



Athene Holding Ltd.
GAAP Results as of Q4 2015

May 10, 2016

We operate our core business strategies out of one reportable segment, Retirement Services. In addition to Retirement Services, we report certain other operations in Corporate and Other.

Retirement Services is comprised of our U.S. and Bermuda operations which issue and reinsure retirement savings products and institutional products. Retirement Services has retail operations, which provide annuity retirement solutions to our policyholders. Retirement Services also has reinsurance operations, which reinsure multi-year guaranteed annuities (“MYGAs”), fixed indexed annuities (“FIAs”), traditional one year guarantee fixed deferred annuities, immediate annuities and institutional products from our reinsurance partners. In addition, our funding agreement backed note (“FABN”) program is included in our Retirement Services segment.

Corporate and Other includes certain other operations related to our corporate activities and our German operations, which is primarily comprised of participating long-duration savings products. In addition to our German operations, our Corporate and Other segment includes the capital in excess of the level management believes is needed to support our Retirement Services segment and our German operations as well as corporate allocated expenses, mergers and acquisitions costs, debt costs, certain integration and restructuring costs, certain stock-based compensation and intersegment eliminations.

Athene Q4 and Full Year 2015 Highlights

Execution Against Key Initiatives



Strong
Financial Profile

4th
Quarter
2015

Q4 operating income net of tax of \$267mm, operating ROE (ex. AOCI) of 19.6%

- Q4 net income increased 19% to \$259mm vs. prior year Q4, ROE (ex. AOCI) of 19.0%
 - Retirement Services segment generated:
 - Operating income net of tax of \$280mm, up 37% over prior year Q4
 - Operating ROE (ex. AOCI) of 29.0%**
 - Investment margin improved 10 bps over prior year Q4

Full
Year
2015

Full year operating income net of tax of \$755mm, operating ROE (ex. AOCI) of 15.9%

- Full year net income increased 20% to \$563mm vs. prior year, ROE (ex. AOCI) of 11.9%
 - Retirement Services segment generated:
 - Operating income net of tax of \$785mm up 3% over prior year
 - Operating ROE (ex. AOCI) of 22.9%**
 - Investment margin increased 12 bps over prior year
- Book value per share (ex. AOCI) increased 9% to \$30.02 at 12/31/15 vs. \$27.64 at 12/31/14

Well Capitalized

Ended 2015 with more than \$1B of excess capital and no holding company debt

- U.S. RBC ratio of 552% at 12/31/15 vs. 506% at 12/31/14
- Bermuda BSCR⁽¹⁾ ratio of 323% at 12/31/15 vs. 237% at 12/31/14
- \$1 Billion credit facility undrawn as of 5/9/16

Positioned
for Growth

In 2015 we grew our organic retirement business by 35% to \$3.9B from \$2.9B in 2014

- Including retail, flow reinsurance and funding agreements

In 2015 we acquired \$5.9B in assets through acquisitions

- Closed first international acquisition of Delta Lloyd Germany October 2015

Strengthened
our Organization

Multiple achievements

- In 2015 Bill Wheeler (President) and Marty Klein (CFO) joined our already strong management team
- Received ratings upgrade to A- by S&P, Fitch and A.M. Best and entered FA backed note market
- In preparation of becoming a public company, **we filed our S-1 with the SEC on May 9, 2016**

⁽¹⁾ The BSCR model provides a method for determining an insurer's capital requirements by taking into account the risk characteristics of different aspects of the insurer's business. The BSCR formula establishes capital requirements for fixed income investment risk, equity investment risk, interest rate risk, premium risk, reserve risk, credit risk, and operational risk. For each category, the capital requirement is determined by applying factors to items such as assets, premiums, reserves and amounts at risk with higher factors applied to items with greater underlying risk and lower factors for less risky items. The minimum solvency requirement is the Enhanced Capital Requirement ("ECR") and is 100%, with the above ratio amounts based on the margin above ECR (100%). Note that previous versions of the BSCR ratios included in these presentations were based on the Bermuda Monetary Authority ("BMA") Target Capital Level which is 120% of the ECR. The ratios presented herein were updated to reflect the 100% ECR instead of the 120% TCL since under BMA regulations companies are considered solvent at 100% ECR.

