

Apollo Senior Floating Rate Fund Inc.
Form DEFA14A
April 09, 2012

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by Registrant Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to Sec. 240.14a-12

Apollo Senior Floating Rate Fund Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

1) Title of each class of securities to which transaction applies:

2) Aggregate number of securities to which transaction applies:

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3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11(set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1) Amount Previously Paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

***** Exercise Your *Right* to Vote *****

**Important Notice Regarding the Availability of Proxy Materials for
the Shareholder Meeting to Be Held on May 21, 2012.**

Meeting Information

Meeting Type: Annual

APOLLO SENIOR FLOATING

RATE FUND INC.

For holders: March 19, 2012 (Close of business)

Meeting Date: May 21, 2012 **Time:** 12:00 P.M.

Location: Willkie Farr & Gallagher LLP
787 Seventh Avenue
New York, NY 10019

Purpose: To Elect the Class I Directors of the Fund

Recommendation: The Board of Directors of the Fund

recommends a vote FOR each nominee

PROXY TABULATOR

P.O. BOX 9112

FARMINGDALE, NY 11735

You are receiving this communication because you hold shares in the above named fund.

This is not a ballot. You cannot use this notice to vote. This communication presents only an overview of the more complete proxy materials, which contain important information and are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the proxy materials before voting.

See the reverse side of this notice for instructions of how to obtain proxy materials and voting instructions.

M43618-P23054

Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

NOTICE OF ANNUAL MEETING

PROXY STATEMENT

How to View Online:

Have with you the information that is printed in the box marked by the arrow XXXX XXXX XXXX

(located on the following page) and visit: www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

Unless you request a paper or e-mail copy of these documents, you will not receive one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) *BY INTERNET:* www.proxyvote.com
- 2) *BY TELEPHONE:* 1-800-579-1639
- 3) *BY E-MAIL*:* sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow XXXX XXXX XXXX (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before **May 7, 2012** to facilitate timely delivery.

How To Vote

Please Choose One of the Following Voting Methods

Vote In Person: To attend the Shareholder Meeting in person, you will be required to present a valid form of photo identification. Please check the Meeting materials for any additional special requirements for Meeting attendance. At the Meeting, you will need to request a ballot to vote.

Vote By Internet: To vote now by Internet, log on to *www.proxyvote.com*. Have the information that is printed in the box marked by the arrow XXXX XXXX XXXX available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

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APOLLO SENIOR FLOATING RATE FUND INC - PREFERRED SHARES

**The Board of Directors recommends a vote
FOR each nominee listed:**

1. Election of Directors.

Nominees:

- 01) Barry Cohen
- 02) Elliot Stein, Jr.

2. To vote and otherwise represent the undersigned on any other matter that may properly come before the Meeting or any adjournment or postponement thereof in the discretion of the Proxy holder.
M43620-P23054

APOLLO SENIOR FLOATING RATE FUND INC - COMMON SHARES

**The Board of Directors recommends a vote
FOR the nominee listed:**

1. Election of Directors.

Nominees:

- 01) Elliot Stein, Jr.

2. To vote and otherwise represent the undersigned on any other matter that may properly come before the Meeting or any adjournment or postponement thereof in the discretion of the Proxy holder.
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