC, by David C. Abrams, Managing Member				
**Signature of Reporting Person	Date			
/s/ David C. Abrams	12/27/2016			
**Signature of Reporting Person	Date			

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Represents the weighted average purchase price of shares purchased in a series of open market transactions on the transaction date at prices ranging from \$2.9845 to \$2.9944 per share. The Reporting Persons undertake to provide, upon request by the staff of the Securities

(1) Interstanging from \$2,9845 to \$2,9944 per share. The Reporting Persons undertake to provide, upon request by the start of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased at each price.

Shares reported herein as beneficially owned by Abrams Capital, LLC ("Abrams Capital") and Abrams Capital Management, L.P. (the "LP") represent shares held for the account of private investment funds for which Abrams Capital serves as general partner and the LP serves as investment manager. Abrams Capital Management, LLC (the "LLC") is the general partner of the LP, and Mr. Abrams is the

(2) managing member of Abrams Capital and the LLC, and in such capacities the LLC and Mr. Abrams may be deemed beneficial owners of the above-referenced shares. Each Reporting Person disclaims beneficial ownership of the reported shares except to the extent of its or his pecuniary interest therein, and the inclusion of such securities in this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or for any other purpose.

Represents the weighted average purchase price of shares purchased in a series of open market transactions on the transaction date at prices ranging from \$3.0427 to \$3.0803 per share. The Reporting Persons undertake to provide, upon request by the staff of the Securities

(3) Intest ranging non \$5,0427 to \$5,0005 per share. The Reporting Persons undertake to provide, upon request by the start of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased at each price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.