## 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): February 21, 2023

# Apollo Global Management, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-41197

(Commission File Number) 86-3155788 (IRS Employer

Identification No.)

9 West 57th Street, 42nd Floor

New York, New York 10019

(Address of principal executive offices) (Zip Code)

(212) 515-3200

(Registrant's Telephone Number, Including Area Code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

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 (see General Instruction A.2. below):

□ 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:

	Trading	Name of each exchange
Title of each class	Symbol(s)	on which registered
Common Stock	APO	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  $\Box$ 

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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.

#### New Director Appointment

On February 21, 2023, the Board of Directors (the "Board") of Apollo Global Management, Inc. ("AGM") (i) voted to increase the size of the Board to seventeen (17) directors and (ii) appointed Senator Patrick Toomey to fill the resulting vacancy. Senator Toomey's appointment to the Board is expected to be effective as of March 15, 2023.

The Board has determined that Senator Toomey is an independent director as defined by the listing standards of the New York Stock Exchange.

There are no actual or proposed transactions between Senator Toomey or any of his related persons and AGM that would require disclosure under Item 404(a) of Regulation S-K.

Senator Toomey is expected to enter into a standard indemnification agreement and engagement letter in substantially the same forms that AGM has entered into with its other non-employee directors. For his services as an independent director of the Board, he will be entitled to compensation in line with compensation paid by AGM to its other non-employee directors.

# Item 7.01. Regulation FD Disclosure.

On February 22, 2023, AGM issued a press release announcing the appointment of Senator Toomey as an independent director of AGM. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K. The information included in this Item 7.01 "Regulation FD Disclosure" and Exhibit 99.1 is being furnished and shall not be deemed to be "filed" for the 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 incorporated by reference into a filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

# Item 9.01. Financial Statements and Exhibits.

## (d) Exhibits

Exhibit No.	Description
99.1	Press release dated February 22, 2023
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

# SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

#### APOLLO GLOBAL MANAGEMENT, INC.

Date: February 22, 2023

By: /s/ John J. Suydam

John J. Suydam Chief Legal Officer

#### Apollo Appoints Former U.S. Senator Patrick Toomey to Board of Directors

**NEW YORK, Feb. 22, 2023** -- Apollo Global Management, Inc. (NYSE: APO) (together with its consolidated subsidiaries, "Apollo") today announced former U.S. Senator Patrick Toomey has been appointed to its Board of Directors, effective March 15, 2023. With this appointment, the Apollo Board of Directors will increase to 17 directors, 13 of whom are independent.

Mr. Toomey represented Pennsylvania in the U.S. Senate from 2011 to 2023, serving on the Senate Banking, Housing, and Urban Affairs, Budget, and Finance Committees, as well as the Joint Economic Committee and the Joint Select Committee on Deficit Reduction. He chaired the Subcommittee on Financial Institutions and Consumer Protection. Mr. Toomey previously served in the U.S. House of Representatives from 1999 to 2005, where he was a member of the House Budget Committee. He began his career in financial services at Chemical Bank and then Morgan, Grenfell & Co. Mr. Toomey has a B.A. in political science from Harvard University.

Marc Rowan, Chief Executive Officer of Apollo, said, "I am pleased to welcome Pat Toomey to the Apollo Board and am confident that he will be a tremendous asset to our firm. Pat has a reputation for independent thinking and leadership experience in policy areas relevant to Apollo's business. His appointment also underscores our commitment to best-in-class corporate governance, with oversight from a Board that is two-thirds independent and representative of diverse perspectives and deep experience across a variety of sectors and industries."

Jay Clayton, non-executive Chair of the Board, said, "Beyond Pat's public policy experience, his leadership, vision and reputation for collaboration will add significant value to the Board. I look forward to working closely with Pat and the entire Board to continue generating value for shareholders and delivering for clients across the integrated Apollo ecosystem."

Pat Toomey said, "After 18 years in the public sector, I am excited to bring my differentiated perspectives to the Board of Apollo, a firm that plays an important role in generating retirement income for millions of savers and providing capital for business growth."

#### About Apollo

Apollo is a high-growth, global alternative asset manager. In our asset management business, we seek to provide our clients excess return at every point along the risk-reward spectrum from investment grade to private equity with a focus on three investing strategies: yield, hybrid, and equity. For more than three decades, our investing expertise across our fully integrated platform has served the financial return needs of our clients and provided businesses with innovative capital solutions for growth. Through Athene, our retirement services business, we specialize in helping clients achieve financial security by providing a suite of retirement savings products and acting as a solutions provider to institutions. Our patient, creative, and knowledgeable approach to investing aligns our clients, businesses we invest in, our employees, and the communities we impact, to expand opportunity and achieve positive outcomes. As of December 31, 2022, Apollo had approximately \$548 billion of assets under management. To learn more, please visit www.apollo.com.

#### **Apollo Forward-Looking Statements**

This press release contains forward-looking statements that are within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. 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 press release 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. Apollo believes these factors include but are not limited to those described under the section entitled "Risk Factors" in Apollo's quarterly reports on Form 10-Q filed with the Securities and Exchange Commission (the "SEC") on May 10, 2022 and November 8, 2022, as such factors may be updated from time to time in Apollo's periodic filings with the SEC, which are accessible on the SEC's website at www.sec.gov.

These factors should not be construed as exhaustive and should be read in conjunction with the other cautionary statements that are included in Apollo's filings with the SEC. Apollo undertakes no obligation to publicly update or review any forward-looking statements, whether as a result of new information, future developments or otherwise, except as required by applicable law. This press release does not constitute an offer of any Apollo fund.

#### Contacts

Noah Gunn Global Head of Investor Relations Apollo Global Management, Inc. (212) 822-0540 IR@apollo.com

Joanna Rose Global Head of Corporate Communications Apollo Global Management, Inc. (212) 822-0491 Communications@apollo.com