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The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 13F

FORM 13F COVER PAGE

OMB APPROVAL

OMB Number: 3235-0006
Expires: Oct 31, 2018
Estimated average burden hours per response: 23.8

Report for the Calendar Year or Quarter Ended: 12-31-2014

Check here if Amendment Amendment Number:

This Amendment (Check only one.): is a restatement.
adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: AMERICAN FINANCIAL GROUP INC
Address: GREAT AMERICAN INSURANCE GROUP
TOWER
301 E. 4TH STREET
CINCINNATI, OH 45202

Form 13F File Number: 028-04389

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Brian S. Hertzman
Title: Vice President and Controller
Phone: 513-579-2153

Signature, Place, and Date of Signing:

/s/ Brian S. Hertzman Cincinnati, OH 02-09-2015
[Signature] [City, State] [Date]

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 2
Form 13F Information Table Entry Total: 254
Form 13F Information Table Value Total: 1,273,830
(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
1	28-498	Great American Insurance Company
2	28-1258	Great American Life Insurance Company

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 13F

FORM 13F INFORMATION TABLE

OMB APPROVAL	
OMB Number:	3235-0006
Expires:	Oct 31, 2018
Estimated average burden hours per response:	23.8

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (x\$1000)	COLUMN 5			COLUMN 6 INVESTMENT DISCRETION	COLUMN 7 OTHER MANAGER	COLUMN 8 VOTING AUTHORITY		
				SHRS OR PRN	SH/ PUT/ CALL	SOLE SHARED NONE					
DEUTSCHE BANK AG	NAMEN AKT	D18190898	7,442	247,900	SH	DFND	1	247,900	0	0	
DEUTSCHE BANK AG	NAMEN AKT	D18190898	7,275	242,350	SH	DFND	2	242,350	0	0	
DEUTSCHE BANK AG	NAMEN AKT	D18190898	2,094	69,750	SH	DFND		69,750	0	0	
ARGO GROUP INTL HLDGS LTD	COM	G0464B107	409	7,377	SH	DFND	1	7,377	0	0	
EATON CORP PLC	SHS	G29183103	782	11,500	SH	DFND	1	11,500	0	0	
ENSCO PLC	SHS CLASS A	G3157S106	314	10,500	SH	DFND	1	10,500	0	0	
ACE LTD	SHS	H0023R105	7,237	63,000	SH	SOLE		63,000	0	0	
LYONDELLBASELL INDUSTRIES N	SHS - A -	N53745100	11,909	150,000	SH	DFND	1	150,000	0	0	
AT&T INC	COM	00206R102	689	20,500	SH	DFND	1	20,500	0	0	
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	1,213	28,180	SH	DFND	1	28,180	0	0	
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	4,401	102,238	SH	DFND	2	102,238	0	0	
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	2,146	49,854	SH	DFND		49,854	0	0	
AMERICAN CAPITAL AGENCY CORP	COM	02503X105	4,173	191,167	SH	DFND	1	191,167	0	0	
AMERICAN CAPITAL AGENCY CORP	COM	02503X105	7,218	330,666	SH	DFND	2	330,666	0	0	
AMERICAN CAPITAL AGENCY CORP	COM	02503X105	6,544	299,767	SH	DFND		299,767	0	0	
AMERICAN CAP MTG INVT CORP	COM	02504A104	7,735	410,585	SH	DFND	1	410,585	0	0	
AMERICAN CAP MTG INVT CORP	COM	02504A104	10,210	541,920	SH	DFND	2	541,920	0	0	
AMERICAN CAP MTG INVT CORP	COM	02504A104	5,761	305,795	SH	DFND		305,795	0	0	
AMERICAN HOMES 4 RENT	CL A	02665T306	5,364	315,000	SH	DFND	1	315,000	0	0	
AMERICAN HOMES 4 RENT	CL A	02665T306	10,218	600,000	SH	DFND	2	600,000	0	0	
AMERICAN HOMES 4 RENT	CL A	02665T306	1,448	85,000	SH	DFND		85,000	0	0	
AMERICAN RESIDENTIAL PPTYS I	COM	02927E303	8,785	500,000	SH	DFND	2	500,000	0	0	
ANNALY CAP MGMT INC	COM	035710409	1,603	148,260	SH	DFND	2	148,260	0	0	
ANWORTH MORTGAGE ASSET CP	COM	037347101	3,561	678,200	SH	DFND	1	678,200	0	0	
ANWORTH	COM	037347101	3,772	718,450	SH	DFND	2	718,450	0	0	

