

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

**INSTRUCTION CHECKLIST FOR  
SHAREHOLDERS OF ATHENE HOLDING LTD.**

Checklist:	Completed:
<p><b>1. Completed Irrevocable Power of Attorney:</b></p> <p><b>a. <u>Fill in all blanks, and review and sign page 6 of the Power of Attorney either (i) in the presence of a Notary Public or (ii) obtain a Medallion Signature Guarantee.</u></b></p> <p>Each shareholder must sign the Irrevocable Power of Attorney <b>in exactly the same manner as the Class A Shares or Class B Shares owned by you are 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 willing to request 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 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> <p>Complete the <b>Share Schedule</b> indicating: (i) the total number of Class A Shares or Class B shares that you currently beneficially own; and (ii) the number of Shares that you are requesting for inclusion in the Offering (which number of Shares must be a whole number and inclusive of any optional Shares that may be sold pursuant to the underwriters' option). If applicable, also indicate the number of IPO AAA Distributed Shares requested for</p>	<input type="checkbox"/>

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inclusion in the Offering. <sup>1</sup>	
<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 the Class A Shares or Class B Shares owned by you are 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>1</sup> *If you intend to request that IPO AAA Distributed Shares be included in the Offering, you will need to contact your applicable broker or custodian as soon as possible. Among other things, to the extent it has not previously done so, your broker or custodian will need to verify that the IPO AAA Distributed Shares are registered in your name on the books of Computershare, the Company's registrar and transfer agent, prior to being able to include any of those IPO AAA Distributed Shares in the Offering. In addition, your broker or custodian will provide you with important materials that will need to be accurately completed in a timely manner for you to participate in the Offering. It is important that you review and fully complete these documents and follow any other procedures your broker or custodian may direct and as may be set forth elsewhere herein or in any related documents. You must timely return all the documentation provided by your broker or custodian by the applicable deadline for you to be eligible to participate in the Offering. To the extent you do not follow all of the requisite procedures (including, without limitation, with respect to registering IPO AAA Distributed Shares in your name on the books of Computershare) in a timely manner or your fully completed materials have not been received by the applicable deadline, for whatever reason and in the sole discretion of the Company, you will not be eligible to include your IPO AAA Distributed Shares in the Offering. You should direct any questions related to the foregoing to [investordocuments@athene.com](mailto:investordocuments@athene.com).*

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<p><b>6. Completed Stock Power (<u>two original Stock Powers</u>):</b></p> <p>Complete two Stock Powers for your Class A Shares or Class B Shares (one for the Offering closing and one for any possible separate “green shoe” closing).</p> <p><b>a. <u>Print your name</u> in the first blank space in exactly the same manner as the number of Class A Shares or Class B Shares owned by you are registered.</b></p> <p><b>b. <u>Do NOT fill in</u> the second blank (person to whom shares are being transferred) or <u>third blank</u> (number of shares being transferred).</b></p> <p><b>c. <u>Do NOT insert</u> the certificate number representing your Class A or Class B Shares.</b></p> <p><b>d. <u>Do NOT fill in</u> the fifth blank (attorney to transfer the said shares).</b></p> <p><b>e. <u>Sign the Stock Power in the presence of a representative from an institution that can provide a Medallion Signature Guarantee.*</u></b></p> <p><b>f. <u>Have a Medallion Signature Guarantee</u> placed on the Stock Power.*</b></p> <p><b>g. <u>Return to us your original Class A Share or Class B Share certificates</u>, if applicable.</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 Shares actually sold. The payment instructions may be found on the penultimate page of the Custody Agreement.</p>	<input type="checkbox"/>

**Delivery Instructions:**

As soon as possible, and in any event no later than **5:00 p.m. Eastern Time on Thursday, May 25, 2017 (the “Response Deadline”)**, please scan and email all completed materials to [InvestorDocuments@athene.com](mailto:InvestorDocuments@athene.com).

Please also return a completed package, which includes your original (1) signed **Power of Attorney**, (2) **Transaction Authority**, (3) **Election to Participate form (including Share Schedule)**, (4) **Custody Agreement**, (5) appropriate **IRS Form W-8 or W-9**, (6) **Stock Powers**, (7) **Selling Shareholder Questionnaire**, and (8) **Payment Authorization Instructions** via certified mail, return receipt requested or nationally recognized overnight delivery service such as Fedex or UPS to the Company:

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Sidley Austin LLP  
787 Seventh Avenue  
New York, NY 10019  
United States of America  
Attention: **Athene Team**

Please note that the method chosen for the delivery to us of the completed package is at the option and risk of the Selling Shareholder.

**If you do not complete and return the completed package as described above on or before the Response Deadline, you will be deemed to have forfeited your opportunity to request inclusion of any Shares in the Offering.**

Should you have any questions about this letter or the Offering, please do not hesitate to contact the Company at [InvestorDocuments@athene.com](mailto:InvestorDocuments@athene.com).