

SECURITIES AND EXCHANGE COMMISSION

FORM SC TO-I/A

Issuer tender offer statement [amend]

Filing Date: **2013-05-16**
SEC Accession No. [0001193125-13-224153](#)

(HTML Version on [secdatabase.com](#))

SUBJECT COMPANY

Blackstone Alternative Alpha Master Fund

CIK: [1535092](#) | IRS No.: **453809483** | State of Incorporation: **MA**
Type: **SC TO-I/A** | Act: **34** | File No.: **005-86989** | Film No.: **13851191**

Mailing Address

*345 PARK AVENUE, 16TH
FLOOR
NEW YORK NY 10154*

Business Address

*345 PARK AVENUE, 16TH
FLOOR
NEW YORK NY 10154
212-583-5000*

FILED BY

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

**SCHEDULE TO
(Final Amendment)
(Rule 13e-4)**

**TENDER OFFER STATEMENT PURSUANT TO SECTION 14(D)(1) OR 13(E)(1)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Blackstone Alternative Alpha Master Fund
(Name of Issuer)

Blackstone Alternative Alpha Master Fund
(Name of Person(s) Filing Statement)

Shares of Beneficial Interest
(Title of Class of Securities)

N/A

(CUSIP Number of class of securities)

Arthur Liao
c/o Blackstone Alternative Asset Management L.P.
345 Park Avenue, 29th Floor
New York, New York 10154
(212) 583-5013

(Name, Address and Telephone No. of Person Authorized to Receive Notices and Communications on Behalf of the Person(s) Filing Statement)

With a copy to:

James E. Thomas, Esq.
Ropes & Gray LLP
Prudential Tower
800 Boylston Street
Boston, Massachusetts 02199-3600
(617) 951-7367
December 20, 2012

(Date Tender Offer First Published, Sent or Given to Security Holders)

Calculation of Filing Fee

Transaction Valuation	Amount of Filing Fee
\$19,124,298 ^(a)	\$2,608.56 ^(b)

- (a) Calculated as the aggregate maximum purchase price for shares of beneficial interest, based upon the net asset value per share as of November 30, 2012.
- (b) Calculated at \$136.40 per \$1,000,000.00 of the Transaction Valuation.

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

Amount Previously Paid: \$2,608.56
Form or Registration No.: Schedule TO

Filing Parties: Blackstone Alternative Alpha Master Fund
Date Filed: December 20, 2012

Check the box if the filing relates solely to preliminary communications made before commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

- third-party tender offer subject to Rule 14d-1.
- issuer tender offer subject to Rule 13e-4.
- going-private transaction subject to Rule 13e-3.
- amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer:

SCHEDULE TO

This Final Amendment relates to the Tender Offer Statement on Schedule TO (the "Statement") originally filed by Blackstone Alternative Alpha Master Fund (the "Fund") on December 20, 2012 relating to the tender offer (the "Offer") by the Fund to purchase up to 18,994 of its outstanding shares of beneficial interest (the "Shares") at a price equal to the net asset value per Share as of March 31, 2013 on the terms and subject to the conditions set forth in the Offer to Purchase filed as Exhibit (a)(1)(ii) to the Statement.

This is the Final Amendment to the Statement and is being filed to report the results of the Offer. The following information is furnished pursuant to Rule 13e-4(c)(4):

1. The Offer expired at 5:00 p.m., Eastern Time, on January 24, 2013.
2. No Shares of the Fund were validly tendered and not withdrawn prior to the expiration of the Offer.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

BLACKSTONE ALTERNATIVE ALPHA MASTER
FUND

By: /s/ Arthur Liao

Name: Arthur Liao

Title: Principal Financial Officer

Dated: May 16, 2013