UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): February 21, 2024

MATHENE

ATHENE HOLDING LTD.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of

incorporation or organization)

001-37963 (Commission file number) **98-0630022** (I.R.S. Employer Identification Number)

7700 Mills Civic Pkwy West Des Moines, Iowa 50266 1-(888) 266-8489

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

□ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbols	Name of each exchange on which registered
Depositary Shares, each representing a 1/1,000 th interest in a 6.35% Fixed-to-Floating Rate Perpetual Non-Cumulative Preferred Stock, Series A	ATHPrA	New York Stock Exchange
Depositary Shares, each representing a 1/1,000 th interest in a 5.625% Fixed Rate Perpetual Non-Cumulative Preferred Stock, Series B	ATHPrB	New York Stock Exchange
Depositary Shares, each representing a 1/1,000 th interest in a 6.375% Fixed-Rate Reset Perpetual Non-Cumulative Preferred Stock, Series C	ATHPrC	New York Stock Exchange
Depositary Shares, each representing a 1/1,000 th interest in a 4.875% Fixed-Rate Perpetual Non-Cumulative Preferred Stock, Series D	ATHPrD	New York Stock Exchange
Depositary Shares, each representing a 1/1,000 th interest in a 7.75% Fixed-Rate Reset Perpetual Non-Cumulative Preferred Stock, Series E	ATHPrE	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. \Box

Item 7.01 Regulation FD Disclosure.

In connection with the previously announced Fixed Income Investor call hosted by Athene Holding Ltd. ("AHL" or the "Company") taking place today, February 21, 2024, at 10:00 a.m. ET, AHL has made available to investors a presentation on the Company's website titled "Athene Fixed Income Investor Presentation February 2024." The presentation is furnished as Exhibit 99.1 to this current report on Form 8-K and is incorporated herein by reference.

The foregoing information, including the Exhibit referenced in this Item 7.01, is being furnished pursuant to this Item 7.01 and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing or other document pursuant to the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing or document, except as shall be expressly set forth by specific reference in such a filing or document.

Item 9.01	Financial Statements and Exhibits.
(d)	Exhibits
99.1	Athene Fixed Income Presentation February 2024 (furnished and not filed).
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized. ATHENE HOLDING LTD.

Date: February 21, 2024

/s/ Martin P. Klein

Martin P. Klein Executive Vice President and Chief Financial Officer



Athene Fixed Income Investor Presentation

February 2024

Disclaimer

This presentation does not constitute an offer to sell, or the solicitation of an offer to buy, any security of Athene Holding Ltd. ("AHL" or "Athene").

Unless the context requires otherwise, references in this presentation to "Apollo" and "AGM" refer to Apollo Global Management, Inc., together with its subsidiaries, references in this presentation to "AGM HoldCo" refer to Apollo Global Management, Inc., and references in this presentation to "AAM" refer to Apollo Asset Management, Inc., a subsidiary of Apollo Global Management, Inc.

This presentation contains, and certain oral statements made by Athene's representatives from time to time may contain, forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Exchange Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Such statements are subject to risks, uncertainties and assumptions that could cause actual results, events and developments to differ materially from those set forth in, or implied by, such statements. These statements are based on the beliefs and assumptions of Athene's management and the management of Athene's subsidiaries. Generally, forward-looking statements include actions, events, results, strategies and expectations and are often identifiable by use of the words "believes," "expects," "intends," "anticipates," "plans," "seeks," "estimates," "projects," "may," "will," "could," "might," or "continues" or similar expressions. Forward looking statements within this presentation include, but are not limited to, benefits to be derived from Athene's capital allocation decisions; the performance of Athene's busines; general economic conditions, expected future operating results, "Athene's laguidity and capital resources; and other non-historical statements. Although Athene management to Athene's forward-looking statements. Although statements are reasonable, it can give no assurance that these expectations will prove to be correct. For a discussion of other risks and uncertainties related to Athene's forward-looking statements, described herein are qualified by these cautionary statements and quarterly report on Form 10-Q filed for the period ended September 30, 2023, which can be found at the SEC's website at www.sec.gov. All forward-looking statements described herein are qualified by these cautionary statements and there can be no assurance that the actual result, events or developments referenced herein will occur or be realized. Athene does not undertake an

Athene adopted the US GAAP accounting standard related to Targeted Improvements to the Accounting for Long-Duration Contracts (LDTI) as of January 1, 2023, which required Athene to apply the new standard retrospectively back to January 1, 2022, the date of Athene's merger with AGM. Certain 2022 US GAAP financial metrics and disclosures in this presentation have been retrospectively adjusted in accordance with the requirements of the adoption guidance of LDTI. Please refer to the discussion of Non-GAAP Measures and Definitions herein for additional information on items that are excluded from Athene's non-GAAP measure of spread related earnings, which was retrospectively adjusted in accordance with the requirements of the adoption guidance of LDTI.

