## FORM 4

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

## U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

## OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utilitie
Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)											
1. Name and Address of Reporting Person		ne and Ticker o		6. Relationship of Reporting Person to Issuer (Check all applicable)							
AMERICAN FINANCIAL GROUP, INC.	Marsh S	upermark	ets Inc. (M								
(Last) (First) (Middle)	3. IRS Identi				4. Statement for			Director	<u>X</u> 10% C	<u>X</u> 10% Owner	
	Number of Person, if an	reporting 1 entity (Volunt	ary)		Month/Day/Yea			Officer (give title below)		Other (specify below)	
One East Fourth Street					February 25	, 2005					
(Street)		31-142	2526		5. If Amendment, Date of Original						
Cincinnati, Ohio 45202					(Month/Day/Yea	ır)		7. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting PersonForm filed by One Reporting Person X Form filed by More than One Reporting Person			
(City) (State) (Zip)	Table I - Non-Derivative Securities Acquired, Disposed of or Beneficially Owned										
1. Title of Security (Instr. 3)	2. Trans- action Date	2A. Deemed Execution Date, if any	3. Trans- action Code (Instr. 8)		4. Securities Acqu or Disposed of (D) (Instr. 3,4 and 5)			5. Amount of Securities Beneficially Owned	6. Owner- ship Form: Direct	7. Nature of In- Direct Bene-	
	(Month/ Day/ Year)	(Month/ Day/ Year)	Code	v	Amount	(A) or (D)	Price	Following Reported Transactions (Instr. 3 and 4)	(D) or Indirect (I) (Instr. 4)	Ficial Owner- ship (Instr. 4)	
Class A Common Stock								729,844	I	#1	
Class B Common Stock		1						189,543	I	#1	
Class B Common Stock								210,000	I	#2	
Class B Common Stock	2/25/03		S		10,000	D	\$10.54	282,901	I	#3	
Reminder: Report on a separate line for each class of securities benefic	ially owned directly	y or indirectly .						Over			

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

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ORM 4 (continued) 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)	sion or	3. Trans- action Date	3A Deemed Execution Date, if any	(Instr. 8)	5. Number of Deriv- ative Securities Ac- quired (A) or Dis- posed of (D) (Instr. 3, 4 and 5)			6. Date Exercisable and Expiration Date (Month//Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		of Deriv- ative ecuri-	of Deriv- ative Secur- ities	Form of De- rivative	11. Nature of In- direct Bene- ficial Owner-
	Security	(Month/ Day/ Year)	(Month/ Day/ Year)					Date	Expiration		Amount or	5)	icially Owned at End of	Ity Direct (D) or Indi-	Ship (Instr. 4)
				Code	v	(A)	(D)	Exercisable	Date	Title	Number of Shares		Month (Instr. 4)	rect (I) (Instr. 4)	

Explanation of Responses:

Note a: The Other Reporting Persons (each of whose address is the same as that listed in Item 1) are: Carl H. Lindner, Carl H. Lindner III, S. Craig Lindner and Keith E. Lindner. Each of the other Reporting Persons are officers, directors and significant shareholders of American Financial Group, Inc. ("AFG:). These other Reporting Persons may be deemed to beneficially own the equity securities of Marsh Supermarkets, Inc. held by AFG, but disclaims such pecuniary or beneficial ownership.

Indirect #1 These shares are held by Great American Insurance Company, Inc. ("GAI"). The Reporting Person beneficially owns 100% of GAI. Indirect #2 Infinity Insurance Company, 100% owned by American Premier Underwriters, Inc. ("APU"). The Reporting Person beneficially owns 100% of APU. Indirect #3 Windsor Insurance Company, 100% owned by American Premier Underwriters, Inc. ("APU"). The Reporting Person beneficially owns 100% of APU.

AMERICAN FINANCIAL GROUP, INC.

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

By: <u>Karl J. Grafe</u> \*\* Signature of Reporting Person Karl J. Grafe, Assistant Secretary February 26, 2003 Date

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* instruction 6 for procedure. Page 2 Sec 1474 (/02)