SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL

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to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b) 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person* (Check all applicable) AMERICAN FINANCIAL GROUP INC LINDNER S CRAIG Director Х 10% Owner AFG] Officer (give title Other (specify Х (First) (Middle) helow) below) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Co-CEO & Co-President **301 EAST FOURTH STREET** 05/13/2020 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) Line) CINCINNATI 45202 OH Х Form filed by One Reporting Person Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2A. Deemed Execution Date, if any (Month/Day/Year) 2. Transaction Date 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities 6. Ownership Form: Direct 7. Nature of Indirect 1. Title of Security (Instr. 3) Transaction (Month/Day/Year) Beneficially Code (Instr. (D) or Indirect Beneficial Ownership (Instr. 4) 8) Owned Following (I) (Instr. 4) Reported (A) or (D) Transaction(s) (Instr. 3 and 4) Code v Amount Price Bv **Common Stock** 3,095,292 Т trusts⁽¹⁾ Bv **Common Stock** 113,229 T trust⁽²⁾ 401(k) Common Stock 05/13/2020 41.231.446 \$54.37 78.263.621 1 Α T plan⁽³⁾ 401(k) Common Stock 05/14/2020 4,524,422 \$55.3 82,788.043 A T I plan⁽³⁾ Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 1. Title of 2. 11. Nature 3A. Deemed 4.

Security	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)		Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Indirect #1: Shares held by trusts where the reporting person serves as sole trustee.

2. Indirect #3: By Frances R. Lindner, Trustee for the Frances R. Lindner Living Trust dated 9/13/93.

3. Indirect #12: Held in the Company's 401(k) Retirement and Savings Plan.

Remarks:

S. Craig Lindner By: Karl J. Grafe, as Attorney-in-Fact

05/15/2020

** 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.

Check this box if no longer subject