Information contained herein may include information respecting prior performance of Athene. Information respecting prior performance, while a useful tool, is not necessarily indicative of actual results to be achieved in the future, which is dependent upon many factors, many of which are beyond Athene's control. The information contained herein is not a guarantee of future performance by Athene, and actual outcomes and results maicrialifier materially from any historic, proform a or projected financial incomation contained herein is unaudited or based on the application of non-GAAP financial measures. These non-GAAP financial measures should be considered in addition to and not as a substitute for, or superior to, financial measures presented in accordance with GAAP. Furthermore, certain financial information is based on estimates of management. These estimates, which are based on the reasonable expectations of management, are subject to change and there can be no assurance that they will prove to be correct. The information adhe information and the information and the information measures there used and the aveliate of the project the second the prove to be correct. The information and the information and the information and the information may change at any time without notice.

Models that may be contained herein (the "Models") are being provided for illustrative and discussion purposes only and are not intended to forecast or predict future events. Information provided in the Models may not reflect the most current data and is subject to change and may be subject to change. The Models are based on estimates and assumptions that are also subject to change and may be subject to significant business, economic and competitive uncertainties, including numerous uncontrollable market and event driven stratations. There is no guarantee that the information presented in the Models is accurate. Actual results may differ materially form those reflected and contemplated in such hypothetical, forward-looking information. Undue reliance should not be placed on such information and investors should not use the Models to make investment decisions. Athene has no duty to update the Models in the future.

Certain of the information used in preparing this presentation was obtained from third parties or public sources. No representation or warranty, express or implied, is made or given by or on behalf of Athene or any other person as to the accuracy, completeness or fairness of such information, and no responsibility or liability is accepted for any such information. The contents of any website referenced in this presentation are not incorporated by reference and only speak as of the date listed thereon.

This document is not intended to be, nor should it be construed or used as, financial, legal, tax, insurance or investment advice. There can be no assurance that Athene will achieve its objectives. Past performance is not indicative of future success.

All information is as of the dates indicated herein.

Key Credit Highlights Indicate Winning Strategy Remains the Same

1	ATHENE IS A MARKET LEADER IN RETIREMENT SERVICES Demonstrated ability to source stable, low-cost, long-dated funding across multiple organic business channels
2	ATHENE HAS BUILT A FORTRESS BALANCE SHEET Highly-rated and conservatively managed balance sheet with ample liquidity and no legacy liability issues
3	ASSET PORTFOLIO IS HIGH-QUALITY AND GENERATES SAFE INVESTMENT GRADE YIELD Athene has consistently delivered strong net spread generation with lower credit losses versus peers
4	FULL ALIGNMENT WITH APOLLO PROVIDES DIFFERENTIATED ACCESS TO THIRD-PARTY CAPITAL Innovative ADIP ¹ sidecar strategy provides on-demand equity capital to help fund growth
5	GOVERNANCE AND RISK CONTROLS ARE DEEPLY EMBEDDED IN THE BUSINESS Athene provides industry-leading disclosure around its balance sheet, investment, and risk management philosophies
1. Refers to Apollo	/Athene Dedicated Investment Program (ADIP I) and Apollo/Athene Dedicated Investment Program II (ADIP II), collectively.

MATHENE

Athene has a Distinct Credit Profile Within Apollo



Athene is the Leading Retirement Services Business...

- ✓ Provides attractive savings products that help make guaranteed retirement income affordable for Americans
- Longstanding relationship with Apollo since Athene's founding in 2009, completed strategic merger on January 1, 2022
- ✓ Stable, predictable, low-cost funding profile with no legacy liability issues
- ✓ Highly efficient and scalable operating structure



...Which Has Diligently Built Diversified Organic Growth Capabilities



Athene Continues to Demonstrate Strong Momentum



Athene Has Built a Fortress Balance Sheet...



Note: Athene metrics are net of the noncontrolling interests, as of December 31, 2023. 1. Relates to Athene's primary insurance subsidiaries; represents ratings from AM Best 'A', Fitch 'A+', 5&P 'A+' and Moody's 'A1'. 2. Represents the aggregate capital of Athene's US and Bernuda insurance entities, determined with respect to each insurance entity by applying the statutory accounting principles applicable to each such entity. Adjustments are made to, among other things, assets and expenses at the holding company level. Excludes capital from noncontrolling interests, a capital models and upon of the capital required to support our core operating from the abased upon internal modeling and analysis of economic risk, as well as inputs from rating agency capital models and consideration of both NAIC REC and Bernuda capital requirements. 4. Includes \$10.5 billion cash and cash equivalents, \$20 billion AHU. Zhene Life Re Ltd. (ALRe) liquidity facility with \$0.5 billion accordion feature, \$20 billion committed reports, \$12.5 billion AHU credit facility with \$0.5 billion accordion feature, \$20 billion in available undrawn capital at ACRA. Untapped debt capacity and \$1.6 billion in available undrawn capital at ACRA. Untapped debt capacity assumes capital you for \$3.9 billion in available undrawn capital at ACRA. Untapped debt capacity assumes