Business Update - Strong Momentum



In 2015 we generated \$3.9 billion of organic deposits, an increase of 35% over 2014. Our strong performance was driven by increased distribution in our reinsurance business and product expansion. We also set the stage for future growth given our ability to enter new markets, the development of new products and features, and strong momentum in reinsurance.

| Organic: Increased Distribution and Expanding Product Portfolio | | | Inorganic |
|--|--|--|--|
| Retail | Flow Reinsurance | Institutional | Acquisitions and Block Reinsurance |
| <ul style="list-style-type: none"> ▪ 2015 sales of \$2.5B. We continue to be disciplined in our underwriting and profitability targets ▪ Ratings upgrade should allow us to increase sales with existing IMOs, expand into new IMOs and enter relationships with new regional banks, broker-dealers and other financial institutions ▪ On 4/11/16 we launched our largest product initiative. We introduced a new MYGA product and a new income product. We also enhanced our top accumulation product | <ul style="list-style-type: none"> ▪ In 2015 we had record reinsurance flow of \$1.1B as compared to \$349M in 2014 ▪ Strong growth was driven by ratings upgrades and increased distribution ▪ Today we are one of the leading MYGA reinsurers, which represents the vast majority of our new sales ▪ In 2016 we are adding new partners and building a pipeline of strong new relationships | <ul style="list-style-type: none"> ▪ Launched a new product in 2015 that is an extension of our core spread based business - funding agreements ▪ Inaugural offering in October 2015 - \$250M - 3-year issuance ▪ We opportunistically issue funding agreements to institutional fixed income investors ▪ Products are scalable without ability to surrender prior to maturity | <ul style="list-style-type: none"> ▪ Closed first international acquisition of Delta Lloyd Germany in October 2015 with \$5.9B of assets ▪ Demonstrated transaction expertise; we have completed five strategic transactions since formation ▪ Target acquiring businesses at a discount to book value and using part of this discount to 'subsidize' cost of liabilities (assets received > liabilities assumed) |

Athene Financial Highlights – Q4 and FY 2015



(In millions, except percentages noted)

| | Three Months Ended | | Twelve Months Ended | |
|---|--------------------|---------------|---------------------|---------------|
| | Q4 2015 | Q4 2014 | 2015 | 2014 |
| Operating income, net of tax by segment | | | | |
| Retirement Services | \$ 280 | \$ 205 | \$ 785 | \$ 764 |
| Corporate and other | (13) | 66 | (30) | 29 |
| Operating income, net of tax | 267 | 271 | 755 | 793 |
| Non-operating adjustments: | | | | |
| Change in fair values of derivatives and embedded derivatives - fixed index annuities, net of offsets | 64 | (3) | (34) | (30) |
| Investment gains (losses), net of offsets | (36) | 29 | (54) | 158 |
| Integration, restructuring and other non-operating expenses | (27) | (65) | (58) | (279) |
| Stock compensation expense | (16) | (5) | (67) | (148) |
| Provision for income taxes - non-operating | 7 | (10) | 21 | (26) |
| Total non-operating adjustments | (8) | (54) | (192) | (325) |
| Net income available to AHL shareholders | \$ 259 | \$ 217 | \$ 563 | \$ 468 |
| Operating ROE excluding AOCI | 19.6% | 28.9% | 15.9% | 24.2% |
| Operating ROE excluding AOCI - Retirement Services | 29.0% | 25.6% | 22.9% | 32.3% |
| ROE | 19.1% | 19.9% | 11.4% | 12.9% |
| ROE excluding AOCI | 19.0% | 23.2% | 11.9% | 14.3% |
| Common shares outstanding | 186 | 141 | 186 | 141 |
| Weighted common shares outstanding - diluted | 186 | 141 | 175 | 132 |
| Operating EPS - diluted | \$ 1.44 | \$ 1.93 | \$ 4.31 | \$ 6.03 |
| EPS - diluted | \$ 1.39 | \$ 1.54 | \$ 3.22 | \$ 3.56 |
| Book value per share excluding AOCI | \$ 30.02 | \$ 27.64 | \$ 30.02 | \$ 27.64 |

