FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washingt

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ton, D.C. 20549	
ton, D.C. 20349	OMB APPROVAL

OMB Number:	3235-0287
Estimated average burden	ı
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).

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

1. Name and Address of Reporting Person*  AMERICAN FINANCIAL GROUP INC															5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director $X$ 10% Owner							
(Last)	(F	First)	(Middle)	_   -										Officer (g below)	ive title		Other (s below)	pecify				
ONE EA		H STREET			3. Date 09/22/		arliest Trans	action	n (Month	n/Day	y/Year)											
(Street) CINCINNATI OH 45202					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Indi	Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person							
(City)	(5	state)	(Zip)													·						
		Т	able I - Non-E	eriva	tive S	ecu	rities Ac	qui	red, D	isp	osed c	of, or B	enefi	icially (	Owned							
Date				te	nsaction h/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Dispose Code (Instr.			ties Acqui d Of (D) (In					Form:	Direct Indirect tr. 4)	7. Nature of Indirect Beneficial Ownership			
									ode V		Amount	(A) (D)		Price	Transactio	Transaction(s) (Instr. 3 and 4)			Instr. 4)			
Common	Stock		(	9/22/2	003				X		3,506,0	000	4	\$14	38,565,995			I	#1 <sup>(1)</sup>			
			Table II - De (e.				ities Acq warrants								wned							
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)		Deri Seci Acq or D (D) (	Derivative		ate Exerc iration Da nth/Day/Y	ate	Securities Und		erlying	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securitie Beneficia Owned Following Reported Transact	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code	v	(A)	(D)	Date Exer	e rcisable	Ex <sub> </sub>	piration te	Title		ount or nber of ires		(Instr. 4)						
Sub Rights (right to buy)	\$14	09/22/2003		X			3,506,000	09/2	22/2003	09/	/22/2003	Common Stock	3,5	06,000	\$14	0		I	#1 <sup>(1)</sup>			

## **Explanation of Responses:**

1. Indirect #1: Great American Insurance Company, ("GAI") 100% owned by American Financial Corporation, a subsidiary of American Financial Group, Inc.

By: Karl J. Grafe, as Assistant Secretary of American Financial 09/24/2003 Group, Inc.

\*\* 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.