... That Outperforms the Competition





Athene is a Scaled and Highly-Rated Retirement Services Business

Strong Capital and Liquidity Profile



Note: 2023 RBC ratios are preliminary as of December 31, 2023. Athene metrics are net of the noncontrolling interests, as of December 31, 2023. 1. The consolidated risk-based capital ratio of our non-US reinsurance and US insurance subsidiaries is calculated by applying NAIC risk-based capital factors to the statutory financial statements on an aggregate basis, including interests in other non-insurance subsidiary holding companies, with an adjustment in Bermuda and non-insurance holding companies to limit RBC concent that when they are applied to determine target capital factors to the statutory financial statements on an aggregate basis, encluding US subsidiaries and interests in other non-insurance company. Our parent US insurance company. The risk-based capital facto of our onn-US reinsurance subsidiary bolding companies with an adjustment in Bermuda and non-insurance holding componies subsidiary bolding companies with an adjustment in Bermuda and non-insurance osset 'carning' and busicalises to a target oget to the statutory financial statements on an aggregate basis, excluding US subsidiaries and interests in other non-insurance subsidiary holding companies with an adjustment in Bermuda and non-insurance holding companies with an adjustment in Bermuda and non-insurance holding companies subsidiary holding companies to the statutory financial statements on an aggregate basis, excluding US subsidiaries and interests in other non-insurance subsidiary holding companies with an adjustment in Bermuda and non-insurance holding companies with an adjustment in Bermuda and non-insurance holding companies and interests in other non-insurance to the Statutory financial statements on an aggregate basis, excluding VI available to the state valiable to AHL availability of accordion features subject to lender consent and other factors. S. Includes \$57.2 billion book value of liquid public corporate bond portfolio and \$3.3 billion book value of state, municipal, political subdivisions and foreign government enormatin adva

Athene is Committed to Strong Ratings, with an Upward Trajectory

Fitch Ratings	'A+'	"Athene benefits from material competitive advantages as a result of its significant operating scale. While the company remains focused on spread-based liabilities, Fitch views Athene as having favorable diversification relative to more modest annuity peers. "
	Outlook Stable	FITCH, SEPTEMBER 2023
S&P Global	'A+' Outlook Stable	"We view Athene's competitive position as strong, as it has expanded its liability profile and market share over the past few years In the past couple of years, the company has also expanded into flow reinsurance in Japan, and it has recently executed a small block acquisition there. These expansions reflect the strength of Athene's business model and its competitive advantage in its various spread-lending businesses" S&P, JANUARY 2024
Moody's	'A1' Outlook Stable	"The A1 insurance financial strength rating of its US and Bermuda-based life insurance operating companies reflects the company's strong market position in its core insurance products, which include retail and pension group annuities, as well as flow reinsurance. Strengths also include very good capital levels, modest financial leverage, and strong interest coverage metrics, as well as solid profitability ." MOODY'S, JULY 2023
CE 1899	'A' Outlook Positive	"Risk-adjusted capitalization is at the strongest level, as measured by Best's Capital Adequacy Ratio. Strong historical growth in premiums and deposits across its retail, institutional reinsurance, and pension risk transfer markets. Stable liability profile with concentration in retirement products with MVAs, surrender or economic protections." A.M. BEST, MAY 2023
Note: Ratings represent financial strength ratings for primary int	surance subsidiaries.	12

Superior Financial Metrics Not Yet Fully Reflected in Secondary Spreads

	MATHENE	CRBG	EQH	PFG
Net Invested Assets (\$B) ¹	\$217	\$208	\$96	\$83
2023 Operating Income (\$M) ²	\$3,107	\$3,193	\$2,465	\$1,603
Leverage (Company) ¹	14.5%	28.3%	28.1%	21.9%
Ratings ¹	A1/A+/A+	A2/A+/NR	A1/A+/NR	A1/A+/NR
RBC Ratio (Consolidated) ¹	416%	>400%	400-425%	427%
5-year FABN Secondary Credit Spread-to-US Treasury ³	T+155	T+125	T+125	T+110

1. Total invested assets, company leverage, financial strength ratings and RBC ratios as of December 31, 2023 from company filings and presentations. For Athene, total invested assets is net of the noncontrolling interests. Carebridge invested assets exclude Fortitude Re funds withheld assets. Financial strength ratings are from Moody's/S&P/Fitch and are specific to the FABN program. 2. Operating income figures are on a pre-tax basis for the year ending December 31, 2023. Equitable includes the impact of the noncontrolling interest. 3. Source: JP Morgan data as of February 14, 2024.

ATHENE

Athene Utilizes Numerous Sources of Capital to Grow



Strategic Sidecar Supports Athene's Growth with On-Demand Equity Capital







Composition of Athene's Gross Invested Assets (\$B)

Total Capitalization Mix Highlights Disciplined Capital Management Strategy



Capital Allocation Priorities



Consistent Investment Management Philosophy

Target higher and sustainable riskadjusted returns by capturing illiquidity premia to drive consistent yield outperformance

Focus on downside protection given longdated liability profile and low cost of funding

Dynamic asset allocation to take advantage of market dislocations Differentiation driven by proprietary asset origination and greater asset expertise

30 – 40 bps Targeted Incremental Yield Without Incremental Credit Risk

ATHENE

Historical Credit Loss Experience Outperforms Industry



High Quality Asset Portfolio Generates Safe Yield



Alternative Investment Portfolio Spotlight



Persistent and Predictable Liability Portfolio Provides Long-Dated Funding

Retirement Savings Products with Structural Features That Increase Stability



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Outflow Activity Remains Highly Predictable