Athene 2015 Highlights

Company Delivers Strong Operating Results



Fourth Quarter Highlights

- For the three months ended December 31, 2015 net income increased \$42 million, or 19% to \$259 million, resulting in ROE (ex-AOCI) of 19.0% for Q4 2015. Operating income, net of tax, decreased \$4 million to \$267 million, resulting in operating ROE (ex-AOCI) of 19.6% for Q4 2015. ROEs lowered as we drew the remaining \$1.1 billion of capital raise proceeds in April 2015.
 - **Operating income, net of tax:** Retirement Services operating income, net of tax of \$280 million increased \$75 million or 37% resulting in an operating ROE excluding AOCI of 29.0%, discussed further on page 7. Corporate and Other operating loss, net of tax of \$13 million decreased \$79 million from Q4 2014 operating income, net of tax, of \$66 million. The increase in the Corporate and Other operating loss was due to lower alternative income driven by market value volatility in public equity positions, as well as an increase in operating expenses driven by an increase in corporate employee expenses and acquisition expense as well as Athene Germany expenses being included effective October 2015.
 - **Net income** of \$259 million increased \$42 million from Q4 2014 due to non-operating items of \$46 million favorable compared to Q4 2014 partially offset by \$4 million decrease in operating income, net of tax, discussed above. Non-operating variances primarily attributed to favorable mark to market of our fixed-indexed annuity embedded derivatives⁽¹⁾ due to favorable discount rate impacts, partially offset by investment gains and losses driven by unfavorable change in assumed reinsurance embedded derivatives related to credit spreads widening.

Full Year Highlights

- For the twelve months ended December 31, 2015 net income increased \$95 million, or 20% to \$563 million, resulting in ROE (ex-AOCI) of 11.9% for 2015. Operating income, net of tax, decreased \$38 million to \$755 million, resulting in operating ROE (ex-AOCI) of 15.9% for 2015. AHL shareholders' equity (excluding AOCI) increased \$1.7 billion from year end 2014 as a result of our \$1.1 billion of capital raise proceeds drawn and funded, as well as retained earnings growth, driving down the ROEs from prior year.
 - **Operating income, net of tax:** Retirement Services operating income, net of tax of \$785 million increased \$21 million or 3%, resulting in an operating ROE excluding AOCI of 22.9%, discussed further on page 7. Corporate and Other operating loss, net of tax of \$30 million increased \$59 million from 2014 operating income, net of tax, of \$29 million. The increase in the Corporate and Other operating loss, net of tax, was due to lower alternative income driven by market value volatility in public equity positions, as well as an increase in operating expenses driven by an increase in corporate employee and acquisition expense.
 - **Net income** of \$563 million increased \$95 million from 2014. Non-operating items were \$133 million favorable compared to 2014, partially offset by \$38 million decrease in operating income, net of tax, discussed above. Non-operating variances primarily driven by the reduction of expenses as a result of the termination of the Transaction Advisory Services Agreement ("TASA") with Apollo at the end of 2014, lower stock compensation and income tax expense, partially offset by lower investment gains and losses driven by an unfavorable change in assumed reinsurance embedded derivatives related to credit spreads widening and lower gains from reinvesting Aviva acquired assets.

(1) Athene primarily hedges with options that align with index terms for its FIA products (typically 1-2 years). From an economic basis this is suitable because policyholder accounts are credited with index performance at the end of each index term. However, because the VED ("value of embedded derivative") in an FIA contract is longer-dated, there is a duration mismatch which may lead to an accounting mismatch even though Athene is economically hedged.

Retirement Services: Highlights



(In millions, except percentages noted)

| | Three Months Ended | | Twelve Months Ended | |
|---|--------------------|---------|---------------------|--------|
| | Q4 2015 | Q4 2014 | 2015 | 2014 |
| Operating income, net of tax | \$ 280 | \$ 205 | \$ 785 | \$ 764 |
| Operating ROE excluding AOCI | 29.0% | 25.6% | 22.9% | 32.3% |
| Fixed Income and Other investments | 4.37% | 4.16% | 4.16% | 3.99% |
| Alternatives | 8.67% | 10.49% | 9.40% | 9.78% |
| Net investment earned rate | 4.53% | 4.41% | 4.36% | 4.26% |
| Cost of crediting on deferred annuities | 1.94% | 1.92% | 1.92% | 1.94% |
| Investment margin on deferred annuities | 2.59% | 2.49% | 2.44% | 2.32% |

Retirement Services Q4 2015 operating income, net of tax of \$280 million increased \$75 million or 37% resulting in an operating ROE excluding AOCI of 29.0%. The increase was mainly driven by higher net investment income as we continued to reinvest the Aviva USA acquired investments into high quality, higher yielding strategies as well as favorable book-to-tax adjustments and tax valuation allowance impacts, partially offset by higher operating expenses as Q4 2014 benefitted from non-recurring expense offsets. **Retirement Services** 2015 operating income, net of tax, of \$785 million increased \$21 million or 3% resulting in an operating ROE excluding AOCI of 22.9%. The increase in operating income, net of tax was primarily driven by the increase in net investment income as we continued to reinvest the Aviva USA acquired investments during 2015 as well as an increase in GLWB and GMDB charges over the change in reserve. The increases in operating income, net of tax were partially offset by an increase in amortization of DAC, DSI, and VOBA.

