FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D	C. 20549
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 3235-0287 Estimated average burden hours per response: 0.5

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*  LINDNER CARL H III  (Last) (First) (Middle)  301 EAST FOURTH STREET				AFC 3. Da	2. Issuer Name and Ticker or Trading Symbol AMERICAN FINANCIAL GROUP INC [ AFG ] 3. Date of Earliest Transaction (Month/Day/Year) 03/28/2022									k all applicable)		g Person(s) to Issuer  10% Owner  Other (specify below)  Co-President		
(Street) CINCIN	NATI OF		5202 Zip)		4. If <i>I</i>	Amend	ment,	Date o	of Origina	al File	d (Month/Da	y/Yea	ar)	6. Ind Line)	Form	filed by One	o Filing (Check /	son
4 = 11 54			I - No			1				, Dis	posed of				_		0. O	7 Notices
Dat			Date	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, r) if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4				5. Amo Securi Benefi	ties	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
						(MOIIIII/Day/Teal)			Code	v	Amount	(A	() or	Price	Report Transa	ed ction(s) 3 and 4)	(1) (	(Instr. 4)
Common	Stock			03/28/2	2022				G	v	499,220	T	A	\$0.00	2,5	03,791	I	Indirect #1 <sup>(1)</sup>
Common	Stock			04/25/2	2022				G	V	362,514 <sup>(2</sup>	2)	A	\$0.00	2,8	66,305	I	Indirect #1 <sup>(1)</sup>
Common	Stock														1,3	25,043	I	Indirect #13 <sup>(3)</sup>
Common Stock															49	3,602	I	Indirect #14 <sup>(4)</sup>
Common Stock														10	3,131	I	Indirect #15 <sup>(5)</sup>	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any				4. Transa	nsaction de (Instr. Securitie Acquired (A) or Disposed of (D) (Instr. 3, and 5)		vative vities vired r osed )	_	Exercion Da	isable and tee Amount or Securities Underlyin Derivative Security (I 3 and 4)		ttle and bunt of urities erlying vative urity (Ind 4)	8. De Se (Ir	Price of erivative ecurity estr. 5)		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	Code V (A) (D)			Date Exercis	able	Expiration Date	Title	or Num of Shar					

## **Explanation of Responses:**

- 1. Indirect #1: CHL III, TTEE (or his Successors) of the Carl H. Lindner III Family Trust DTD 8/29/02 as Amended.
- 2. Represents the grant of restricted stock that vests four years from the date of grant.
- 3. Indirect #13: By C3 Family Trust 2010-1
- 4. Indirect #14: C3 QAT Dtd 9/25/20.
- 5. Indirect #15: By #13 C# Legacy Trust 12/1/20.

## Remarks:

Carl H. Lindner III By: Karl J. 06/02/2022 Grafe, as Attorney-in-Fact

\*\* 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.