Ambrecht Kenneth C Form 4 June 04, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

if no longer subject to Section 16.

Check this box

Form 4 or Form 5 obligations may continue.

See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

Stock

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Ambrecht Kenneth C | | | 2. Issuer Name and Ticker or Trading Symbol AMERICAN FINANCIAL GROUP INC [AFG] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|--|---|--------------------------------|--|--------------------------------|-----|------------|------|--|---|---------------------------------------|--------------|--|--|
| (Last) 301 EAST F | (First) (M | (1 | 3. Date of Earliest Transaction (Month/Day/Year) 06/01/2018 | | | | | | X Director 10% Owner Other (give title below) below) | | | | |
| | 4 | 4. If Amendment, Date Original | | | | | | 6. Individual or Joint/Group Filing(Check | | | | | |
| | | Filed(Month/Day/Year) | | | | | | Applicable Line) | | | | | |
| | | | | | , | | | | _X_ Form filed by | | | | |
| CINCINNA' | | | | | | | | Form filed by More than One Reporting Person | | | | | |
| (6'') | (0, ,) | 7. | | | | | | | 1 615011 | | | | |
| (City) | City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | lly Owned | | | |
| 1.Title of | 2. Transaction Date | 2A. Deeme | ed | 3. | 4 | I. Securit | ties | | 5. Amount of | 6. Ownership | 7. Nature of | | |
| Security | Security (Month/Day/Year) Execution | | | | | | | | Securities | Form: Direct | Indirect | | |
| (Instr. 3) | of the second | | | Code Disposed of (D) | | | | | Beneficially | (D) or | Beneficial | | |
| | | (Month/Da | y/Year) | (Instr. 8) (Instr. 3, 4 and 5) | | | | 5) | Owned | · · · · · · · · · · · · · · · · · · · | | | |
| | | | | | | | | | Following | (Instr. 4) | (Instr. 4) | | |
| | | | | | | | (A) | | Reported Transaction(s) | | | | |
| | | | | | | | or | | (Instr. 3 and 4) | | | | |
| | | | | Code V | I A | Amount | (D) | Price | (msu. 3 and 4) | | | | |
| Common Stock | 06/01/2018 | | | A | 1 | 1,264 | A | <u>(1)</u> | 34,164 | D | | | |
| Common | | | | | | | | | | | | | |
| Stock | | | | | | | | | $1,349.945 \frac{(2)}{2}$ | D | | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Edgar Filing: Ambrecht Kenneth C - Form 4

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|-----------------|--------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration D | ate | Amoun | t of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underly | ying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securit | ies | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | 3 and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | • | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | A manuat | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | Or Number | | |
| | | | | | | Exercisable | Date | Title Number of | Number | | |
| | | | | C + V | (A) (D) | | | | | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

Ambrecht Kenneth C 301 EAST FOURTH STREET X CINCINNATI, OH 45202

Signatures

Kenneth C. Ambrecht By: Mark A. Weiss, as

Attorney-in-Fact 06/04/2018

> **Signature of Reporting Person Date

Explanation of Responses:

- 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).
- (1) Represents a grant of restricted stock issued under the Company's Non-Employee Director's Compensation Plan.
- (2) Shares held under the Company's dividend reinvestment plan as of December 31, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2