



Apollo Group, Inc.

**NOTICE OF ANNUAL MEETING OF
CLASS A SHAREHOLDERS
TO BE HELD ON FEBRUARY 10, 2009
AND
NOTICE OF INTERNET AVAILABILITY OF
INFORMATION STATEMENT MATERIALS**

To our shareholders:

The 2009 Annual Meeting of the holders of Class A Common Stock of Apollo Group, Inc. will be held on February 10, 2009. The meeting will take place at 11:00 a.m., Arizona time, in Rooms 101 and 102 on the first floor of the Company's principal executive offices located at 4025 S. Riverpoint Parkway, Phoenix, Arizona. Class A shareholders of record as of the close of business on December 12, 2008 are entitled to receive notice of and to attend the Annual Meeting.

Our management team will make a brief presentation and will be available for questions and comments. The holders of our Class A Common Stock are not entitled to vote. Accordingly, no matters will be put to a vote of the holders of Class A Common Stock at the Annual Meeting.

Important Notice Regarding the Internet Availability of Information Statement Materials for the Meeting of Class A Common shareholders to be held on February 10, 2009:

This communication provides only a brief overview of the more complete Information Statement materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the Information Statement materials.

Our Information Statement and 2008 Annual Report on Form 10-K are available at <http://www.apollogrp.edu/Investor/AnnualReports.aspx>.

If you want to receive a paper or email copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed below on or before February 10, 2009 to facilitate timely delivery.

You may obtain copies of our Information Statement and our 2008 Annual Report on Form 10-K, which contains audited financial statements for the year ended August 31, 2008, and additional information about how you can attend the Annual Meeting, as follows:

- Email at investor.relations@apollogrp.edu;
- Telephone at 800-990-APOL; or
- Internet at <http://www.apollogrp.edu/Investor/AnnualReports.aspx>.

Management cordially invites you to attend the Annual Meeting.

By order of the Board of Directors,
John Sperling
Executive Chairman of the Board

A handwritten signature in black ink, appearing to read "John Sperling", written in a cursive style.

Phoenix, Arizona
December 19, 2008