MORTGAGE ASSET CP										
ANWORTH MORTGAGE ASSET CP	COM	037347101	3,994	760,802	SH	DFND		760,802	0	0
APOLLO RESIDENTIAL MTG INC	COM	03763V102	6,804	431,437	SH	DFND	1	431,437	0	0
APOLLO RESIDENTIAL MTG INC	COM	03763V102	4,308	273,157	SH	DFND	2	273,157	0	0
APOLLO RESIDENTIAL MTG INC	COM	03763V102	3,059	194,000	SH	DFND		194,000	0	0
APPLE INC	COM	037833100	17,771	161,000	SH	DFND	1	161,000	0	0
APPLE INC	COM	037833100	15,994	144,900	SH	DFND	2	144,900	0	0
APPLE INC	COM	037833100	1,777	16,100	SH	DFND		16,100	0	0
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	4,412	400,000	SH	DFND	1	400,000	0	0
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	4,412	400,000	SH	DFND	2	400,000	0	0
ARCH COAL INC	COM	039380100	1,326	745,000	SH	DFND	1	745,000	0	0
ARCH COAL INC	COM	039380100	196	110,000	SH	DFND		110,000	0	0
BP PLC	SPONSORED ADR	055622104	3,145	82,500	SH	DFND	2	82,500	0	0
BP PLC	SPONSORED ADR	055622104	1,715	45,000	SH	DFND		45,000	0	0
BAKER HUGHES INC	COM	057224107	5,607	100,000	SH	DFND	1	100,000	0	0
BAKER HUGHES INC	COM	057224107	5,607	100,000	SH	DFND	2	100,000	0	0
BANK AMER CORP	COM	060505104	10,074	563,120	SH	DFND	1	563,120	0	0
BANK AMER CORP	COM	060505104	1,404	78,480	SH	DFND		78,480	0	0
BARCLAYS PLC	ADR	06738E204	3,085	205,500	SH	DFND	1	205,500	0	0
BARCLAYS PLC	ADR	06738E204	5,013	334,000	SH	DFND	2	334,000	0	0
BARCLAYS PLC	ADR	06738E204	3,910	260,500	SH	DFND		260,500	0	0
BBCN BANCORP INC	COM	073295107	218	15,149	SH	DFND	1	15,149	0	0
BERKLEY W R CORP	COM	084423102	5,997	117,000	SH	SOLE		117,000	0	0
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	1,231	36,400	SH	DFND	1	36,400	0	0
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	4,926	145,600	SH	DFND	2	145,600	0	0
CAI INTERNATIONAL INC	COM	12477X106	312	13,456	SH	DFND	1	13,456	0	0
CYS INVTS INC	COM	12673A108	9,649	1,106,500	SH	DFND	1	1,106,500	0	0
CYS INVTS INC	COM	12673A108	10,185	1,168,000	SH	DFND	2	1,168,000	0	0
CYS INVTS INC	COM	12673A108	10,076	1,155,500	SH	DFND		1,155,500	0	0
CAPITOL FED FINL INC	COM	14057J101	460	36,000	SH	DFND	1	36,000	0	0
CARLYLE GROUP L P	COM UTS LTD PTN	14309L102	1,513	55,000	SH	DFND	1	55,000	0	0
CARLYLE GROUP L P	COM UTS LTD PTN	14309L102	6,614	240,505	SH	DFND	2	240,505	0	0
CARRIAGE SVCS INC	COM	143905107	340	16,217	SH	DFND	1	16,217	0	0
CEDAR REALTY TRUST INC	COM NEW	150602209	342	46,654	SH	DFND	1	46,654	0	0
CELGENE CORP	COM	151020104	1,119	10,000	SH	DFND	2	10,000	0	0
CELGENE CORP	COM	151020104	1,678	15,000	SH	DFND		15,000	0	0
CENTURY CMNTYS INC	COM	156504300	7,353	425,500	SH	DFND	1	425,500	0	0
CENTURY CMNTYS INC	COM	156504300	7,353	425,500	SH	DFND	2	425,500	0	0

