

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Gillis Michelle A</u>  (Last) (First) (Middle) 301 E. FOURTH STREET  (Street) CINCINNATI OH 45202  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AMERICAN FINANCIAL GROUP INC [ AFG ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Officer (give title below) Other (specify below) X Senior Vice President
	3. Date of Earliest Transaction (Month/Day/Year) 09/11/2019	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/11/2019		M		3	A	\$34.34	33,678.38	D	
Common Stock	09/11/2019		S		3	D	\$105	33,675.38	D	
Common Stock	09/12/2019		M		757	A	\$34.34	34,432.38	D	
Common Stock	09/12/2019		S		757	D	\$105	33,675.38	D	
Common Stock	09/12/2019		M		2,139	A	\$38.11	35,814.38	D	
Common Stock	09/12/2019		M		2,053	A	\$37.6	37,867.38	D	
Common Stock	09/12/2019		S		4,192	D	\$105	33,675.38	D	
Common Stock	09/12/2019		S		897	D	\$105	32,778.38	D	
Common Stock								2,759.3265 <sup>(1)</sup>	I	ESPP
Common Stock								11.0597 <sup>(2)</sup>	I	ESPP DRIP

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option Exercise	\$34.34	09/11/2019		M		3	(3)	02/16/2021	02/16/2021	Common	3	\$0.00	5,997	D	
Stock Option Exercise	\$34.34	09/12/2019		M		757	(3)	02/16/2021	02/16/2021	Common	757	\$0.00	5,240	D	
Stock Option Exercise	\$38.11	09/12/2019		M		2,139	(3)	02/23/2022	02/23/2022	Common	2,139	\$0.00	3,861	D	
Stock Option Exercise	\$37.6	09/12/2019		M		2,053	(3)	03/12/2022	03/12/2022	Common	2,053	\$0.00	947	D	

Explanation of Responses:

- Shares owned by the reporting Person in the Issuer's Employee Stock Purchase Plan (the "ESPP"). All ESPP information reporting herein is based on a plan statement dated as of 12/31/2018.
- Represents shares owned by the Reporting Person through dividend reinvestment with the Issuer's Employee Stock Purchase Plan ("ESPP"). All ESPP DRIP information reporting herein is based on a plan statement dated as of 12/31/2018.
- These Employee Stock Options become exercisable in five equal installments beginning on the first anniversary of the grant date.

Remarks:

Michelle A. Gillis By: Karl J. 09/13/2019

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.**