SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol <u>AMERICAN FINANCIAL GROUP INC</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>BERDING JOHN B</u>			AFG]	X	Director	10% Owner			
) (First) (Middle)			x	Officer (give title	Other (specify			
(Last)			3. Date of Earliest Transaction (Month/Day/Year)		below)	below)			
301 EAST FOURTH STREET			09/08/2023		President				
			4. If Amendment, Date of Original Filed (Month/Day/Year)	vidual or Joint/Group Filing	(Check Applicable				
(Street)				X	Form filed by One Repo	rting Person			
CINCINNATI	ОН	45202			Form filed by More than Person	One Reporting			
(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 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)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V		Amount	Amount (A) or (D)		Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	09/08/2023		I		4,543 .1 ⁽¹⁾	A	\$110.01	37,542.48 ⁽²⁾	Ι	RASP
Common Stock	09/11/2023		Ι		4,286.815(1)	Α	\$108.81	41,840.2597 ⁽³⁾	Ι	RASP
Common Stock								57,962	D	
Common Stock								1,899	Ι	By Trust
Common Stock								4,559 ⁽⁴⁾	Ι	ESPP
Common Stock								1,045.2238 ⁽⁵⁾	Ι	DRIP

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

	(e.g., puts, cans, 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)				6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	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. 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 09/08/2023.

3. Represents amounts held by Reporting Person in a retirement plan of the Issuer based on a statement dated 09/11/2023.

4. Shares owned by the reporting Person in the Issuer's Employee Stock Purchase Plan (the "ESPP"). All ESPP information reporting herein is based on a plan statement dated as of 12/31/2022.

5. Shares reported reflect total ESPP DRIP shares held by reporting person based on a statement dated as of 12/31/2022.

Remarks:

John B. Berding by: Karl J. Grafe, as Attorney-in-Fact

** Signature of Reporting Person

09/12/2023

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.