#### LINDNER CARL H III

Form 4 June 06, 2018

## FORM 4

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

OMB Number: 3235-0287

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

**OMB APPROVAL** 

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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LINDNER CARL H III			2. Issuer Name <b>and</b> Ticker or Trading Symbol AMERICAN FINANCIAL GROUP INC [AFG]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) (First) (Middle) 301 EAST FOURTH STREET		` /	3. Date of Earliest Transaction (Month/Day/Year) 06/04/2018	_X_ Director 10% Owner _X_ Officer (give title Other (specify below) Co-CEO & Co-President			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
CINCINNATI	I, OH 45202			Form filed by More than One Reporting Person			

	,	Person								
(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner								Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.		4. Securities Acquired (A) or onDisposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/16/2018		G	V	9,426	D	\$ 0	2,815,140	I	#1 (1)
Common Stock	06/04/2018		S		27,815	D	\$ 110.5007 (2)	2,787,325	I	#1 (1)
Common Stock	06/05/2018		S		55,738	D	\$ 109.985 (3)	2,731,587	I	#1 (1)
Common Stock	06/06/2018		S		16,447	D	\$ 110.0675 (4)	2,715,140	I	#1 (1)
								674,162	I	#2 <u>(5)</u>

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Common
Stock

Common Stock	1,248,500	I	#12 <u>(6)</u>
Common Stock	1,428,174	I	#26 <u>(7)</u>
Common Stock	2,311,386	I	#29 <u>(8)</u>

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

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 control number.

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9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transa	ection	Number	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code		of	(Month/Day/	Year)	Under	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8)	Derivative	e		Secur	ities	(Instr. 5)
	Derivative					Securities			(Instr.	3 and 4)	
	Security					Acquired					
					(	(A) or					
					]	Disposed					
						of (D)					
					(	(Instr. 3,					
					4	4, and 5)					
										Amount	
							Date	Expiration	Title	or Number	
							Exercisable	Date	Title	of	
				Code	17	(A) (D)				Shares	
				Code	V	(A) (D)				Shares	

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
Treporting of the France of th	Director	10% Owner	Officer	Other				
LINDNER CARL H III 301 EAST FOURTH STREET CINCINNATI, OH 45202	X		Co-CEO & Co-President					

### **Signatures**

Carl H. Lindner III By: Karl J. Grafe, as
Attorney-in-Fact
06/06/2018

\*\*Signature of Reporting Person Date

Reporting Owners 2

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### **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) Indirect #1: CHL III, TTEE (or his Successors) of the Carl H. Lindner III Family Trust DTD 8/29/02 as Amended.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$110.45 to \$110.685, 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 (2), footnote (3) and footnote (4).
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$109.95 to \$110.73 inclusive.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$110.00 to \$110.64 inclusive.
- (5) Indirect #2: Martha S. Lindner, (or her Successor) of the Martha S. Lindner Family Trust DTD 8/30/02 as amended.
- (6) Indirect #12: Seraphim Partners LLC fka CHL Investments, LLC
- (7) Indirect #26: CHL III 2010-1 Qualified Annuity Trust DTD 4/9/10.
- Indirect #29: Shares voting and dispositive power and holds a remainder interest in shares held directly or indirectly by a charitable lead

  (8) annuity trust. The reporting person disclaims beneficial interest of the shares held by the trust except to the extent of his pecuniary interest in such shares.

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.