Historical/Projected Annualized Outflow Rates															
	l	20	22		1	20	23			20	24		1		
	10	20	30	40	10	2Q	3Q	40	1QE	2QE	3QE	4QE	FY'22	FY'23	FY'24E
Maturity-Driven, Contractual-Based Outflows ¹	3.1%	2.8%	5.9%	3.0%	3.4%	7.6%	6.3%	3.7%	5.3%	8.8%	4.4%	3.8%	3.7%	5.2%	5.6%
Policyholder-Driven Outflows ²	5.9%	5.9%	6.2 %	7.1%	7.6 %	7.4%	6.9 %	7.2 %	6.6 %	6.5%	5.9%	6.0%	6.3%	7.3%	6.2%
Income Oriented Withdrawals (Planned) ³	3.4%	3.0%	3.2%	3.7%	3.5%	3.3%	3.1%	3.4%	2.9%	2.9%	2.9%	3.3%	3.3%	3.3%	3.0%
From Policies Out-Of-Surrender-Charge (Planned) ⁴	1.9%	2.3%	2.3%	2.5%	3.0%	2.6%	2.6%	2.6%	2.5%	2.5%	2.1%	1.8%	2.3%	2.7%	2.2%
From Policies In-Surrender-Charge (Unplanned) ⁵	0.6%	0.6%	0.7%	0.9%	1.1%	1.5%	1.2%	1.2%	1.2%	1.1%	0.9%	0.9%	0.7%	1.3%	1.0%
Core Outflows	9.0%	8.7%	12.1%	10.1%	11.0%	15.0%	13.2%	10. 9 %	11.9%	15.3%	10.3%	9.8%	10.0%	12.5%	11.8%
Memo: Total Outflow Rates, Incl. Strategic Reinsurance Transactions (Catalina and Venerable Transactions in 4Q'22 and 3Q'23, respectively)	9.0%	8.7%	12.1%	20.0%	11.0%	15.0%	18.4%	10.9%	11.9%	15.3%	10.3%	9.8%	12.6%	13.8%	11.8%

Note: Projections in above table represent a best estimate and actual experience may vary. Outflow rate is calculated as outflows attributable to Athene divided by average net invested assets for the respective period, on an annualized basis. 1. Represents outflows from funding agreements, pension group annuities, and multi-year guarantee fixed annuities (MYGA), all of which occur based on defined maturities or substantially lapse upon reaching their contractual term. Amounts may vary on a quarterly basis, based on the timing of original issuance. 2. Represents outflows from fixed indexed base surface and actual experience may vary or a quarterly basis, based on the timing of original issuance. 2. Represents outflows from fixed indexed base surface and actual explicable products, which have avaying degrees of predictability (but to policyholder actions. 3. Represents partial annuity withdrawals to meet retirement income needs within contractual annual limits. 4. Represents outflows from policies that no longer have an active surrender charge in force. 5. Represents outflows from policies that no longer have an active surrender charge in force.

Risk Management is Embedded in Everything We Do

Managing Risk Such That Athene Can Grow Profitably Across Market Environments



Athene is Committed to Transparency and Ongoing Disclosure



Non-GAAP Measures & Definitions

Non-GAAP Definitions

In addition to our results presented in accordance with accounting principles generally accepted in the United States of America (US GAAP), we present certain financial information that includes non-GAAP measures. Management believes the use of these non-GAAP measures, together with the relevant US GAAP measures, provides information that may enhance an investor's understanding of our results of operations and the underlying profitability drivers of our business. The majority of these non-GAAP measures are intended to remove from the results of operations the impact of market volatility (other than with respect to alternative investments), which consists of investment gains (losses), net of offsets and non-operating change in insurance liabilities and related derivatives, as well as integration, restructuring, stock compensation and certain other expenses which are not part of our underlying profitability drivers, as such items fluctuate from period to period in a manner inconsistent with these drivers. These measures should be considered supplementary to our results in accordance with US GAAP and should not be viewed as a substitute for the corresponding US GAAP measures.

Spread Related Earnings (SRE)

Spread related earnings is a pre-tax non-GAAP measure used to evaluate our financial performance excluding market volatility and expenses related to integration, restructuring, stock compensation and other expenses. Our spread related earnings equals net income (loss) available to AHL common stockholder adjusted to eliminate the impact of the following: (a) investment gains (losses), net of offsets, (b) non-operating change in insurance liabilities and related derivatives (c) integration, restructuring, and other non-operating expenses, (d) stock compensation expense and (e) income tax (expense) benefit.

We consider these adjustments to be meaningful adjustments to net income (loss) available to AHL common stockholder. Accordingly, we believe using a measure which excludes the impact of these items is useful in analyzing our business performance and the trends in our results of operations. Together with net income (loss) available to AHL common stockholder, we believe spread related earnings provides a meaningful financial metric that helps investors understand our underlying results and profitability. Spread related earnings should not be used as a substitute for net income (loss) available to AHL common stockholder.

