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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: 09-30-2013

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: Assistant Vice President and Controller
Phone: 513-579-2153

Signature, Place, and Date of Signing:

/s/ Brian S. Hertzman Cincinnati, OH 11-14-2013
[Signature] [City, State] [Date]

Report Type (Check only one.):

X 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: 215
Form 13F Information Table Value Total: 1,082,669
(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		
				SHRS OR PRN	SH/ PUT/ CALL				SOLE	SHARED	NONE
ARGO GROUP INTL HLDGS LTD	COM	G0464B107	316	7,377	SH		DFND	1	7,377	0	0
EATON CORP PLC	SHS	G29183103	792	11,500	SH		DFND	1	11,500	0	0
ENSCO PLC	SHS CLASS A	G3157S106	564	10,500	SH		DFND	1	10,500	0	0
ACE LTD	SHS	H0023R105	5,894	63,000	SH		SOLE		63,000	0	0
AT&T INC	COM	00206R102	693	20,500	SH		DFND	1	20,500	0	0
AZZ INC	COM	002474104	200	4,788	SH		DFND	1	4,788	0	0
ABBVIE INC	COM	00287Y109	407	9,100	SH		DFND	1	9,100	0	0
AIR PRODS & CHEMS INC	COM	009158106	4,538	42,584	SH		DFND	1	42,584	0	0
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	1,044	14,090	SH		DFND	1	14,090	0	0
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	3,789	51,119	SH		DFND	2	51,119	0	0
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	1,848	24,927	SH		DFND		24,927	0	0
AMERICAN CAPITAL AGENCY CORP	COM	02503X105	2,574	114,000	SH		DFND	1	114,000	0	0
AMERICAN CAPITAL AGENCY CORP	COM	02503X105	4,109	182,000	SH		DFND	2	182,000	0	0
AMERICAN CAPITAL AGENCY CORP	COM	02503X105	4,381	194,000	SH		DFND		194,000	0	0
AMERICAN CAP MTG INVT CORP	COM	02504A104	3,535	178,800	SH		DFND	1	178,800	0	0
AMERICAN CAP MTG INVT CORP	COM	02504A104	5,437	275,000	SH		DFND	2	275,000	0	0
AMERICAN CAP MTG INVT CORP	COM	02504A104	5,615	284,000	SH		DFND		284,000	0	0
AMERICAN EQTY INVT LIFE HLD	COM	025676206	376	17,734	SH		DFND	1	17,734	0	0
AMERICAN HOMES 4 RENT	CL A	02665T306	5,088	315,000	SH		DFND	1	315,000	0	0
AMERICAN HOMES 4 RENT	CL A	02665T306	9,690	600,000	SH		DFND	2	600,000	0	0
AMERICAN HOMES 4 RENT	CL A	02665T306	1,373	85,000	SH		DFND		85,000	0	0
AMERICAN RESIDENTIAL PPTYS I	COM	02927E303	8,805	500,000	SH		DFND	2	500,000	0	0
ANNALY CAP MGMT INC	COM	035710409	926	80,000	SH		DFND	2	80,000	0	0
ANWORTH MORTGAGE ASSET CP	COM	037347101	1,891	391,550	SH		DFND	1	391,550	0	0
ANWORTH MORTGAGE ASSET CP	COM	037347101	1,904	394,200	SH		DFND	2	394,200	0	0