Investment margin on deferred annuities of 2.59% as of Q4 2015, favorable 10bps from Q4 2014 of 2.49%. 2015 investment margin of 2.44%, favorable 12 bps from 2014 of 2.32%. The growth was driven by increased yield on our fixed income portfolio as we continued our reinvestment strategies combined with favorable cost of crediting due to our pricing discipline.

- Investment margin is on deferred annuities and is generated from the excess of our net investment income earned over the cost of crediting or interest credited to the policyholders.
- This is a key measurement of the health of our spread business as net investment income is the key metric of profitability on the asset side, and the cost of crediting is the key cost we focus on within the liability side.

Consolidated Investment Portfolio Composition



Our total invested assets were \$67.0 billion as of December 31, 2015, an increase of 13% or \$7.8 billion as compared to \$59.2 billion as of December 31, 2014. The increase in assets was driven primarily by our acquisition of Delta Lloyd Deutschland in Germany, which had invested assets of \$5.7 billion, and proceeds from our \$1.1 billion capital raise.

| <i>(In millions, except percentages noted)</i> | 2015 | | 2014 | |
|--|----------------------|------------------|----------------------|------------------|
| | Invested Asset Value | Percent of Total | Invested Asset Value | Percent of Total |
| Corporates | 29,421 | 43.9% | 29,157 | 49.3% |
| CLOs | 5,648 | 8.4% | 4,286 | 7.2% |
| Credit | 35,069 | 52.3% | 33,443 | 56.5% |
| RMBS | 8,867 | 13.2% | 6,491 | 11.0% |
| Mortgage loans | 5,969 | 8.9% | 5,880 | 9.9% |
| CMBS | 1,952 | 2.9% | 3,003 | 5.1% |
| Real estate held for investment | 566 | 0.8% | - | 0.0% |
| Real estate | 17,354 | 25.8% | 15,374 | 26.0% |
| State, municipals, political subdivisions and foreign government | 3,645 | 5.4% | 1,599 | 2.7% |
| ABS | 3,501 | 5.2% | 2,771 | 4.7% |
| Alternative investments | 3,490 | 5.2% | 3,569 | 6.0% |
| Unit linked assets | 418 | 0.6% | - | 0.0% |
| Equity securities | 396 | 0.6% | 64 | 0.1% |
| Short-term investments | 311 | 0.5% | 116 | 0.2% |
| U.S. government and agencies | 44 | 0.1% | 83 | 0.1% |
| Other investments | 11,805 | 17.6% | 8,202 | 13.8% |
| Cash and equivalents | 2,001 | 3.0% | 1,664 | 2.8% |
| Policy loans and other | 778 | 1.3% | 527 | 0.9% |
| Total invested assets | 67,007* | 100.0% | 59,210 | 100.0% |

*Within the \$67 billion of invested assets we had \$5.7 billion of German invested assets which are predominantly invested in foreign government and corporate fixed income securities and real estate held for investment.

- Our liability profile allows us to identify investment opportunities with an emphasis on earning incremental yield by taking liquidity risk and complexity risk, rather than assuming solely credit risk.
- 95.0%⁽¹⁾ of our available for sale fixed maturity securities, including related parties, rated NAIC 1 or 2 (highest designations).
- Our portfolio maintains significant liquidity to take advantage of market dislocations. We hold approximately 27% of total invested assets in floating rate securities. We also hold approximately 3% of invested assets in cash to opportunistically reinvest in growth.
- We opportunistically allocate 5-10% of our portfolio to alternative investments, where we primarily focus on fixed income-like, cash flow-based investments. The average of our alternative investment net investment earned rate over the three year period ending December 31, 2015 was 14.3%.

(1) Germany fixed maturity securities NAIC ratings are mapped based on their NRSRO ratings.

