

## **APOLLO GLOBAL MANAGEMENT, INC.**

### **COMPENSATION COMMITTEE CHARTER**

**Approved as of January 30, 2025**

#### **I. Purpose**

The Compensation Committee (the “Committee”) of the Board of Directors of Apollo Global Management, Inc., a Delaware corporation (the “Company”), shall have responsibility for the compensation of the Company’s executive officers, including the Company’s Chief Executive Officer (the “CEO”), and for incentive compensation, equity-based plans as further provided in this Charter.

#### **II. Organization**

The Committee shall consist of three or more directors, each of whom shall satisfy the applicable independence and other compensation committee membership requirements of the New York Stock Exchange and any other applicable regulatory requirements subject to any exceptions or cure periods that are applicable pursuant to the forgoing requirements.

If at any time the Committee includes a member who is not a “non-employee director” (“Non-Employee Director”) within the meaning of Rule 16b-3 under the Securities Exchange Act of 1934, as amended, and the rules and regulations promulgated thereunder (the “Exchange Act”), then either a subcommittee comprised entirely of individuals who are Non-Employee Directors or the Board of Directors of the Company shall approve any grants made to any individual who is subject to liability under Section 16 of the Exchange Act.

Members of the Committee shall be appointed by the Board and may be removed by the Board at any time. The Committee’s chairperson shall be designated by the Board or, if not so designated, the members of the Committee shall elect a chairperson by a vote of the majority of the full Committee.

The Committee may form and delegate authority to subcommittees from time to time as it sees fit, provided that the subcommittees are composed entirely of directors who satisfy the applicable independence requirements of the New York Stock Exchange. Further, the Committee may delegate certain of its responsibilities to one or more of its members or to executive officers of the Company or designated senior executives of the Company, to the extent permissible under relevant laws, rules, regulations, listing standards and plan terms.

#### **III. Meetings**

The Committee shall meet as frequently as necessary in order to fulfill its responsibilities under this charter. Meetings shall be called by the chairperson of the Committee or, if there is no chairperson, by a majority of the members of the Committee.

The chairperson shall preside at all meetings of the Committee. The agendas for the meetings shall be set under the direction of the chairperson. In the absence of the chairperson at a duly convened meeting, the Committee or the chairperson shall select a member of the Committee to serve as chairperson of the meeting. Meetings may be held by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, or by other electronic means to the extent permitted by the Company's organizational documents and applicable law. In addition, Committee actions may be taken by unanimous written consent. A majority of the total number of members of the Committee shall constitute a quorum at all Committee meetings. The Committee shall maintain minutes or other records of the Committee's meetings and activities.

#### **IV. Authority and Responsibilities**

To fulfill its responsibilities, the Committee shall:

1. Review and make recommendations to the Board with respect to the Company's compensation strategy to ensure it is appropriate to attract, retain and motivate senior management and other key employees.
2. Review and make recommendations to the Board with respect to the compensation philosophy, policies and programs that, in the Committee's judgment, support the Company's overall business strategy and review and discuss, at least annually, the material risks associated with compensation structure, policies and programs, including to determine whether such structure, policies and programs encourage excessive risk-taking, and to evaluate compensation policies and practices that could mitigate any such risks.
3. Review and approve corporate goals and objectives relevant to the compensation of the Company's CEO, evaluate the CEO's performance in light of those goals and objectives and determine and approve CEO compensation based on this evaluation. In evaluating, determining and approving the long-term incentive component of CEO compensation, the Committee may consider, among such other factors as it may deem relevant, the Company's performance, stockholder returns, the value of similar incentive awards to CEOs at comparable companies, the value of similar awards given to other executive officers of the Company, the results of the most recent stockholder advisory vote on executive compensation required by Section 14A of the Exchange Act (the "Say-on-Pay Vote") and the awards given to the CEO in past years.
4. Review and approve corporate goals and objectives relevant to the compensation of the Company's other executive officers, evaluate the executive officers' performance in light of those goals and objectives and determine and approve executive officer compensation based on this evaluation. In evaluating, determining and approving the long-term incentive component of executive officer compensation, the Committee may consider, among such other factors as it may deem relevant, the Company's performance, shareholder returns, the value of

similar incentive awards to executive officers at comparable companies, the value of similar awards given to other executive officers of the Company, the results of the most recent Say-on-Pay Vote and the awards given to the executive officer in past years.