SRE, Excluding Notable Items

Spread related earnings, excluding notable items represents SRE with an adjustment to exclude notable items. Notable items include unusual variability such as actuarial experience, assumption updates and other insurance adjustments. We use this measure to assess the long-term performance of the business against projected earnings, by excluding items that are expected to be infrequent or not indicative of the ongoing operations of the business. We view this non-GAAP measure as an additional measure that provides insight to management and investors on the historical, period-to-period comparability of our key non-GAAP operating measures.

Cost of Funds

Cost of funds includes liability costs related to cost of crediting on both deferred annuities and institutional products as well as other liability costs, but does not include the proportionate share of the ACRA cost of funds associated with the noncontrolling interests. Cost of crediting on deferred annuities is the interest credited to the policyholders on our fixed strategies as well as the option costs on the indexed annuity strategies. With a cost of providing index credits includes the expenses incurred to fund the annual index credits, and where applicable, minimum guaranteed interest credited. Cost of crediting on institutional products is comprised of (1) pension group annuity costs, including interest credited, benefit payments and other reserve changes, net of premiums received when issued, and (2) funding agreement costs, including the interest payments and other reserve changes on foreign exchange derivative hedges. Other liability costs include the costs related to business added through assumed reinsurance transactions and exclude the costs related to business added through assumed reinsurance transactions and exclude the costs on business related to ceded reinsurance transactions. Cost of funds is computed as the total liability costs divided by the average net invested assets for the relevant period. To enhance the ability to analyze these measures across periods, interim periods are annualized. We believe a measure like cost of funds is useful in analyzing the trends of our core business operations, profitability and pricing discipline. While we believe cost of funds is a meaningful financial metric and enhances our understanding of the underlying profitability drivers of our business, it should not be used as a substitute for total benefits and expenses presented under US GAAP.

Non-GAAP Measures & Definitions

Adjusted Debt-to-Capital Ratio

Adjusted debt-to-capital ratio is a non-GAAP measure used to evaluate our capital structure excluding the impacts of AOCI and the cumulative changes in fair value of funds withheld and modco reinsurance assets as well as mortgage loan assets, net of tax. Adjusted debt-to-capital ratio is calculated as total debt at notional value divided by adjusted capitalization. Adjusted capitalization includes our adjusted AHL common stockholder's equity, preferred stock and the notional value of our debt. Adjusted AHL common stockholder's equity, preferred stock and the notional value divided by adjusted capitalization. Adjusted capitalization includes our adjusted AHL common stockholder's equity, preferred stock and the notional value of our debt. Adjusted AHL common stockholder's equity, and modco reinsurance assets and mortgage loan assets as well as preferred stock. These adjustments fluctuate period to period in a manner inconsistent with our underlying profitability drivers as the majority of such fluctuation is related to the market volatility of the unrealized gains and losses associated with our AFS securities, reinsurance assets and mortgage loans. Except with respect to reinvestment activity relating to acquired blocks of businesses, we typically buy and hold investments to maturity throughout the duration of market fluctuations, therefore, the period-over-period impacts in unrealized gains and losses are not necessarily indicative of current operating fundamentals or future performance. Adjusted debt-to-capital ratio should not be used as a substitute for the debt-to-capital ratio. However, we believe the adjustments to stockholders' equity, are significant to gaining an understanding of our capitalization, debt utapacity.

Net Invested Assets

In managing our business, we analyze net invested assets, which does not correspond to total investments, including investments in related parties, as disclosed in our consolidated financial statements and notes thereto. Net invested assets represent the investment sthat directly back our net reserve liabilities as well as surplus assets. Net invested assets is used in the computation of net investment earned rate, which allows us to analyze the profitability of our investment portfolio. Net invested assets include (a) total investments on the consolidated balance sheets, with AFS securities, trading securities and mortgage loans at cost or amortized cost, excluding derivatives, (b) cash and cash equivalents and restricted cash, (c) investments in related parties, (d) accrued investment income, (e) VIE assets, liabilities and noncontrolling interest adjustments, (f) net investment payables and receivables, (g) policy loans ceded (which offset the direct policy loans in total investments) and (h) an adjustment for the allowance for credit losses. Net invested assets exclude the derivative collateral offsetting the related cash positions. We include the underlying investments supporting our assumed funds withheld and modco agreements and exclude the underlying investments related to ceded reinsurance transactions in our net invested assets for which we have economic exposure. Net invested assets aclculation in order to match the assets with the income received. We believe the adjustment for reinsurance provide a view of the assets for which we have economic exposure. Net invested assets are averaged over the number of QACRA investments, based on our economic ownership, but don to include the proportionate share of investments associated with the noncontrolling interests. Our net invested assets are averaged over the number of quarters in the relevant period to compute our net investment rate for such period. While we believe net invested assets are averaged over the underlying financial metric and enhances our un