CHEVRON CORP NEW	COM	166764100	4,353	38,800	SH	DFND	1	38,800	0	0
CHUBB CORP	COM	171232101	7,346	71,000	SH	SOLE		71,000	0	0
CISCO SYS INC	COM	17275R102	3,060	110,000	SH	DFND	1	110,000	0	0
CISCO SYS INC	COM	17275R102	6,954	250,000	SH	DFND	2	250,000	0	0
CITIGROUP INC	COM NEW	172967424	15,746	291,000	SH	DFND	1	291,000	0	0
CITIGROUP INC	COM NEW	172967424	8,874	164,000	SH	DFND	2	164,000	0	0
COACH INC	COM	189754104	6,821	181,600	SH	DFND	1	181,600	0	0
COACH INC	COM	189754104	7,640	203,400	SH	DFND		203,400	0	0
COLONY FINL INC	COM	19624R106	667	28,000	SH	DFND	1	28,000	0	0
COLONY FINL INC	COM	19624R106	1,000	42,000	SH	DFND		42,000	0	0
COMCAST CORP NEW	CL A	20030N101	6,004	103,500	SH	DFND	1	103,500	0	0
CONOCOPHILLIPS	COM	20825C104	483	7,000	SH	DFND	1	7,000	0	0
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	317	11,159	SH	DFND	1	11,159	0	0
CUSTOMERS BANCORP INC	COM	23204G100	3,884	199,571	SH	DFND	1	199,571	0	0
CUSTOMERS BANCORP INC	COM	23204G100	7,813	401,500	SH	DFND	2	401,500	0	0
CYRUSONE INC	COM	23283R100	293	10,643	SH	DFND	1	10,643	0	0
DELTA AIR LINES INC DEL	COM NEW	247361702	2,106	42,804	SH	DFND	1	42,804	0	0
DELTA AIR LINES INC DEL	COM NEW	247361702	1,550	31,512	SH	DFND	2	31,512	0	0
DELTA AIR LINES INC DEL	COM NEW	247361702	331	6,732	SH	DFND		6,732	0	0
DU PONT E I DE NEMOURS & CO	COM	263534109	407	5,500	SH	DFND	1	5,500	0	0
E M C CORP MASS	COM	268648102	5,799	195,000	SH	DFND	1	195,000	0	0
E M C CORP MASS	COM	268648102	5,948	200,000	SH	DFND	2	200,000	0	0
E M C CORP MASS	COM	268648102	1,636	55,000	SH	DFND		55,000	0	0
EBAY INC	COM	278642103	4,770	85,000	SH	DFND	1	85,000	0	0
EBAY INC	COM	278642103	4,119	73,400	SH	DFND	2	73,400	0	0
EBAY INC	COM	278642103	651	11,600	SH	DFND		11,600	0	0
ELLINGTON FINANCIAL LLC	COM	288522303	6,241	312,700	SH	DFND	1	312,700	0	0
ELLINGTON FINANCIAL LLC	COM	288522303	13,995	701,153	SH	DFND	2	701,153	0	0
ELLINGTON FINANCIAL LLC	COM	288522303	798	40,000	SH	DFND		40,000	0	0
EMCOR GROUP INC	COM	29084Q100	265	5,946	SH	DFND	1	5,946	0	0
EMPLOYERS HOLDINGS INC	COM	292218104	285	12,121	SH	DFND	1	12,121	0	0
ENERSYS	COM	29275Y102	273	4,416	SH	DFND	1	4,416	0	0
FIRST FINL BANCORP OH	COM	320209109	4,310	231,867	SH	DFND	1	231,867	0	0
FIRST MERCHANTS CORP	COM	320817109	297	13,042	SH	DFND	1	13,042	0	0
FIRSTMERIT CORP	COM	337915102	219	11,587	SH	DFND	1	11,587	0	0
FLAGSTAR BANCORP INC	COM PAR .001	337930705	2,975	189,104	SH	DFND	1	189,104	0	0
FLAGSTAR BANCORP INC	COM PAR .001	337930705	2,975	189,104	SH	DFND	2	189,104	0	0
FLUSHING FINL CORP	COM	343873105	281	13,844	SH	DFND	1	13,844	0	0
FREEPORT-MCMORAN INC	CL B	35671D857	4,906	210,000	SH	DFND	1	210,000	0	0
FREEPORT-MCMORAN INC	CL B	35671D857	2,102	90,000	SH	DFND		90,000	0	0
FULL HOUSE RESORTS INC	COM	359678109	49	35,331	SH	DFND	1	35,331	0	0