Appendix

GAAP Income Statement



(In millions)

| | Three Months Ended | | Twelve Months Ended | |
|--|--------------------|---------------|---------------------|---------------|
| | Q4 2015 | Q4 2014 | 2015 | 2014 |
| Revenue: | | | | |
| Premiums | \$ 96 | \$ 24 | \$ 195 | \$ 100 |
| Product Charges | 64 | 55 | 248 | 218 |
| Net Investment Income | 679 | 630 | 2,500 | 2,324 |
| Investment related gains (losses) | 182 | 357 | (414) | 1,248 |
| OTTI investment losses: | | | | |
| OTTI Losses | (13) | (3) | (40) | (7) |
| OTTI Losses recognized in OCI | 2 | 1 | 10 | 1 |
| Net OTTI Losses recognized in Operations | (11) | (2) | (30) | (6) |
| Other Revenues | 9 | 2 | 25 | 20 |
| Revenues related to consolidated variable interest entities: | | | | |
| Net Investment Income | 30 | 42 | 67 | 174 |
| Investment related gains (losses) | - | 99 | 33 | 51 |
| Total revenues | 1,049 | 1,207 | 2,624 | 4,129 |
| Benefits and Expenses: | | | | |
| Interest Sensitive Contract Benefits | 426 | 514 | 711 | 1,841 |
| Amortization of DSI | 7 | 3 | 21 | 4 |
| Future Policy and Other Policy Benefits | 178 | 166 | 516 | 702 |
| Amortization of DAC and VOBA | 60 | 51 | 208 | 119 |
| Interest Expense | 2 | 9 | 19 | 29 |
| Dividends to policyholders | (5) | 10 | 28 | 44 |
| Policy and other operating expenses | 164 | 155 | 532 | 797 |
| Operating expenses of consolidated variable interest entities: | | | | |
| Interest Expense | 4 | 3 | 15 | 17 |
| Other operating expenses | - | 20 | 2 | 47 |
| Total benefits and expenses | 836 | 931 | 2,052 | 3,600 |
| Income for operations before income taxes | 213 | 276 | 572 | 529 |
| Provision for income taxes | (46) | 29 | (7) | 46 |
| Net income (loss) | 259 | 247 | 579 | 483 |
| Less: Net Income attributable to non-controlling interests | - | 30 | 16 | 15 |
| Net income (loss) available to Athene common shareholders | \$ 259 | \$ 217 | \$ 563 | \$ 468 |

GAAP Balance Sheet – Total Assets



(In millions)

| | December 31, 2015 | December 31, 2014 |
|--|----------------------|----------------------|
| Assets | | |
| Investments | | |
| Available for sale securities at fair value: | | |
| Fixed maturity securities | \$ 47,816 | \$ 44,703 |
| Equity securities | 407 | 190 |
| Trading securities, at fair value | 2,468 | 2,795 |
| Mortgage loans, net of allowances | 5,500 | 5,465 |
| Investment funds | 733 | 832 |
| Policy loans | 642 | 778 |
| Funds withheld at interest | 2,104 | 2,451 |
| Derivative assets | 871 | 1,842 |
| Real Estate | 566 | - |
| Short-term investments | 135 | 17 |
| Other investments | 83 | 56 |
| Total investments | 61,325 | 59,129 |
| Cash and cash equivalents | 2,714 | 2,628 |
| Restricted cash | 116 | 77 |
| Investment in related parties: | | |
| Fixed maturity securities | 308 | 326 |
| Trading securities, at fair value | 217 | 268 |
| Investment funds | 997 | 585 |
| Short-term investments | 55 | - |
| Other investments | 245 | - |
| Accrued investment income | 520 | 515 |
| Reinsurance recoverable | 7,134 | 11,436 |
| Deferred acquisition costs, deferred sales inducements, and value of business acquired | 2,654 | 2,226 |
| Current income tax recoverable | 121 | 95 |
| Deferred tax assets | 619 | 251 |
| Other assets | 749 | 940 |
| Assets of consolidated variable interest entities: | | |
| Investments | | |
| Trading securities, at fair value | | |
| Fixed maturity securities | 717 | 758 |
| Equity securities | 309 | 510 |
| Loans held for investment | - | 2,071 |
| Investment funds | 534 | 65 |
| Cash and cash equivalents | 6 | 10 |
| Restricted cash | - | 43 |
| Goodwill | - | 226 |
| Other assets | 20 | 72 |
| Total assets | \$ 79,360 | \$ 82,231 |

