

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): June 1, 2026



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 (515) 342-4678**

(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
Depository 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
Depository 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
Depository 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
Depository 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
7.250% Fixed-Rate Reset Junior Subordinated Debentures due 2064	ATHS	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.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On June 1, 2026, Athene Holding Ltd. (the “Company”) appointed Matthew Michelini President of the Company, with such appointment to be effective as of July 1, 2026.

Mr. Michelini, 44, is Partner and previously Head of Asia-Pacific at Apollo Global Management, Inc., the parent of the Company (together with its subsidiaries other than the Company and its subsidiaries, “Apollo”), and serves as a member of Apollo’s Leadership Team. Mr. Michelini joined Apollo in 2006 in Private Equity and has played a pivotal role in the creation and success of many of Apollo’s largest growth initiatives, including the Company, Hybrid Value, Apollo Dedicated Insurance Program, Natural Resources and the development of the Financial Institutions Group. He previously served on the board of directors of the Company from October 2010 to June 2023. He has also served on the boards of directors of Aleris Corporation, Challenger Limited, Hero FinCorp, Maxcap Group, Metals USA, Noranda Aluminum, One Main Financial, Venerable Holdings and Warrior Met Coal. Prior to joining Apollo, Mr. Michelini was a member of the Mergers & Acquisitions group at Lazard Frères & Co. Mr. Michelini received a Bachelor of Arts in Mathematics and a Certificate in Finance from Princeton University and a Master of Business Administration from Columbia University.

Mr. Michelini has no family relationship with any member of the Board of Directors of the Company or any executive officer of the Company. There are no arrangements or understandings between Mr. Michelini and any other person pursuant to which he was appointed President of the Company.

Following the appointment, Mr. Michelini will continue to receive his current base salary and target bonus opportunity. Mr. Michelini also retains participation in certain legacy Apollo carried interest and other programs received in connection with his services to Apollo. A portion of Mr. Michelini’s compensation for his services to the Company is expected to be paid by Apollo.

Mr. Michelini is expected to enter into a standard indemnification agreement in substantially the same form that the Company has entered into with its other directors and officers.

Item 7.01 Regulation FD Disclosure.

The Company issued a press release, dated June 1, 2026, related to Mr. Michelini’s appointment as President. A copy of this press release is furnished herewith as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

The foregoing information, including the Exhibit referenced in Item 7.01, is being furnished pursuant to 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 [Press release dated June 1, 2026 \(furnished and not filed\).](#)

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: June 1, 2026

/s/ Joseph B. Cohen

Joseph B. Cohen
Executive Vice President and General Counsel

Athene Announces Key Leadership Appointment

Matthew Michelini Named President of Athene Holding Ltd. to Drive Strategic Growth Initiatives

WEST DES MOINES, Iowa, June 1, 2026 -- Athene, the leading retirement solutions company and subsidiary of Apollo Global Management, Inc. (NYSE:APO), announced today that it has appointed Matthew Michelini as President of Athene Holding Ltd. (AHL), effective July 1, 2026. Michelini most recently served as Apollo's Head of Asia-Pacific and has been with Apollo for nearly 20 years.

This appointment and evolution in leadership structure reflects Athene's continued momentum and the increasing breadth of its platform across products and channels. In his capacity as President of AHL, Michelini will be responsible for driving alignment across Athene and advancing key growth initiatives, including Athene's efforts to reinvent guaranteed lifetime income solutions.

Grant Kvalheim, CEO of Athene said, "We are thrilled to have Matt join Athene's senior leadership team. Together with Apollo, we are working to build and scale next generation retirement solutions to meet the growing societal need for guaranteed lifetime income. Matt's experience with Athene since its earliest days, as well as his most recent role in expanding our offerings and relevance in Asia-Pacific, makes his perspective an important asset as we continue to expand our market share, innovate and grow in new markets and client bases."

Michelini said, "Athene has an extraordinary opportunity to address the growing and urgent demand for guaranteed retirement income. Having worked closely with the Athene team since the very first days of the company, I am energized to take on this leadership role as we strive to create and provide simpler, easier to deliver, and a more diverse set of retirement solutions."

Michelini joined Apollo in 2006 and has played a pivotal role in the creation and success of many of Apollo's largest growth initiatives, including Athene, Hybrid Value, Apollo Dedicated Insurance Program, and the development of the Financial Institutions Group. Since September 2021, Michelini has been based in Asia building out Apollo and Athene's capabilities and offerings across the region as Head of Asia-Pacific. Michelini previously served on the Boards of Athene Holding Ltd. and several other companies. Before Apollo, he was a member of the Mergers & Acquisitions group at Lazard Frères & Co.

About Athene

Athene is the leading retirement solutions company with \$448 billion of total assets as of March 31, 2026, and operations in the United States, Bermuda, Canada, and Japan. Athene is focused on providing financial security to individuals by offering an attractive suite of retirement income and savings products and also serves as a solutions provider to corporations. For more information, please visit www.athene.com.

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