Net Reserve Liabilities

In managing our business, we also analyze net reserve liabilities, which does not correspond to total liabilities as disclosed in our consolidated financial statements and notes thereto. Net reserve liabilities represent our policyholder liability obligations net of reinsurance and are used to analyze the costs of our liabilities. Net reserve liabilities include (a) interest sensitive contract liability obligations, (e) dividends payable to policyholders and (f) other policy chains and benefits, offset by reinsurance are excluding policy loans ceded. Net reserve liabilities include our proportionate share of ACRA reserve liabilities, based on our economic ownership, but do not include the proportionate share of reserve liabilities associated with the noncontrolling interests. Net reserve liabilities are passed to such reinsurance and redevente painty of our ceded reinsurance south reinsurers and, therefore, we have no net economic exposure to such liabilities, assuming our reinsurance counterparties perform under our agreements. The majority of our ceded reinsurance is a result of reinsuring large blocks of life insurance business following acquisitions as well as strategic reinsurance transactions. For such transactions, for such transactions, we believe net reserve liabilities assumed through modoc reinsurance agreements in our net reserve liabilities calculation in order to match the liabilities with the expenses incurred. While we believe net reserve liabilities is a meaningful financial metric and enhances our understanding of the underlying profitability drivers of our business, it should not be used as a substitute for total liabilities presented under liabilities presented underlying profitability drivers of our business, it should not be used as a substitute for total liabilities presented under liabilities presented under liabilities presented underlying profitability drivers of our business, it should not be used as a substitute for total liabilities presented under liabilities presented under liabil

Non-GAAP Measures & Definitions

Sales

Sales statistics do not correspond to revenues under US GAAP but are used as relevant measures to understand our business performance as it relates to inflows generated during a specific period of time. Our sales statistics include inflows for fixed rate annuities and FIAs and align with the LIMRA definition of all money paid into an individual annuity, including money paid into new contracts with initial purchase occurring in the specified period and existing contracts with initial purchase occurring prior to the specified period (excluding internal transfers). We believe sales is a meaningful metric that enhances our understanding of our business performance and is not the same as premiums presented in our consolidated statements of income (loss).

Assets Under Management

"Assets Under Management", or "AUM", refers to the assets of the funds, partnerships and accounts to which Apollo provides investment management, advisory, or certain other investment-related services, including, without limitation, capital that such funds, partnerships and accounts have the right to call from investors pursuant to capital commitments. AUM equals the sum of:

- the net asset value ("NAV"), plus used or available leverage and/or capital commitments, or gross assets plus capital commitments, of the yield and certain hybrid funds, partnerships and accounts for which we provide investment management or advisory services, other than certain collateralized loan obligations ("CLOs"), collateralized debt obligations ("CLOs"), and certain perpetual capital vehicles, which have a fee-generating basis other than the mark-to-market value of the underlying assets; for certain perpetual capital vehicles in yield, gross asset value plus available financing capacity;
- the fair value of the investments of equity and certain hybrid funds, partnerships and accounts Apollo manages or advises, plus the capital that such funds, partnerships and accounts are entitled to call from investors
 pursuant to capital commitments, plus portfolio level financings;
- 3. the gross asset value associated with the reinsurance investments of the portfolio company assets Apollo manages or advises; and
- 4. the fair value of any other assets that Apollo manages or advises for the funds, partnerships and accounts to which Apollo provides investment management, advisory, or certain other investment-related services, plus unused credit facilities, including capital commitments to such funds, partnerships and accounts for investments that may require pre-qualification or other conditions before investment plus any other capital commitments to such funds, partnerships and accounts available for investment that are not otherwise included in the clauses above.

Apollo's AUM measure includes Assets Under Management for which Apollo charges either nominal or zero fees. Apollo's AUM measure also includes assets for which Apollo does not have investment discretion, including certain assets for which Apollo earns only investment-related service fees, rather than management or advisory fees. Apollo's definition of AUM is not based on any definition of Assets Under Management contained in its governing documents or in any Apollo Fund management agreements. Apollo considers multiple factors for determining what should be included in its definition of AUM. Such factors include but are not limited to (1) Apollo's ability to influence the investment decisions for existing and available assets; (2) Apollo's ability to generate income from the underlying assets in its funds; and (3) the AUM masures that Apollo uses internally or believes are used by other investment managers. Given the differences in the investment strategies and structures among other alternative investment managers. Apollo's calculation of AUM may differ from the calculations employed by other investment managers and, as a result, this measure may not be directly comparable to similar measures presented by other investment managers. Apollo's calculation also differs from the mananer in which its affiliates registered with the SEC report "Regulatory Assets Under Management" on Form ADV and Form PF in various ways.

Apollo uses AUM, Gross capital deployed and Dry powder as performance measurements of its investment activities, as well as to monitor fund size in relation to professional resource and infrastructure needs.

