SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB	APPROV	Άl

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Filed purcuant to	Section 16(a) of the S	Socurition Exchange	Act of 1034
Flieu pursuant to		securilles Excitative	ACI 01 1954
	30(h) of the Investme	ant Commonly Act of	1010

1. Name and Address of Reporting Person* <u>Thompson David Lawrence Jr</u> (Last) (First) (Middle) 301 EAST FOURTH STREET			2. Issuer Name and Ticker or Trading Symbol <u>AMERICAN FINANCIAL GROUP INC</u> [AFG]		tionship of Reporting Pe all applicable) Director Officer (give title	10% Owner Other (specify			
		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/25/2024		below) President of Subs	below) Ibsidiary			
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Appl		ng (Check Applicable			
(Street)				Line)	Form filed by One Re	porting Person			
CINCINNATI	OH	45202			Form filed by More the Person	· · ·			
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication						
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written pl satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		Ansaction de (Instr. 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	02/25/2024		F		796	D	\$126.63	489,152.586 ⁽¹⁾	Ι	By Trusts ⁽²⁾
Common Stock								357,044	Ι	By Trusts ⁽³⁾
Common Stock								29,671.258 ⁽¹⁾	Ι	As Custodian for minor children

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Number of Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		of Expiration Date (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4			Amount of Securities		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					

Explanation of Responses:

1. Total shares reported includes dividend shares held as of January 16, 2024.

2. Held in trusts for the benefit of members of the reporting person's family where reporting person or his spouse serve as trustee.

3. Held in trusts for which reporting person has voting and dispositive power. Reporting person disclaims beneficial ownership of shares held by such trusts except to the extent of the pecuniary interest held by his family.

Da	vi	1	L.	Thom	pson,	Jr.	By	
				-				

Karl J. Grafe, as Attorney-in- 02/27/2024

Fact

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).