FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL |
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OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | | | or Sec | tion 3 | 0(h) o | f the In | ivestm | ent C | Company Act o | of 194 | 10 | | | | | | | |
|---|--|-------|---------|--------------------------------------|---|--|---|----------|--------------------|---|---|---|-------|--|---|--|---|--------------------------------|--|--|
| 1. Name ar | 2. Issuer Name and Ticker or Trading Symbol AMERICAN FINANCIAL GROUP INC | | | | | | | | | (Chec | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | | | |
| ширг | [AFG] | | | | | | | | | X | Direc | | 10% (| | | | | | | |
| (Loot) | (1 | irst) | /A/i | ddle) | | | | | | | | | | X | X Officer (give title below) | | Other below | (specify | | |
| (Last) 301 EAS | 3. Date of Earliest Transaction (Month/Day/Year) 08/04/2023 | | | | | | | | | | Co-CEO | | | | | | | | | |
| | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| CINCINNATI OH 45202 | | | | 202 | | | | | | | | | | X | X Form filed by One Reporting Person Form filed by More than One Reporting 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 plan that is intended to | | | | | | | | | | | | | | |
| | | | | | | satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | | | | | | | | |
| | | | Table I | - Non-Derivat | т — | | | _ | uired | $\overline{}$ | | | _ | | | | | | | |
| Date | | | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | ı Di | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and | | | | 5. Amount of Securities Beneficially Owned Following | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | | Code | e V | Aı | mount | (A 01 (D | r | Price | Repo Trans | | (instr. 4) | (Instr. 4) | | |
| Common Stock 0. | | | | 02/06/2023 | | | | G | V | | 239,917 | | A | \$0.00 | 2,7 | 761,739 | I | Indirect #1 | | |
| Common Stock | | | | 08/04/2023 | | | | I | | 35 | 5,813.3455 ⁽⁾ | 1) A \$111 | | \$111.32 | 87, | 752.29 ⁽²⁾ | I | Indirect #12 ⁽³⁾ | | |
| Common Stock | | | | | | | | | | | | | | | 1,146,494 | | I | Indirect #2 ⁽⁴⁾ | | |
| Common Stock | | | | | | | | | | | | | | | 1: | 16,426 | I | Indirect #3 ⁽⁵⁾ | | |
| Common Stock | | | | | | | | | | | | | | | 3,000 | | I | Indirect #4 ⁽⁶⁾ | | |
| Common Stock | | | | | | | | | | | | | | | 3,000 | | I | Indirect #5 ⁽⁷⁾ | | |
| Common Stock | | | | | | | | | | | | | | 134,04 | | I | Indirect #6 ⁽⁸⁾ | | | |
| | | | Table | e II - Derivativ (e.g., put | | | | | | | posed of, convertib | | | | Owne | ed | | | | |
| 1. Title of Derivative Security (Instr. 3) | ivative Conversion Date Execution Date, curity or Exercise (Month/Day/Year) if any | | | | 4. Transaction Code (Instr. 8) 5. Numb of Deriv Secul Acqu (A) on Dispc of (D) (Instr and 5 | | ative rities ired osed | Expira | tion I | Exercisable and on Date Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Price of rivative curity str. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownershi Form: Direct (D) or Indirect (I) (Instr. 4 | Beneficial Ownership (Instr. 4) | | | |
| | | | Code | v | (A) | (A) (D) | | sable | Expiration Date | Title | or Nu of | nount imber ares | | | | | | | | |

Explanation of Responses:

- 1. Under the issuer's Retirement and Savings Plan ("RASP"), the reporting person transferred funds from a mutual fund to the RASP's AFG Common Stock Fund which is a unitized fund consisting of cash and AFG common stock. The number of shares of AFG common stock attributed to the reporting person's RASP account balance with respect to the AFG Common Stock Fund is estimated based on the closing price of AFG common stock on the date of transaction.
- 2. Represents amounts held by Reporting Person in a retirement plan of the Issuer based on a statement dated 08/07/2023.
- 3. Indirect #12: Held in the Company's Retirement and Savings Plan.
- 4. Indirect #2: By SCL Trust.
- $5.\ Indirect\ \#3:\ By\ Francs\ R.\ Lindner,\ Trustee\ for\ the\ Frances\ R.\ Lindner\ Living\ Trust\ dated\ 9/13/93.$
- 6. Indirect #4: By Dynasty Trust.
- 7. Indirect #5: By GST Trust.
- 8. Indirect #6: By Legacy Trust 10/30/20.

Remarks:

S. Craig Lindner By: Karl J. Grafe, as Attorney-in-Fact

08/08/2023

Date

** Signature of Reporting Person

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.