ANWORTH MORTGAGE ASSET CP	COM	037347101	2,232	461,902	SH	DFND		461,902	0	0
APOLLO RESIDENTIAL MTG INC	COM	03763V102	5,259	360,437	SH	DFND	1	360,437	0	0
APOLLO RESIDENTIAL MTG INC	COM	03763V102	2,979	204,157	SH	DFND	2	204,157	0	0
APOLLO RESIDENTIAL MTG INC	COM	03763V102	2,830	194,000	SH	DFND		194,000	0	0
APPLE INC	COM	037833100	10,966	23,000	SH	DFND	1	23,000	0	0
APPLE INC	COM	037833100	9,869	20,700	SH	DFND	2	20,700	0	0
APPLE INC	COM	037833100	1,097	2,300	SH	DFND		2,300	0	0
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	5,468	400,000	SH	DFND	1	400,000	0	0
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	5,468	400,000	SH	DFND	2	400,000	0	0
ARCH COAL INC	COM	039380100	3,062	745,000	SH	DFND	1	745,000	0	0
ARCH COAL INC	COM	039380100	452	110,000	SH	DFND		110,000	0	0
BP PLC	SPONSORED ADR	055622104	11,138	265,000	SH	DFND	2	265,000	0	0
BP PLC	SPONSORED ADR	055622104	1,891	45,000	SH	DFND		45,000	0	0
BANK OF AMERICA CORPORATION	COM	060505104	10,324	748,120	SH	DFND	1	748,120	0	0
BANK OF AMERICA CORPORATION	COM	060505104	1,290	93,480	SH	DFND		93,480	0	0
BASIC ENERGY SVCS INC NEW	COM	06985P100	212	16,763	SH	DFND	1	16,763	0	0
BERKLEY W R CORP	COM	084423102	5,015	117,000	SH	SOLE		117,000	0	0
BLDRS INDEX FDS TR	EMER MK 50 ADR	09348R300	389	10,529	SH	DFND	1	10,529	0	0
CYS INVTS INC	COM	12673A108	7,459	917,500	SH	DFND	1	917,500	0	0
CYS INVTS INC	COM	12673A108	7,252	892,000	SH	DFND	2	892,000	0	0
CYS INVTS INC	COM	12673A108	8,297	1,020,500	SH	DFND		1,020,500	0	0
CAPITAL BK FINL CORP	CL A COM	139794101	2,344	106,810	SH	DFND	1	106,810	0	0
CAPITAL BK FINL CORP	CL A COM	139794101	3,620	164,900	SH	DFND	2	164,900	0	0
CAPLEASE INC	COM	140288101	271	31,880	SH	DFND	1	31,880	0	0
CAPITOL FED FINL INC	COM	14057J101	446	36,000	SH	DFND	1	36,000	0	0
CARDINAL FINL CORP	COM	14149F109	228	13,804	SH	DFND	1	13,804	0	0
CARLYLE GROUP LP	COM UTS LTD PTN	14309L102	424	16,500	SH	DFND	1	16,500	0	0
CARLYLE GROUP LP	COM UTS LTD PTN	14309L102	1,872	72,800	SH	DFND	2	72,800	0	0
CEDAR REALTY TRUST INC	COM NEW	150602209	169	32,616	SH	DFND	1	32,616	0	0
CHEVRON CORP NEW	COM	166764100	4,714	38,800	SH	DFND	1	38,800	0	0
CHUBB CORP	COM	171232101	6,337	71,000	SH	SOLE		71,000	0	0
CISCO SYS INC	COM	17275R102	5,858	250,000	SH	DFND	2	250,000	0	0
CITIGROUP INC	COM NEW	172967424	13,340	275,000	SH	DFND	1	275,000	0	0
CITIGROUP INC	COM NEW	172967424	6,306	130,000	SH	DFND	2	130,000	0	0
COACH INC	COM	189754104	6,298	115,500	SH	DFND	1	115,500	0	0
COACH INC	COM	189754104	7,061	129,500	SH	DFND		129,500	0	0
COLONY FINL INC	COM	19624R106	559	28,000	SH	DFND	1	28,000	0	0