5. Review and make recommendations to the Board with respect to the Company's incentive compensation, equity-based plans that are subject to Board approval and, to the extent the Committee is responsible for administering any such plan, oversee the administration thereof. With respect to each such plan, the Committee shall have responsibility, unless otherwise delegated, for:
  - (a) setting performance targets under such annual bonus and long-term incentive compensation plans as appropriate;
  - (b) if called for by such plan, certifying that performance targets used for any performance-based equity compensation plans have been met before payment of any executive bonus or compensation or exercise of any executive award granted under any such plans;
  - (c) approving amendments to, and terminations of, such compensation plans and any awards under such plans;
  - (d) granting awards under any performance-based annual bonus, long-term incentive compensation and equity compensation plans to executive officers, including stock options and other equity rights (e.g., restricted stock, stock purchase rights);
  - (e) approving which executive officers are entitled to awards under such plans; and
  - (f) approving repurchases of securities granted under such plans from terminated executive officers.

In reviewing such plans, the Committee may consider, among such other factors as it may deem relevant, each plan's administrative costs, current plan features relative to any proposed new features, the results of the most recent Say-on-Pay Vote and the performance of the plan's internal and external administrators if any duties have been delegated. The Committee may delegate its responsibilities for plan administration to members of management to the extent consistent with the terms of such plans.

6. Review and approve any employment agreement or compensatory transaction with an executive officer of the Company involving compensation in excess of \$120,000 per year.
7. Review and approve any policies concerning perquisite benefits available to the Company's executive officers.

8. Determine and approve any Company policy with respect to change-of-control or “parachute” payments. In determining and approving any such policy, the Committee may consider, among such other factors as it may deem relevant, the results of the most recent Say-on-Pay Vote on “parachute” payments, if any.
9. Approve compensation awards, including individual awards, as may be required to comply with applicable tax and state corporate laws.
10. Review the Company’s compensation disclosures in its annual proxy statement and its Annual Report on Form 10-K filed with the U.S. Securities and Exchange Commission (“SEC”). Review and discuss the Company’s Compensation Discussion and Analysis (“CD&A”) with management and based on such review and discussion, determine whether to recommend to the Board that such compensation disclosures and CD&A be disclosed in the Company’s Annual Report on Form 10-K or annual proxy statement filed with the SEC, as applicable.
11. Review and recommend to the Board for approval the frequency with which the Company will conduct Say-on-Pay Votes, taking into account the results of the most recent shareholder advisory vote on frequency of Say-on-Pay Votes required by Section 14A of the Exchange Act, and review and recommend to the Board for approval the proposals regarding the Say-on-Pay Vote and the frequency of the Say-on-Pay Vote to be included in the Company’s proxy statement filed with the SEC.
12. Prepare any report required by applicable rules and regulations or listing standards, including the report required by the SEC to be included in the Company’s annual proxy statement, or, if the Company does not file a proxy statement, in the Company’s Annual Report filed on Form 10-K with the SEC.
13. Approve and oversee any share ownership and retention guidelines for executive officers.
14. Approve and oversee any recoupment policies for executive officers.
15. Develop and recommend to the Board for approval CEO and executive officer succession plans as well as an interim CEO succession plan in the event of an unexpected occurrence, and also review such plans from time to time as appropriate.
16. Review and assess the adequacy of this Charter annually and recommend to the Board any changes deemed appropriate by the Committee.
17. Review its own performance annually.
18. Report regularly to the Board.

19. Perform any other activities consistent with this Charter, the Company's by-laws and governing law, as the Committee or the Board deems necessary or appropriate.
20. Undertake such other responsibilities or tasks as the Board may delegate or assign to the Committee from time to time.

#### **V. Resources**

The Committee shall have the authority to retain or terminate, at its sole discretion, compensation consultants, independent legal counsel or other advisors (collectively, "Advisors") to assist the Committee in its responsibilities and shall be directly responsible for overseeing the work of such Advisors. Before retaining an Advisor (other than in-house legal counsel and any Advisor whose role is limited to consulting on broad-based, non-discriminatory plans or providing information that is not customized in particular for the Company (as described in Item 407(e)(3)(iii) of Regulation S-K)), the Committee shall consider the independence of such Advisor, including any independence factors that it is required to consider by law or New York Stock Exchange rules.

The chairperson of the Committee, at the request of any member of the Committee, may request that any officer, employee or advisor of the Company attend a meeting of the Committee or otherwise respond to Committee requests.

The Committee shall have the sole authority to determine the terms of engagement and the extent of funding necessary (and to be provided by the Company) for payment of compensation to any Advisors or other professionals retained to advise the Committee and ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.