FULL HOUSE RESORTS INC	COM	359678109	44	31,617	SH	DFND	2	31,617	0	0
GENERAL CABLE CORP DEL NEW	COM	369300108	8,264	554,600	SH	DFND	1	554,600	0	0
GENERAL CABLE CORP DEL NEW	COM	369300108	9,094	610,361	SH	DFND		610,361	0	0
GENERAL ELECTRIC CO	COM	369604103	12,635	500,000	SH	DFND	1	500,000	0	0
GENERAL MLS INC	COM	370334104	800	15,000	SH	DFND	1	15,000	0	0
GENERAL MTRS CO	COM	37045V100	9,722	278,500	SH	DFND	1	278,500	0	0
GENERAL MTRS CO	COM	37045V100	9,478	271,500	SH	DFND		271,500	0	0
GILEAD SCIENCES INC	COM	375558103	6,363	67,500	SH	DFND	1	67,500	0	0
GILEAD SCIENCES INC	COM	375558103	2,592	27,500	SH	DFND	2	27,500	0	0
GILEAD SCIENCES INC	COM	375558103	943	10,000	SH	DFND		10,000	0	0
GLOBAL CASH ACCESS HLDGS INC	COM	378967103	126	17,662	SH	DFND	1	17,662	0	0
GLOBAL X FDS	GLB X MLP ENRG I	37950E226	341	18,369	SH	DFND	1	18,369	0	0
GRAY TELEVISION INC	COM	389375106	254	22,637	SH	DFND	1	22,637	0	0
GREAT PLAINS ENERGY INC	COM	391164100	216	7,602	SH	DFND	1	7,602	0	0
HEWLETT PACKARD CO	COM	428236103	16,503	411,250	SH	DFND	1	411,250	0	0
HEWLETT PACKARD CO	COM	428236103	4,043	100,750	SH	DFND	2	100,750	0	0
HEWLETT PACKARD CO	COM	428236103	2,328	58,000	SH	DFND		58,000	0	0
HOMESTREET INC	COM	43785V102	3,109	178,566	SH	DFND	1	178,566	0	0
HOMESTREET INC	COM	43785V102	7,180	412,406	SH	DFND	2	412,406	0	0
HOMESTREET INC	COM	43785V102	4,641	266,553	SH	DFND		266,553	0	0
IBERIABANK CORP	COM	450828108	286	4,405	SH	DFND	1	4,405	0	0
INFINITY PHARMACEUTICALS INC	COM	45665G303	338	20,000	SH	DFND	1	20,000	0	0
INFINITY PHARMACEUTICALS INC	COM	45665G303	338	20,000	SH	DFND	2	20,000	0	0
INSTEEL INDUSTRIES INC	COM	45774W108	580	24,609	SH	DFND	1	24,609	0	0
INSTEEL INDUSTRIES INC	COM	45774W108	524	22,216	SH	DFND	2	22,216	0	0
INTERVAL LEISURE GROUP INC	COM	46113M108	239	11,446	SH	DFND	1	11,446	0	0
INVESCO MORTGAGE CAPITAL INC	COM	46131B100	1,249	80,800	SH	DFND	1	80,800	0	0
INVESCO MORTGAGE CAPITAL INC	COM	46131B100	1,577	102,000	SH	DFND	2	102,000	0	0
INVESCO MORTGAGE CAPITAL INC	COM	46131B100	323	20,900	SH	DFND		20,900	0	0
JPMORGAN CHASE & CO	COM	46625H100	16,271	260,000	SH	DFND	1	260,000	0	0
JPMORGAN CHASE & CO	COM	46625H100	3,129	50,000	SH	DFND		50,000	0	0
JOHNSON & JOHNSON	COM	478160104	9,850	94,200	SH	DFND	1	94,200	0	0
JOURNAL COMMUNICATIONS INC	CL A	481130102	181	15,827	SH	DFND	1	15,827	0	0