COLONY FINL INC	COM	19624R106	839	42,000	SH	DFND		42,000	0	0
COMCAST CORP NEW	CL A	20030N101	9,181	203,500	SH	DFND	1	203,500	0	0
CONOCOPHILLIPS	COM	20825C104	487	7,000	SH	DFND	1	7,000	0	0
CUSTOMERS BANCORP INC	COM	23204G100	3,163	196,429	SH	DFND	1	196,429	0	0
CUSTOMERS BANCORP INC	COM	23204G100	6,440	400,000	SH	DFND	2	400,000	0	0
DELTA AIR LINES INC DEL	COM NEW	247361702	1,009	42,804	SH	DFND	1	42,804	0	0
DELTA AIR LINES INC DEL	COM NEW	247361702	743	31,512	SH	DFND	2	31,512	0	0
DELTA AIR LINES INC DEL	COM NEW	247361702	159	6,732	SH	DFND		6,732	0	0
DIGITAL GENERATION INC	COM	25400B108	233	18,054	SH	DFND	1	18,054	0	0
DOMTAR CORP	COM NEW	257559203	215	2,705	SH	DFND	1	2,705	0	0
DU PONT E I DE NEMOURS & CO	COM	263534109	322	5,500	SH	DFND	1	5,500	0	0
E M C CORP MASS	COM	268648102	3,706	145,000	SH	DFND	1	145,000	0	0
E M C CORP MASS	COM	268648102	5,112	200,000	SH	DFND	2	200,000	0	0
E M C CORP MASS	COM	268648102	1,405	55,000	SH	DFND		55,000	0	0
EBIX INC	COM NEW	278715206	200	20,170	SH	DFND	1	20,170	0	0
ELLINGTON FINANCIAL LLC	COM	288522303	7,026	312,700	SH	DFND	1	312,700	0	0
ELLINGTON FINANCIAL LLC	COM	288522303	15,755	701,153	SH	DFND	2	701,153	0	0
ELLINGTON FINANCIAL LLC	COM	288522303	899	40,000	SH	DFND		40,000	0	0
EMPLOYERS HOLDINGS INC	COM	292218104	213	7,172	SH	DFND	1	7,172	0	0
ENERSYS	COM	29275Y102	236	3,899	SH	DFND	1	3,899	0	0
EXONE CO	COM	302104104	199	4,655	SH	DFND	1	4,655	0	0
EXONE CO	COM	302104104	368	8,630	SH	DFND	2	8,630	0	0
FIRST FINL BANCORP OH	COM	320209109	3,517	231,867	SH	DFND	1	231,867	0	0
FLAGSTAR BANCORP INC	COM PAR .001	337930705	4,915	333,010	SH	DFND	1	333,010	0	0
FLAGSTAR BANCORP INC	COM PAR .001	337930705	4,915	333,010	SH	DFND	2	333,010	0	0
FLUSHING FINL CORP	COM	343873105	225	12,194	SH	DFND	1	12,194	0	0
FREEPORT-MCMORAN COPPER & GO	COM	35671D857	6,947	210,000	SH	DFND	1	210,000	0	0
FREEPORT-MCMORAN COPPER & GO	COM	35671D857	2,976	90,000	SH	DFND		90,000	0	0
FULL HOUSE RESORTS INC	COM	359678109	98	35,331	SH	DFND	1	35,331	0	0
FULL HOUSE RESORTS INC	COM	359678109	88	31,617	SH	DFND	2	31,617	0	0
GENERAL ELECTRIC CO	COM	369604103	11,945	500,000	SH	DFND	1	500,000	0	0
GENERAL MLS INC	COM	370334104	719	15,000	SH	DFND	1	15,000	0	0
GENERAL MTRS CO	COM	37045V100	1,277	35,500	SH	DFND	1	35,500	0	0
GENERAL MTRS CO	COM	37045V100	1,277	35,500	SH	DFND	2	35,500	0	0
GLOBAL CASH ACCESS HLDGS INC	COM	378967103	240	30,757	SH	DFND	1	30,757	0	0
HANMI FINL CORP	COM NEW	410495204	1,747	105,413	SH	DFND	1	105,413	0	0
HANMI FINL CORP	COM NEW	410495204	2,852	172,115	SH	DFND	2	172,115	0	0
HEWLETT PACKARD CO	COM	428236103	8,632	411,250	SH	DFND	1	411,250	0	0