GAAP Balance Sheet – Total Liabilities and Equity



(In millions)

| | December 31, 2015 | December 31, 2014 |
|---|----------------------|----------------------|
| Liabilities | | |
| Interest sensitive contract liabilities | \$ 55,795 | \$ 60,259 |
| Future policy benefits | 14,544 | 11,140 |
| Other policy claims and benefits | 269 | 230 |
| Dividends payable to policyholders | 856 | 130 |
| Derivative liabilities | 17 | 143 |
| Payables for collateral on investments | 867 | 1,402 |
| Reinsurance payable | 180 | 241 |
| Funds withheld liability | 234 | 1,420 |
| Other liabilities | 728 | 597 |
| Liabilities of consolidated variable interest entities: | | |
| Borrowings under repurchase agreements | 500 | 2,017 |
| Other liabilities | 17 | 77 |
| Total liabilities * | 74,007 | 77,656 |
| Equity | | |
| Common stock | - | - |
| Additional paid-in capital | 3,281 | 2,153 |
| Retained earnings | 2,306 | 1,745 |
| Accumulated other comprehensive income | (235) | 644 |
| Total Athene Holding Ltd. shareholders' equity | 5,352 | 4,542 |
| Noncontrolling interest | 1 | 33 |
| Total equity | 5,353 | 4,575 |
| Total liabilities and equity | \$ 79,360 | \$ 82,231 |

*Liabilities for the full year decreased \$3.6 billion as of December 31, 2015 compared to December 31, 2014. During September 2015, Athene agreed to novate certain blocks of life insurance business ceded to Accordia Life Insurance Company, an affiliate of Global Atlantic, that were in force as of August 1, 2015. These novations were in accordance with the terms of the coinsurance and assumption agreement entered into with Accordia and Global Atlantic in connection with Athene's acquisition of Aviva USA. As a result of the novation, policy related liabilities were reduced by \$4.2 billion. The novation along with a billion decrease in funds withheld reinsurance assets converted to coinsurance and the deconsolidation of MidCap at the beginning of 2014 partially offset by the acquisition of Delta Lloyd Germany in Q4 contributing \$5.7 billion in liabilities were the main drivers of the \$3.6 billion decrease in liabilities from prior year.

Non-GAAP Measures and Definitions



Non-GAAP Measures:

- **Operating income, net of tax**, a commonly used operating measure in the life insurance industry, is a non-GAAP measure used to evaluate our financial performance excluding market volatility and expenses related to integration, restructuring, stock compensation, and other expenses. Our operating income, net of tax, equals net income available to AHL's shareholders adjusted to eliminate the impact of the following.
 - Bargain Purchase Gain
 - Change in Fair Values of Derivatives and Embedded Derivatives - Index Annuities, Net of Offsets
 - Investment Gains (Losses), Net of Offsets
 - Integration, Restructuring, and Other Non-operating Expenses
 - Stock Compensation Expense
 - Provision for Income Taxes - Non-operating

We consider these non-operating adjustments to be meaningful adjustments to net income available to AHL's shareholders and we believe using a measure which excludes the impact of these items is effective in analyzing the trends in our results of operations. Together with net income available to AHL's shareholders, we believe operating income, net of tax, provides a meaningful financial metric that helps investors understand our underlying results and profitability. Operating income, net of tax, should not be used as a substitute for net income attributable to AHL's shareholders.

