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ARES CAPITAL CORP
Form 13F-HR
February 14, 2008

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 12/31/2007

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: Ares Management LLC

Address: 1999 Avenue of the Stars, Suite 1900

 Los Angeles, CA 90067

Form 13F File Number: 28-

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: Michael D. Weiner

Title: Vice President, General Counsel and Secretary

Phone: 310-201-4140

Signature, Place, and Date of Signing:

 /s/ Michael D. Weiner Los Angeles, CA February 14, 2008

 [Signature] [City, State] [Date]

Report Type (Check only one.):

/X/ 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

/ / 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

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// 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: NONE

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 9

Form 13F Information Table Value Total: \$631,986

(thousands)

List of Other Included Managers: NONE

FORM 13F INFORMATION TABLE

| COLUMN 1 | COLUMN 2 | COLUMN 3 | COLUMN 4 | COLUMN 5 | | | COLUMN 6 |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------------|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRETION |
| Ares Capital Corporation | Com | 04010L103 | 17,788 | 1,216,667 | SH | | Sole |
| Exco Resources Inc. | Com | 269279402 | 50,826 | 6,533,333 | SH | | Sole |
| GenTek Inc. | Com | 37245X203 | 1,480 | 50,842 | SH | | Sole |
| Hanger Orthopedic Group Inc. | Com | 41043F208 | 2,202 | 200,000 | SH | | Sole |
| Liberty Global, Inc. | Com | 530555101 | 13,842 | 353,101 | SH | | Sole |
| Maidenform Brands, Inc. | Com | 560305104 | 50,566 | 3,737,351 | SH | | Sole |
| NII Holdings Inc. | Com | 62913F201 | 10,850 | 225,000 | SH | | Sole |
| SandRidge Energy, Inc. | Com | 80007P307 | 478,133 | 13,333,333 | SH | | Sole |
| Virgin Media Inc. | Com | 92769L101 | 6,299 | 368,999 | SH | | Sole |
| TOTAL | | | 631,986 | 26,018,626 | | | |