KKR & CO L P DEL	COM UNITS	48248M102	3,157	136,000	SH	DFND	1	136,000	0	0
KKR & CO L P DEL	COM UNITS	48248M102	4,642	200,000	SH	DFND	2	200,000	0	0
KKR & CO L P DEL	COM UNITS	48248M102	1,485	64,000	SH	DFND		64,000	0	0
KELLOGG CO	COM	487836108	14,322	218,850	SH	DFND	1	218,850	0	0
KOHL'S CORP	COM	500255104	18,312	300,000	SH	DFND	1	300,000	0	0
KOHL'S CORP	COM	500255104	1,221	20,000	SH	DFND		20,000	0	0
LCNB CORP	COM	50181P100	1,730	114,785	SH	DFND	1	114,785	0	0
LCNB CORP	COM	50181P100	30	2,000	SH	DFND		2,000	0	0
LEUCADIA NATL CORP	COM	527288104	177	7,896	SH	DFND	1	7,896	0	0
LEUCADIA NATL CORP	COM	527288104	186	8,315	SH	DFND	2	8,315	0	0
LEUCADIA NATL CORP	COM	527288104	6	263	SH	DFND		263	0	0
LINN ENERGY LLC	UNIT LTD LIAB	536020100	928	91,631	SH	DFND		91,631	0	0
MFA FINL INC	COM	55272X102	200	25,000	SH	DFND	1	25,000	0	0
MFA FINL INC	COM	55272X102	200	25,000	SH	DFND		25,000	0	0
MYR GROUP INC DEL	COM	55405W104	10,538	384,615	SH	DFND	1	384,615	0	0
MAGELLAN HEALTH INC	COM NEW	559079207	267	4,453	SH	DFND	1	4,453	0	0
MANAGED HIGH YIELD PLUS FD I	COM	561911108	18	10,000	SH	DFND	1	10,000	0	0
MARATHON OIL CORP	COM	565849106	5,601	198,000	SH	DFND	2	198,000	0	0
MEDLEY CAP CORP	COM	58503F106	4,404	476,650	SH	DFND	1	476,650	0	0
MEDLEY CAP CORP	COM	58503F106	3,534	382,493	SH	DFND	2	382,493	0	0
MEDLEY CAP CORP	COM	58503F106	878	95,050	SH	DFND		95,050	0	0
MEDLEY MGMT INC	CL A COM	58503T106	4,226	287,500	SH	DFND	1	287,500	0	0
MEDLEY MGMT INC	CL A COM	58503T106	3,859	262,500	SH	DFND		262,500	0	0
MEDTRONIC INC	COM	585055106	7,220	100,000	SH	DFND	1	100,000	0	0
METLIFE INC	COM	59156R108	8,654	160,000	SH	DFND	1	160,000	0	0
METLIFE INC	COM	59156R108	2,715	50,200	SH	DFND	2	50,200	0	0
MICROSOFT CORP	COM	594918104	20,740	446,500	SH	DFND	1	446,500	0	0
MICROSEMI CORP	COM	595137100	275	9,699	SH	DFND	1	9,699	0	0
MONDELEZ INTL INC	CL A	609207105	8,110	223,250	SH	DFND	1	223,250	0	0
NMI HLDGS INC	CL A	629209305	4,218	462,000	SH	DFND	1	462,000	0	0
NMI HLDGS INC	CL A	629209305	8,454	926,000	SH	DFND	2	926,000	0	0
NRG ENERGY INC	COM NEW	629377508	92	3,424	SH	DFND	1	3,424	0	0
NRG ENERGY INC	COM NEW	629377508	108	3,999	SH	DFND	2	3,999	0	0
NATIONAL BK HLDGS CORP	CL A	633707104	844	43,500	SH	DFND	1	43,500	0	0
NATIONAL BK HLDGS CORP	CL A	633707104	1,269	65,400	SH	DFND	2	65,400	0	0
NATIONAL GEN HLDGS CORP	COM	636220303	5,486	294,800	SH	DFND	1	294,800	0	0
NATIONAL GEN HLDGS CORP	COM	636220303	7,635	410,239	SH	DFND	2	410,239	0	0
NATIONAL GEN HLDGS CORP	COM	636220303	4,628	248,700	SH	DFND		248,700	0	0
NATIONAL INTERSTATE CORP	COM	63654U100	303,960	10,200,000	SH	DFND	1	10,200,000	0	0
NEW YORK CMNTY BANCORP INC	COM	649445103	5,600	350,000	SH	DFND	1	350,000	0	0
NICE SYS LTD	SPONSORED ADR	653656108	303	5,989	SH	DFND	1	5,989	0	0
OAKTREE CAP GROUP LLC	UNIT CL A	674001201	518	10,000	SH	DFND	1	10,000	0	0
OAKTREE CAP	UNIT CL A	674001201	518	10,000	SH	DFND	2	10,000	0	0