RECONCILIATION OF TOTAL AHL STOCKHOLDERS' EQUITY TO TOTAL ADJUSTED AHL COMMON STOCKHOLDER'S EQUITY	J	une 30, 2019		Dec. 31, 2019		June 30, 2020		Dec. 31, 2020		June 30, 2021		Dec. 31, 2021	1	lune 30, 2022	C	Dec. 31, 2022		June 30, 2023		Dec. 31, 2023
Total AHL stockholders' equity	\$	12,365	\$	13,391	\$	14,711	\$	18,657	\$	20,006	\$	20,130	\$	8,697	\$	7,158	\$	8,701	\$	13,967
Less: Preferred stock		839		1,172		1,755		2,312		2,312		2,312		2,667		3,154		3,154		3,154
Total AHL common stockholder's equity		11,526		12,219		12,956		16,345		17,694		17,818		6,030	1940	4,004	<i>.</i>	5,547		10,813
Less: Accumulated other comprehensive income (loss)		1,760		2,281		2,184		3,971		3,337		2,430		(5,698)		(7,321)		(6,376)		(5,569)
Less: Accumulated change in fair value of reinsurance assets		639		493		615		1,142		886		585		(2,521)		(3,127)		(2,843)		(1,882)
Less: Accumulated change in fair value of mortgage loan assets				-		-				-				(1,340)		(2,201)		(2,235)		(2,233)
Total adjusted AHL common stockholder's equity	\$	9,127	\$	9,445	\$	10,157	\$	11,232	\$	13,471	\$	14,803	\$	15,589	\$	16,653	\$	17,001	\$	20,497
RECONCILIATION OF DEBT-TO-CAPITAL RATIO TO ADJUSTED DEBT-TO-CAPITAL RATIO	L	une 30, 2019		Dec. 31, 2019		June 30, 2020		Dec. 31, 2020		June 30, 2021	1	Dec. 31, 2021	J	lune 30, 2022	Ċ	Dec. 31, 2022	3	June 30, 2023	į	Dec. 31, 2023
Total debt	s	991	\$	1,467	\$	1,486	\$	1,976	\$	2,468	\$	2,964	\$	3,279	\$	3,658	\$	3,642	\$	4,209
Less: Adjustment to arrive at notional debt		(9)		(8)		(14)		(24)		(32)		(36)		279		258		242		209
Notional debt	\$	1,000	\$	1,475	\$	1,500	\$	2,000	\$	2,500	\$	3,000	\$	3,000	\$	3,400	\$	3,400	\$	4,000
Total debt	s	991	\$	1,467	\$	1,486	\$	1,976	\$	2,468	\$	2,964	\$	3,279	\$	3,658	\$	3,642	\$	4,209
Total AHL stockholders' equity		12,365		13,391		14,711		18,657		20,006		20,130		8,697		7,158		8,701		13,967
Total capitalization	_	13,356		14,858		16,197		20,633		22,474		23,094	-	11,976		10,816		12,343	1	18,176
Less: Accumulated other comprehensive income (loss)		1,760		2,281		2,184		3,971		3,337		2,430		(5,698)		(7,321)		(6,376)		(5,569)
Less: Accumulated change in fair value of reinsurance assets		639		493		615		1,142		886		585		(2,521)		(3,127)		(2,843)		(1,882)
Less: Accumulated change in fair value of mortgage loan assets				_		100				-				(1,340)		(2,201)		(2,235)		(2,233)
Less: Adjustment to arrive at notional debt		(9)		(8)		(14)		(24)		(32)		(36)		279		258		242		209
Total adjusted capitalization	\$	10,966	\$	12,092	\$	13,412	\$	15,544	\$	18,283	\$	20,115	\$	21,256	\$	23,207	\$	23,555	\$	27,651
Debt-to-capital ratio		7.4 %	6	9.9 %	5	9.2 %	5	9.6 %		11.0 %		12.8 %		27.4 %		33.8 %	5	29.5 %	5	23.2
Accumulated other comprehensive income (loss)		1.2 %	6	1.8 %	5	1.5 %	5	2.4 %		2.0 %		1.6 %		(7.3)%		(10.5)%	5	(7.9)%	5	(4.7)
Accumulated change in fair value of reinsurance assets		0.4 %	6	0.4 %	5	0.4 %	5	0.7 %		0.5 %		0.4 %		(3.2)%		(4.5)%	5	(3.5)%	5	(1.6)
Accumulated change in fair value of mortgage loan assets		- %	6	- %	5	- %	5	- %		- %		-%		(1.7)%		(3.2)%	5	(2.8)%	5	(1.9)
Adjustment to arrive at notional debt		0.1 %	6	0.1 %	5	0.1 %	5	0.2 %	0	0.2 %		0.1 %		(1.1)%	1	(0.9)%		(0.9)%	5	(0.5)
Adjusted debt-to-capital ratio		9.1 %	6	12.2 %	5	11.2 %	5	12.9 %		13.7 %		14.9 %		14.1 %	1	14,7 %	5	14.4 %	5	14.5

