



American Financial Group, Inc. Announces the Pricing of \$200 Million Aggregate Principal Amount of Subordinated Debentures Due 2059

November 21, 2019

CINCINNATI--(BUSINESS WIRE)--Nov. 21, 2019-- American Financial Group, Inc. (NYSE: AFG) announced today that it priced an offering of \$200 million aggregate principal amount of 5.125% Subordinated Debentures due December 2059 (the "Debentures").

The offering is expected to close on December 2, 2019, subject to customary closing conditions. The Company intends to apply to list the Debentures on the New York Stock Exchange under the symbol "AFGC". 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.

AFG intends to use a portion of the net proceeds from this offering to redeem all of AFG's \$150 million aggregate outstanding principal amount of 6-1/4% Subordinated Debentures due September 2054, which are redeemable at the Company's option at a redemption price equal to 100% of the aggregate principal amount of such debentures plus accrued and unpaid interest to, but excluding, the redemption date, and the balance for general corporate purposes.

BofA Securities, Inc., Wells Fargo Securities, LLC and J.P. Morgan 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:

- BofA Securities, Inc., at NC1-004-03-43, 200 North College Street, 3rd Floor, Charlotte, NC 28255-0001, Attention: Prospectus Department, or email: dq.prospectus_requests@baml.com;
- Wells Fargo Securities, LLC, at 608 2nd Avenue South, Suite 1000, South Minneapolis, Minnesota 55402, Attention: WFS Customer Service, toll-free number: 1-800-645-3751 or email: wfscustomerservice@wellsfargo.com.
- J.P. Morgan Securities LLC, at 383 Madison Avenue, New York, NY 10179, telephone: 1-212-834-4533, Attention: Investment Grade Syndicate Desk.

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 is an insurance holding company, based in Cincinnati, Ohio with assets over \$65 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 traditional fixed, fixed-indexed and variable-indexed annuities in the retail, financial institutions, broker-dealer and registered investment advisor 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: the Company's expectations concerning market and other conditions and their effect on future premiums, revenues, earnings, investment activities and the amount and timing of share repurchases; recoverability of asset values; expected losses and the adequacy of reserves for 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, including the cost of equity index options; 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; changes in insurance law or regulation, including changes in statutory accounting rules and changes in regulation of the Lloyd's market, including modifications to the establishment of capital requirements for and approval of business plans for syndicate participation; changes in the legal environment affecting AFG or its customers; tax law and accounting changes, including the impact of recent changes in U.S. corporate tax law; 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; disruption caused by cyber-attacks or other technology breaches or failures by AFG or its business partners and service providers, which could negatively impact AFG's business and/or expose AFG to litigation; development of insurance loss reserves and establishment of other reserves, particularly with respect to amounts associated with asbestos and environmental claims; availability of reinsurance and ability of reinsurers to pay their obligations; trends in persistency and mortality; competitive pressures; 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; the impact of the conditions in the international financial markets and the global economy relating to AFG's international operations; 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. The Company assumes no obligation to publicly update any forward-looking statements.

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Diane P. Weidner, IRC
Assistant Vice President – Investor & Media Relations
(513) 369-5713