GROUP LLC										
OCWEN FINL CORP	COM NEW	675746309	680	45,000	SH	DFND	1	45,000	0	0
OCWEN FINL CORP	COM NEW	675746309	680	45,000	SH	DFND	2	45,000	0	0
OMNICELL INC	COM	68213N109	309	9,329	SH	DFND	1	9,329	0	0
OMEROS CORP	COM	682143102	2,529	102,040	SH	DFND	1	102,040	0	0
OMEROS CORP	COM	682143102	3,793	153,061	SH	DFND	2	153,061	0	0
ORGANOVO HLDGS INC	COM	68620A104	663	91,500	SH	DFND	1	91,500	0	0
ORGANOVO HLDGS INC	COM	68620A104	1,160	160,000	SH	DFND	2	160,000	0	0
PNC FINL SVCS GROUP INC	COM	693475105	4,539	49,750	SH	DFND	1	49,750	0	0
PNC FINL SVCS GROUP INC	COM	693475105	5,497	60,250	SH	DFND		60,250	0	0
PEABODY ENERGY CORP	COM	704549104	2,786	360,000	SH	DFND	1	360,000	0	0
PEABODY ENERGY CORP	COM	704549104	2,090	270,000	SH	DFND		270,000	0	0
PEAK RESORTS INC	COM	70469L100	8,800	1,100,000	SH	DFND	1	1,100,000	0	0
PEOPLES UNITED FINANCIAL INC	COM	712704105	9,563	630,000	SH	DFND	1	630,000	0	0
PEPSICO INC	COM	713448108	20,335	215,050	SH	DFND	1	215,050	0	0
PERFICIENT INC	COM	71375U101	283	15,169	SH	DFND	1	15,169	0	0
PETROQUEST ENERGY INC	COM	716748108	196	52,308	SH	DFND	1	52,308	0	0
PFIZER INC	COM	717081103	13,021	418,000	SH	DFND	1	418,000	0	0
PFIZER INC	COM	717081103	623	20,000	SH	DFND		20,000	0	0
PHILIP MORRIS INTL INC	COM	718172109	529	6,500	SH	DFND	1	6,500	0	0
POTBELLY CORP	COM	73754Y100	386	30,000	SH	DFND	1	30,000	0	0
POTBELLY CORP	COM	73754Y100	1,287	100,000	SH	DFND	2	100,000	0	0
POTBELLY CORP	COM	73754Y100	901	70,000	SH	DFND		70,000	0	0
PREMIERE GLOBAL SVCS INC	COM	740585104	287	27,064	SH	DFND	1	27,064	0	0
PROSPECT CAPITAL CORPORATION	COM	74348T102	4,130	500,000	SH	DFND	1	500,000	0	0
PROSPECT CAPITAL CORPORATION	COM	74348T102	3,304	400,000	SH	DFND	2	400,000	0	0
PROSPECT CAPITAL CORPORATION	COM	74348T102	826	100,000	SH	DFND		100,000	0	0
PROVIDENT FINL SVCS INC	COM	74386T105	261	14,439	SH	DFND	1	14,439	0	0
PRUDENTIAL FINL INC	COM	744320102	7,915	87,500	SH	DFND	1	87,500	0	0
PRUDENTIAL FINL INC	COM	744320102	8,261	91,323	SH	DFND		91,323	0	0
RF MICRODEVICES INC	COM	749941100	316	19,034	SH	DFND	1	19,034	0	0
RAMCO-GERSHENSON PPTYS TR	COM SH BEN INT	751452202	325	17,345	SH	DFND	1	17,345	0	0
REVOLUTION LIGHTING TECHNOLO	COM	76155G107	2,318	1,717,202	SH	DFND	1	1,717,202	0	0
REVOLUTION LIGHTING TECHNOLO	COM	76155G107	2,318	1,717,202	SH	DFND	2	1,717,202	0	0
REXFORD INDL RLTY INC	COM	76169C100	707	45,000	SH	DFND	1	45,000	0	0
REXFORD INDL RLTY INC	COM	76169C100	1,650	105,000	SH	DFND	2	105,000	0	0
RUDOLPH TECHNOLOGIES INC	COM	781270103	266	26,035	SH	DFND	1	26,035	0	0
STARWOOD PPTY TR	COM	85571B105	349	15,000	SH	DFND	1	15,000	0	0

