SEC Form 4	
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# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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obligations may continue. See Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934		hours per response:		
	or Section 30(h) of the Investment Company Act of 1940				
1. Name and Address of Reporting Person*           BERDING JOHN B           (Last)         (First)         (Middle)	2. Issuer Name and Ticker or Trading Symbol <u>AMERICAN FINANCIAL GROUP INC</u> [ AFG ]	5. Relationship of R (Check all applicabl X Director X Officer (giv below)	10% Owner		
(Last) (First) (Middle) 301 EAST FOURTH STREET 27TH FLOOR	3. Date of Earliest Transaction (Month/Day/Year) 08/30/2021	1 ´	President of Subsidiary		
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	,		
CINCINNATI OH 45202		1	I by One Reporting Person I by More than One Reporting		

#### (City) (State)

(Zip)

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	08/30/2021		М		2,728	A	\$30.01	38,380	D	
Common Stock	08/30/2021		S		2,728	D	\$137.2502	35,652	D	
Common Stock	08/30/2021		М		12,272	A	\$42.44	47,924	D	
Common Stock	08/30/2021		S		12,272	D	<b>\$137</b> <sup>(1)</sup>	35,652	D	
Common Stock	08/31/2021		S		5,000	D	\$137.86(2)	1,899	I	By Trust
Common Stock								4,161.5097 <sup>(3)</sup>	I	ESPP
Common Stock								19,740.71 <sup>(4)</sup>	I	RASP 401(k)
Common Stock								1,045.2238 <sup>(5)</sup>	I	ESPP DRIP

### 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)	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)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		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				
Stock Option Exercise	\$30.01	08/30/2021		М			2,728	(6)	02/21/2023	Common Stock	2,728	\$0.00	0	D	
Stock Option Exercise	\$42.44	08/30/2021		М			12,272	(7)	02/24/2014	Common Stock	12,272	\$0.00	15,957	D	

#### Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$136.61 to \$137.25.02, inclusive. The reporting person undertakes to provide to American Financial Group, Inc., ("AFG"), any security holder of AFG, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to this Form 4.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$137.74 to \$138.33, inclusive.

3. 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 12/31/2020.

4. Represents amounts held by Reporting Person in a retirement plan of the Issuer based on a statement dated 12/31/2020.

5. Represents ESPP DRIP shares previously reported as directly held and ESPP DRIP shares not previously reported. Shares reported reflect total ESPP DRIP shares held by reporting person as of the date of this filing.

6. These Employee Stock Options become exercisable in five equal installments beginning on the first anniversary of the grant date.

7. These Employee Stock Options become exercisable in five equal installments beginning on the first anniversary of the grant date.

#### **Remarks:**

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

09/01/2021

\*\* 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.