- **ROE excluding AOCI, operating ROE excluding AOCI, book value excluding AOCI** are non-GAAP measures used to evaluate our financial performance excluding the impacts of AOCI. AOCI fluctuates 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 available for sale ("AFS") securities. Accordingly, we believe using measures which exclude AOCI is more effective in analyzing the trends of our operations. ROE excluding AOCI and operating ROE excluding AOCI should not be used as a substitute for ROE and book value per share. However, we believe the adjustments to equity are significant to gaining an understanding of our overall results of operations.
- **Investment margin** is a key measurement of the health of our Retirement Services spread business. Investment margin on our deferred annuities is generated from the excess of our net investment income over the cost of crediting to our policyholders. Net investment earned rate is the key metric of profitability on the asset side and cost of crediting is the key cost we focus on within the liability side. Investment margin is calculated by subtracting net investment earned rate by cost of crediting.
 - **Net investment earned rate** is adjusted by adding alternative investment gains and losses, gains and losses related to trading securities for CLOs, net variable interest entity ("VIE") impacts (revenues, expenses and noncontrolling interest) and the change in reinsurance embedded derivatives. We include the income and assets supporting our assumed reinsurance by evaluating the underlying investments of the funds withheld at interest receivables and we include the net investment income from those underlying investments which does not correspond to the GAAP presentation of reinsurance embedded derivatives. We exclude the income and assets supporting business that we have exited through ceded reinsurance including funds withheld agreements. We believe the adjustments for reinsurance provide a net investment earned rate on the assets for which we have economic exposure.
 - **Cost of crediting** is the interest credited to the policyholders on our fixed strategies as well as the option costs on the index annuity strategies. With respect to FIAs, the cost of providing index credits includes the expenses incurred to fund the annual index credits, and where applicable, minimum guaranteed interest credited. The interest credited on fixed strategies and option costs on index annuity strategies are divided by the average account value of our deferred annuities. Under GAAP, deposits and withdrawals for fixed indexed and fixed rate annuities are reported as deposit liabilities (or policyholder funds).

We believe measures like net investment earned rate, cost of crediting and investment margin on deferred annuities are effective in analyzing the trends of our core business operations, profitability and pricing discipline. While we believe net investment earned rate, cost of crediting and investment margin on deferred annuities are meaningful financial metrics and enhance our understanding of the underlying profitability drivers of our business, they should not be used as a substitute for net investment income and interest sensitive contract liabilities presented under GAAP.

Definitions:

- **Earnings per share** is the net income (or net operating income) divided by the weighted average common shares outstanding – basic (or diluted).
- **Book value per share** is the ending equity (excluding AOCI) divided by the common shares outstanding – basic at the end of the period.

Non-GAAP Measure Reconciliations



Reconciliation of AHL shareholders' equity to AHL shareholders' equity excluding AOCI

| | Three Months Ended | |
|---|--------------------|----------|
| | Q4 2015 | Q4 2014 |
| (In millions) | | |
| Retirement Services | \$ 4,047 | \$ 2,797 |
| Corporate and Other | 1,540 | 1,101 |
| Total AHL shareholders' equity excluding AOCI | 5,587 | 3,898 |
| AOCI | (235) | 644 |
| Total AHL shareholders' equity | \$ 5,352 | \$ 4,542 |

Reconciliation of net investment earned rate and income to GAAP net investment income

| | Three Months Ended | | | | Twelve Months Ended | | | |
|--|--------------------|--------|-----------|--------|---------------------|--------|-----------|--------|
| | Q4 2015 | | Q4 2014 | | 2015 | | 2014 | |
| | Dollar | Rate | Dollar | Rate | Dollar | Rate | Dollar | Rate |
| Retirement Services net investment income | \$ 676 | 4.53% | \$ 641 | 4.41% | \$ 2,573 | 4.36% | \$ 2,484 | 4.26% |
| Corporate and Other net | 14 | 0.81% | 71 | 25.89% | 35 | 1.37% | 55 | 5.96% |
| Total net investment income/earned rate | 690 | 4.13% | 712 | 4.81% | 2,608 | 4.23% | 2,539 | 4.28% |
| Reinsurance embedded derivative impacts | (25) | -0.15% | (11) | -0.08% | (83) | -0.14% | (67) | -0.10% |
| Net VIE earnings | (26) | -0.16% | (88) | -0.59% | (67) | -0.11% | (146) | -0.25% |
| Alternative investment income gain (loss) | 39 | 0.23% | 14 | 0.09% | 42 | 0.07% | (4) | -0.01% |
| Other | 1 | 0.01% | 3 | 0.02% | 0 | 0.00% | 2 | 0.00% |
| Total adjustments to arrive at net investment earned rates | (11) | -0.07% | (82) | -0.56% | (108) | -0.18% | (215) | -0.36% |
| GAAP net investment income | \$ 679 | 4.06% | \$ 630 | 4.25% | \$ 2,500 | 4.05% | \$ 2,324 | 3.92% |
| Retirement Services average invested assets | \$ 59,605 | | \$ 58,102 | | \$ 59,010 | | \$ 58,384 | |
| Corporate and Other average invested assets | 7,283 | | 1,101 | | 2,580 | | 923 | |
| Consolidated average invested assets | \$ 66,888 | | \$ 59,203 | | \$ 61,590 | | \$ 59,307 | |