INC										
STARWOOD PPTY TR INC	COM	85571B105	349	15,000	SH	DFND		15,000	0	0
STONEGATE MTG CORP	COM	86181Q300	10,830	905,555	SH	DFND	1	905,555	0	0
STONEGATE MTG CORP	COM	86181Q300	9,747	815,000	SH	DFND	2	815,000	0	0
STONEGATE MTG CORP	COM	86181Q300	1,083	90,556	SH	DFND		90,556	0	0
STONERIDGE INC	COM	86183P102	270	21,011	SH	DFND	1	21,011	0	0
SYNAPTICS INC	COM	87157D109	215	3,127	SH	DFND	1	3,127	0	0
SYSCO CORP	COM	871829107	754	19,000	SH	DFND	1	19,000	0	0
TARGET CORP	COM	87612E106	10,627	140,000	SH	DFND	1	140,000	0	0
TECK RESOURCES LTD	CL B	878742204	1,011	74,100	SH	DFND	1	74,100	0	0
TECK RESOURCES LTD	CL B	878742204	546	40,000	SH	DFND		40,000	0	0
THOMSON REUTERS CORP	COM	884903105	726	18,000	SH	DFND	1	18,000	0	0
TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	846	19,336	SH	DFND	1	19,336	0	0
TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	2,818	64,380	SH	DFND	2	64,380	0	0
TWO HBRS INVT CORP	COM	90187B101	4,609	460,000	SH	DFND	1	460,000	0	0
TWO HBRS INVT CORP	COM	90187B101	15,571	1,554,000	SH	DFND	2	1,554,000	0	0
TWO HBRS INVT CORP	COM	90187B101	6,122	611,000	SH	DFND		611,000	0	0
USA COMPRESSION PARTNERS LP	COMUNIT LTDPAR	90290N109	182	11,000	SH	DFND	1	11,000	0	0
USA COMPRESSION PARTNERS LP	COMUNIT LTDPAR	90290N109	1,749	105,411	SH	DFND	2	105,411	0	0
USA COMPRESSION PARTNERS LP	COMUNIT LTDPAR	90290N109	182	11,000	SH	DFND		11,000	0	0
VANGUARD INTL EQUITY INDEX F	FTSE SMCAP ETF	922042718	224	2,351	SH	DFND	1	2,351	0	0
VANGUARD INTL EQUITY INDEX F	ALLWRLD EX US	922042775	340	7,265	SH	DFND	1	7,265	0	0
VANGUARD INDEX FDS	S&P 500 ETF SHS	922908363	636	3,375	SH	DFND	1	3,375	0	0
VANGUARD INDEX FDS	REIT ETF	922908553	412	5,089	SH	DFND	1	5,089	0	0
VANGUARD INDEX FDS	EXTEND MKT ETF	922908652	472	5,380	SH	DFND	1	5,380	0	0
VERIZON COMMUNICATIONS INC	COM	92343V104	1,606	34,321	SH	DFND	2	34,321	0	0
VERIZON COMMUNICATIONS INC	COM	92343V104	1,163	24,853	SH	DFND		24,853	0	0
VERISK ANALYTICS INC	CL A	92345Y106	11,926	186,191	SH	DFND	1	186,191	0	0
VIAD CORP	COM NEW	92552R406	237	8,882	SH	DFND	1	8,882	0	0
VIACOM INC NEW	CL B	92553P201	5,268	70,000	SH	DFND		70,000	0	0
VODAFONE GROUP PLC NEW	SPNSR ADR NO PAR	92857W308	2,432	71,181	SH	DFND	2	71,181	0	0
VODAFONE GROUP PLC NEW	SPNSR ADR NO PAR	92857W308	1,761	51,545	SH	DFND		51,545	0	0
VOLTARI CORP	COM NEW	92870X309	4	5,652	SH	DFND	1	5,652	0	0
VOLTARI CORP	COM NEW	92870X309	6	8,478	SH	DFND	2	8,478	0	0
WABASH NATL CORP	COM	929566107	279	22,547	SH	DFND	1	22,547	0	0
WELLS FARGO & CO	COM	949746101	14,911	272,000	SH	DFND	1	272,000	0	0

NEW

WILSHIRE BANCORP INC	COM	97186T108	258	25,507	SH	DFND	1	25,507	0	0
WISCONSIN ENERGY CORP	COM	976657106	844	16,000	SH	DFND	1	16,000	0	0
XCERRA CORP	COM	98400J108	277	30,256	SH	DFND	1	30,256	0	0