

**AAA Second Follow-On Documents – Document Instruction  
Checklist (Attachment F)**

**INSTRUCTION CHECKLIST<sup>1</sup>**

Checklist:	Completed:
<p><b>1. Completed Irrevocable Power of Attorney:</b></p> <p><b><u>a. Fill in all blanks, and review and sign page 6 of the Power of Attorney in the presence of a Notary Public.</u></b></p> <p>Each shareholder must sign the Irrevocable Power of Attorney <b>in exactly the same manner as any Class A Shares received by you in connection with any Second Follow-on Pro Rata Athene Distribution will be legally registered.</b> You must execute a <b>separate</b> Irrevocable Power of Attorney for each different form and name under which Shares are registered. When signing as an officer of a corporation, partner of a partnership, trustee of a trust, guardian of a minor child or Custodian under the Uniform Gifts to Minors Act, please indicate title as such and provide documentation evidence of the authority of person signing. For certificates held by joint tenants or as community property, all named holders must sign.</p>	<input type="checkbox"/>
<p><b>2. Transaction Authority:</b></p> <p>If other than a natural person, provide the relevant board resolution, written consent, certificate of incumbency or other corporate or similar authority authorizing the execution of the agreements, instruments and other documents enumerated in this checklist.</p>	<input type="checkbox"/>
<p><b>3. Completed Election to Participate form (including Share Schedule):</b></p> <p>Each shareholder must check either Box 1 to <b>participate in the Offering</b> or Box 2 to <b>not participate in the Offering</b>. By checking the appropriate box, you will be making the acknowledgements and agreements set forth therein.</p> <p>Please note that any Class B Shares that you are requesting for inclusion in the Offering will be converted on a one-for-one basis into an equivalent number of Class A Shares immediately prior to the Offering.</p> <p>Complete <b>Annex 1</b> (if applicable) indicating the number of shares for which you have (or, upon the occurrence of a Second Follow-on Pro Rata Athene Distribution, will have) shared voting and/or investment power.</p> <p>Complete <b>Annex 2</b> (if applicable) indicating whether you are a broker-dealer or an affiliate of a broker-dealer.</p>	<input type="checkbox"/>

<sup>1</sup> Any references to “shareholders” below refer to unit holders of AP Alternative Assets, L.P. that receive Class B common shares of Athene Holding Ltd. (the “Company”) in connection with the contemplated distribution of Class B common shares (which Class B common shares shall automatically convert on a one-for-one basis into Class A common shares (“Class A Shares”) upon any such distribution) (a “Second Follow-on Pro Rata Athene Distribution”) and elect to request inclusion of such shares in the Company’s proposed offering. Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the cover instruction letter from the Company dated May 22, 2017 (the “Instruction Letter”).

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<p>Complete the <b>Share Schedule</b> indicating: (i) (A) the number of AAA Units that you currently own and (B) applying the Conversion Factor, the maximum number of Shares which you will receive in connection with any Second Follow-on Pro Rata Athene Distribution, and (ii) whether you wish to include in the Offering all (but not less than all) of the Shares you will receive in connection with any Second Follow-on Pro Rata Athene Distribution. In addition, if applicable, you must indicate the number of Shares you own that were received in connection with the distribution of Shares conducted by AAA at the time of the Company’s initial public offering that remain subject to lock-up restrictions under the Third Amended and Restated Registration Rights Agreement, as amended, between the Company and the shareholders party thereto (the “<u>Other Shares</u>”) and the number of such Other Shares you are requesting to include in the Offering.<sup>2</sup></p>	
<p><b>4. Completed Custody Agreement:</b></p> <p><b>a. <u>Fill in all blanks, and review and sign page 11 of the Custody Agreement.</u></b></p> <p>Each shareholder must sign the Custody Agreement <b>in exactly the same manner as any Class A Shares received by you in connection with a Second Follow-on Pro Rata Athene Distribution will be legally registered.</b> When signing as an officer of a corporation, partner of a partnership, trustee of a trust, guardian of a minor child or Custodian under the Uniform Gifts to Minors Act, please indicate title as such and provide documentation evidence of the authority of person signing. For certificates held by joint tenants or as community property, all named holders must sign.</p>	<input type="checkbox"/>
<p><b>5. Completed appropriate IRS Form W-8 or W-9:</b></p> <p>You must complete the appropriate IRS Form W-8 or W-9.</p>	<input type="checkbox"/>

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<sup>2</sup> Further information and documentation regarding your ability to include Other Shares in the Offering is available at [www.athene.com/investor-docs](http://www.athene.com/investor-docs).

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<p><b>6. Completed Stock Power (<u>original Stock Power</u>):</b></p> <p>Complete a Stock Power for your Class A Shares or Class B Shares.</p> <p><b>a. <u>Print your name</u> in the first blank space <b>in exactly the same manner as the AAA units owned by you are registered.</b></b></p> <p><b>b. <u>Do NOT fill in</u> the <b>second blank</b> (person to whom shares are being transferred) or <b>third blank</b> (number of shares being transferred).</b></p> <p><b>c. <u>Do NOT insert</u> the <b>certificate number</b> representing your Class A Shares.</b></p> <p><b>d. <u>Do NOT fill in</u> the <b>fifth blank</b> (attorney to transfer the said shares).</b></p> <p><b>e. <u>Sign the Stock Power</u> in the presence of a representative from an institution that can provide a Medallion Signature Guarantee.*</b></p> <p><b>f. <u>Have a Medallion Signature Guarantee</u> placed on the Stock Power.*</b></p> <p>*You can obtain a Medallion Signature Guarantee at most commercial banks and stock brokerage firms in the United States. <b>Please note that a Notary Public cannot execute acceptable guarantees of signatures.</b></p>	<input type="checkbox"/>
<p><b>7. Selling Shareholder Questionnaire:</b></p> <p>Provide a response to each item in the questionnaire.</p>	<input type="checkbox"/>
<p><b>8. Payment Authorization Instructions.</b></p> <p>Please provide payment instructions for the receipt of the proceeds from the sale of your Class A Shares actually sold. The payment instructions may be found on the penultimate page of the Custody Agreement.</p>	<input type="checkbox"/>

**FOR EACH ITEM IN THIS CHECKLIST, PLEASE FOLLOW THE APPLICABLE DELIVERY INSTRUCTIONS SET FORTH IN THE INSTRUCTION LETTER.**