Reconciliation of Retirement Services' cost of crediting on deferred annuities to GAAP interest sensitive contract benefits

| | Three Months Ended | | | | Twelve Months Ended | | | |
|--|--------------------|--------|-----------|--------|---------------------|--------|-----------|--------|
| | Q4 2015 | | Q4 2014 | | 2015 | | 2014 | |
| | Dollar | Rate | Dollar | Rate | Dollar | Rate | Dollar | Rate |
| Retirement Services cost of crediting on deferred annuities | \$ 238 | 1.94% | \$ 233 | 1.92% | \$ 940 | 1.92% | \$ 936 | 1.94% |
| Interest credited other than deferred annuities | 29 | 0.24% | 18 | 0.15% | 115 | 0.24% | 111 | 0.23% |
| FIA option costs | (133) | -1.08% | (116) | -0.96% | (510) | -1.04% | (442) | -0.92% |
| Product charges (strategy fees) | 10 | 0.08% | 5 | 0.04% | 33 | 0.07% | 11 | 0.02% |
| Reinsurance embedded derivative impacts | (5) | -0.04% | (4) | -0.03% | (18) | -0.04% | (14) | -0.03% |
| Change in fair values of embedded derivatives - fixed index annuities | 272 | 2.22% | 393 | 3.24% | 186 | 0.38% | 1295 | 2.68% |
| Negative VOBA amortization | (17) | -0.14% | (18) | -0.15% | (68) | -0.14% | (73) | -0.15% |
| Unit linked change in reserves | 27 | 0.22% | - | - | 27 | 0.06% | - | - |
| Other changes in interest sensitive contract liabilities | 5 | 0.04% | 3 | 0.02% | 6 | 0.01% | 17 | 0.04% |
| Total adjustments to arrive at cost of crediting on deferred annuities | 188 | 1.54% | 281 | 2.31% | (229) | -0.46% | 905 | 1.87% |
| GAAP interest sensitive contract benefits | \$ 426 | 3.48% | \$ 514 | 4.23% | \$ 711 | 1.46% | \$ 1,841 | 3.81% |
| Average account value | \$ 49,104 | | \$ 48,538 | | \$ 48,920 | | \$ 48,309 | |

Non-GAAP Measure Reconciliations



Reconciliation of invested assets to total investments, including related parties

(in millions)

| | Twelve Months Ended | |
|---|---------------------|-----------|
| | 2015 | 2014 |
| Total invested assets | \$ 67,007 | \$ 59,210 |
| Derivative assets | 871 | 1,842 |
| Cash and cash equivalents (including restricted cash) | (2,830) | (2,705) |
| Accrued income | (520) | (515) |
| Derivative collateral | 867 | 1,402 |
| Reinsurance funds withheld and modified coinsurance | (1,188) | 868 |
| VIE assets, liabilities and noncontrolling interest | (1,068) | (1,628) |
| AFS unrealized (gain) loss | (389) | 1,338 |
| Ceded policy loans | 397 | 496 |
| Total adjustments to arrive at invested assets | (3,860) | 1,098 |
| GAAP total investments, including investment in related parties | 63,147 | 60,308 |

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

Certain information contained herein maybe “forward – looking” in nature. These statements include, but are not limited to, discussions related to Athene’s expectations regarding the performance of its business, its liquidity and capital resources and the other non-historical statements. These forward-looking statements are based on management’s beliefs, as well as assumptions made by, and information currently available to, management. When used in this presentation, the words “believe,” “anticipate,” “estimate,” “expect,” “intend” and similar expressions are intended to identify forward-looking statements. Although management believes that the expectations reflected in these forward-looking statements are reasonable, it can give no assurance that these expectations will prove to have been correct. These statements are subject to certain risks, uncertainties and assumptions. Due to these various risks, uncertainties and assumptions, actual events or results or the actual performance of Athene may differ materially from those reflected or contemplated in such forward-looking statements. We undertake no obligation to publicly update or review any forward-looking statements, whether as a result of new information, future developments or otherwise.

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 the control of Athene. The information contained herein is not a guarantee of future performance by Athene, and actual outcomes and results may differ materially from any historic, pro forma or projected financial results indicated herein. Certain of the financial information 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 contained herein does not purport to be all-inclusive or contain all information that an evaluator may require in order to properly evaluate the business, prospects or value of Athene. AAA or Athene does not have any obligation to update this presentation and the information may change at any time without notice.

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.

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.