



Press Release

**American Financial Group, Inc. Announces the Pricing of \$150 Million Aggregate Principal Amount of Subordinated Debentures Due 2055**

Cincinnati, Ohio – November 9, 2015 – American Financial Group, Inc. (NYSE: AFG) announced today that it priced an offering of \$150 million aggregate principal amount of 6% Subordinated Debentures due 2055 (the “Debentures”).

The offering is expected to close on November 17, 2015, subject to customary closing conditions. The Company intends to apply to list the Debentures on the New York Stock Exchange under the symbol “AFGH”. If approved for listing, trading of the Debentures on the New York Stock Exchange is expected to commence within 30 days after they are first issued.

The net proceeds of the offering will be used for general corporate purposes, which may include repurchases of the Company’s outstanding common stock.

Merrill Lynch, Pierce, Fenner & Smith Incorporated, UBS Securities LLC and Wells Fargo Securities, LLC are joint book-running managers of the offering.

This offering is being made pursuant to an effective shelf registration statement previously filed with the Securities and Exchange Commission (“SEC”) and only by means of a prospectus supplement and accompanying prospectus. Copies of these documents may be obtained from:

- Merrill Lynch, Pierce, Fenner & Smith Incorporated, at 222 Broadway, 11th Floor, New York, NY 10038, Attention: Prospectus Department, toll free number: 1-800-294-1322 or email: [dq.prospectus\\_requests@baml.com](mailto:dq.prospectus_requests@baml.com);
- UBS Securities LLC, at 1285 Avenue of the Americas, New York, New York 10019, Attention: Fixed Income Syndicate, toll-free number: 1-888-827-7275; and
- Wells Fargo Securities, LLC, at 608 2<sup>nd</sup> Avenue, South Minneapolis, Minnesota 55402, Attention: WFS Customer Service, toll-free number: 1-800-645-3751 or email: [wfscustomerservice@wellsfargo.com](mailto:wfscustomerservice@wellsfargo.com).

Alternatively, one may obtain these documents for free by visiting EDGAR on the SEC website at <http://www.sec.gov>.

This press release does not constitute an offer to sell or a solicitation of an offer to buy any securities, nor does it constitute an offer, solicitation or sale in any jurisdiction where such offer, solicitation or sale is not permitted.

**About American Financial Group, Inc.**

American Financial Group, Inc. (“AFG”) is an insurance holding company, based in Cincinnati, Ohio with assets of approximately \$50 billion. Through the operations of Great American Insurance Group, AFG is engaged primarily in property and casualty insurance, focusing on specialized commercial products for businesses, and in the sale of fixed and fixed-indexed annuities in the retail, financial institutions and education

markets. Great American Insurance Group's roots go back to 1872 with the founding of its flagship company, Great American Insurance Company.

### **Forward Looking Statements**

This press release contains certain statements that may be deemed to be "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. All statements in this press release not dealing with historical results are forward-looking and are based on estimates, assumptions and projections. Examples of such forward-looking statements include statements relating to: AFG's expectations concerning market and other conditions and their effect on future premiums, revenues, earnings and investment activities; recoverability of asset values; expected losses and the adequacy of reserves for long-term care, asbestos, environmental pollution and mass tort claims; rate changes; and improved loss experience.

Actual results and/or financial condition could differ materially from those contained in or implied by such forward-looking statements for a variety of reasons including but not limited to: changes in financial, political and economic conditions, including changes in interest and inflation rates, currency fluctuations and extended economic recessions or expansions in the U.S. and/or abroad; performance of securities markets; AFG's ability to estimate accurately the likelihood, magnitude and timing of any losses in connection with investments in the non-agency residential mortgage market; new legislation or declines in credit quality or credit ratings that could have a material impact on the valuation of securities in AFG's investment portfolio; the availability of capital; the possibility that the pending sale of AFG's run-off long-term care business is not consummated; regulatory actions (including changes in statutory accounting rules); changes in the legal environment affecting AFG or its customers; tax law and accounting changes; levels of natural catastrophes and severe weather, terrorist activities (including any nuclear, biological, chemical or radiological events), incidents of war or losses resulting from civil unrest and other major losses; development of insurance loss reserves and establishment of other reserves, particularly with respect to amounts associated with asbestos and environmental claims and AFG's run-off long-term care business; availability of reinsurance and ability of reinsurers to pay their obligations; trends in persistency, mortality and morbidity; competitive pressures, including those in the annuity distribution channels, the ability to obtain adequate rates and policy terms; changes in AFG's credit ratings or the financial strength ratings assigned by major ratings agencies to AFG's operating subsidiaries; and other factors identified in AFG's filings with the Securities and Exchange Commission.

The forward-looking statements herein are made only as of the date of this press release. AFG assumes no obligation to publicly update any forward-looking statements.

#### **Contact:**

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