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RECONCILIATION OF NET INCOME (LOSS) AVAILABLE TO AHL COMMON STOCKHOLDER TO SPREAD RELATED	Years ended December 31,												
EARNINGS, EXCLUDING NOTABLE ITEMS		2019	2020	2021	2022	2023							
Net income (loss) available to Athene Holding Ltd. common stockholder	\$	2,136 \$	1,446 \$	3,718	\$ (3,051) \$	4,613							
Preferred stock dividends		36	95	141	141	181							
Net income (loss) attributable to noncontrolling interests	10	13	380	(59)	(2,106)	1,087							
Net income (loss)		2,185	1,921	3,800	(5,016)	5,881							
Income tax expense (benefit)		117	285	386	(646)	(1,290)							
Income (loss) before income taxes		2,302	2,206	4,186	(5,662)	4,591							
Investment gains (losses), net of offsets		994	733	1,024	(7,434)	170							
Non-operating change in insurance liabilities and related derivatives, net of offsets ¹		(65)	(235)	692	1,433	182							
Integration, restructuring and other non-operating expenses		(70)	(10)	(124)	(133)	(130)							
Stock compensation expense		(27)	(25)	(38)	(56)	(88)							
Preferred stock dividends		36	95	141	141	181							
Noncontrolling interests - pre-tax income (loss) and VIE adjustments		13	393	(18)	(2,079)	1,169							
Less: Total adjustments to income (loss) before income taxes		881	951	1,677	(8,128)	1,484							
Spread related earnings		1,421	1,255	2,509	2,466	3,107							
Notable items		5	(40)	(52)	3	(115)							
Spread related earnings, excluding notable items	\$	1,426 \$	1,215 \$	2,457	\$ 2,469 \$	2,992							
RECONCILIATION OF BENEFITS AND EXPENSES TO COST OF FUNDS					Three months ended De	ecember 31, 2023							
US GAAP benefits and expenses					\$ 7,928	14.90 9							
Premiums				5	(3,586)	(6.74)							
Product charges					(226)	(0.42)							
					(7)	(0.04)							

Average net invested assets	\$	212,761
Total cost of funds	\$ 1,594	3.00 %
Total adjustments to arrive at cost of funds	(6,334)	(11.90)%
Other	117	0.22 %
ACRA noncontrolling interests	(610)	(1.15)%
AmerUs Closed Block fair value liability	(85)	(0.16)%
Policy and other operating expenses, excluding policy acquisition expenses	(373)	(0.70)%
Non-operating change in insurance liabilities and embedded derivatives	(1,913)	(3.60)%
Reinsurance impacts	(39)	(0.07)%
FIA option costs	388	0.73 %
Other revenues	(7)	(0.01)%

1 Prior to the adoption of LDTI, effective January 1, 2023, with a retrospective application back to January 1, 2022, offsets related to deferred acquisition costs, deferred sales inducements, value of business acquired and rider reserves.

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RECONCILIATION OF TOTAL INVESTMENTS, INCLUDING RELATED PARTIES, TO NET			December 3	31,		
INVESTED ASSETS	2018	2019	2020	2021	2022	2023
Total investments, including related parties	\$ 107,632	\$ 129,845 \$	180,541 \$	209,176 \$	196,448 \$	238,941
Derivative assets	(1,043)	(2,888)	(3,523)	(4,387)	(3,309)	(5,298
Cash and cash equivalents (including restricted cash)	3,403	4,639	8,442	10,275	8,407	14,781
Accrued investment income	682	807	899	962	1,328	1,933
Net receivable (payable) for collateral on derivatives	(938)	(2,712)	(3,059)	(3,902)	(1,486)	(2,835
Reinsurance impacts	223	(1,440)	(2,430)	(1,035)	1,423	(572
VIE assets, liabilities and noncontrolling interests	718	730	1,750	2,958	12,747	14,818
Unrealized (gains) losses	808	(4,095)	(7,275)	(4,057)	22,284	16,445
Ceded policy loans	(281)	(235)	(204)	(169)	(179)	(174
Net investment receivables (payables)	(170)	(88)	(74)	43	186	11
Allowance for credit losses	-		357	361	471	608
Other investments				-	(10)	(41
Total adjustments to arrive at gross invested assets	3,402	(5,282)	(5,117)	1,049	41,862	39,676
Gross invested assets	111,034	124,563	175,424	210,225	238,310	278,617
ACRA noncontrolling interests		(7,077)	(25,234)	(34,882)	(41,859)	(61,190
Net invested assets	\$ 111,034	\$ 117,486 \$	150,190 \$	175,343 \$	196,451 \$	217,427
RECONCILIATION OF INVESTMENT FUNDS, INCLUDING RELATED PARTIES AND VIES, TO	NET ALTERNATIVE INVE	STMENTS			C	ecember 31, 2023
Investment funds, including related parties and VIEs					\$	17,668
Equity securities					- Co-	430
Certain equity securities included in AFS or trading securities						20
Investment funds within funds withheld at interest						827

Investment funds within funds withheld at interest	827
Royalties	14
Net assets of the VIE, excluding investment funds	(4,508)
Unrealized (gains) losses	26
ACRA noncontrolling interests	(2,829)
Other assets	(170)
Fotal adjustments to arrive at net alternative investments	(6,009)
Net alternative investments	\$ 11,659

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RECONCILIATION OF TOTAL LIABILITIES TO NET RESERVE LIABILITIES	December 31, 2023
Total liabilities	\$ 279,344
Debt	(4,209
Derivative liabilities	(1,995
Payables for collateral on derivatives and securities to repurchase	(4,370
Other liabilities	(2,590
Liabilities of consolidated VIEs	(1,115
Reinsurance impacts	(8,574
Policy loans ceded	(174)
Market risk benefit asset	(377)
ACRA noncontrolling interests	(56,651)
Total adjustments to arrive at net reserve liabilities	(80,055
Net reserve liabilities	\$ 199,289

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