HEWLETT PACKARD CO	COM	428236103	2,115	100,750	SH	DFND	2	100,750	0	0
HEWLETT PACKARD CO	COM	428236103	1,217	58,000	SH	DFND		58,000	0	0
HOMESTREET INC	COM	43785V102	1,544	80,000	SH	DFND	1	80,000	0	0
HOMESTREET INC	COM	43785V102	4,632	240,000	SH	DFND	2	240,000	0	0
HOMESTREET INC	COM	43785V102	3,088	160,000	SH	DFND		160,000	0	0
IBERIABANK CORP	COM	450828108	229	4,405	SH	DFND	1	4,405	0	0
INDEXIQ ETF TR	IQ GLB RES ETF	45409B883	279	9,861	SH	DFND	1	9,861	0	0
INFINITY PHARMACEUTICALS INC	COM	45665G303	349	20,000	SH	DFND	1	20,000	0	0
INFINITY PHARMACEUTICALS INC	COM	45665G303	349	20,000	SH	DFND	2	20,000	0	0
INSTEEL INDUSTRIES INC	COM	45774W108	396	24,609	SH	DFND	1	24,609	0	0
INSTEEL INDUSTRIES INC	COM	45774W108	358	22,216	SH	DFND	2	22,216	0	0
INTEL CORP	COM	458140100	12,125	529,000	SH	DFND	1	529,000	0	0
INVESCO MORTGAGE CAPITAL INC	COM	46131B100	1,244	80,800	SH	DFND	1	80,800	0	0
INVESCO MORTGAGE CAPITAL INC	COM	46131B100	1,570	102,000	SH	DFND	2	102,000	0	0
INVESCO MORTGAGE CAPITAL INC	COM	46131B100	322	20,900	SH	DFND		20,900	0	0
ISHARES	MSCI EAFE ETF	464287465	476	7,464	SH	DFND	1	7,464	0	0
JPMORGAN CHASE & CO	COM	46625H100	17,575	340,000	SH	DFND	1	340,000	0	0
JOHNSON & JOHNSON	COM	478160104	15,535	179,200	SH	DFND	1	179,200	0	0
KELLOGG CO	COM	487836108	12,853	218,850	SH	DFND	1	218,850	0	0
KEY ENERGY SVCS INC	COM	492914106	223	30,619	SH	DFND	1	30,619	0	0
KOHL'S CORP	COM	500255104	15,526	300,000	SH	DFND	1	300,000	0	0
KOHL'S CORP	COM	500255104	1,036	20,000	SH	DFND		20,000	0	0
LTX-CREDENCE CORP	COM NEW	502403207	230	34,976	SH	DFND	1	34,976	0	0
LEUCADIA NATL CORP	COM	527288104	215	7,896	SH	DFND	1	7,896	0	0
LEUCADIA NATL CORP	COM	527288104	227	8,315	SH	DFND	2	8,315	0	0
LEUCADIA NATL CORP	COM	527288104	7	263	SH	DFND		263	0	0
LINCOLN NATL CORP IND	COM	534187109	2,100	50,000	SH	DFND	1	50,000	0	0
LINCOLN NATL CORP IND	COM	534187109	7,138	170,000	SH	DFND	2	170,000	0	0
LINN ENERGY LLC	UNIT LTD LIAB	536020100	2,375	91,631	SH	DFND		91,631	0	0
MFA FINL INC	COM	55272X102	186	25,000	SH	DFND	1	25,000	0	0
MFA FINL INC	COM	55272X102	186	25,000	SH	DFND		25,000	0	0
MYR GROUP INC DEL	COM	55405W104	9,346	384,615	SH	DFND	1	384,615	0	0
MAGELLAN HEALTH SVCS INC	COM NEW	559079207	234	3,907	SH	DFND	1	3,907	0	0
MANAGED HIGH YIELD PLUS FD I	COM	561911108	20	10,000	SH	DFND	1	10,000	0	0
MARATHON OIL CORP	COM	565849106	6,906	198,000	SH	DFND	2	198,000	0	0

MEADOWBROOK INS GROUP INC	COM	58319P108	175	26,855	SH	DFND	1	26,855	0	0
MEDTRONIC INC	COM	585055106	5,325	100,000	SH	DFND	1	100,000	0	0
MERCK & CO INC NEW	COM	58933Y105	11,950	251,000	SH	DFND	1	251,000	0	0
MERCK & CO INC NEW	COM	58933Y105	952	20,000	SH	DFND		20,000	0	0
METLIFE INC	COM	59156R108	8,568	182,500	SH	DFND	1	182,500	0	0
METLIFE INC	COM	59156R108	13,977	297,700	SH	DFND	2	297,700	0	0
MICROSOFT CORP	COM	594918104	22,181	666,500	SH	DFND	1	666,500	0	0
MICROSEMI CORP	COM	595137100	252	10,411	SH	DFND	1	10,411	0	0
MONDELEZ INTL INC	CL A	609207105	7,015	223,250	SH	DFND	1	223,250	0	0
NATIONAL BK HLDGS CORP	CL A	633707104	2,054	100,000	SH	DFND	1	100,000	0	0
NATIONAL BK HLDGS CORP	CL A	633707104	3,081	150,000	SH	DFND	2	150,000	0	0
NATIONAL INTERSTATE CORP	COM	63654U100	283,662	10,200,000	SH	DFND	1	10,200,000	0	0
NEW YORK CMNTY BANCORP INC	COM	649445103	5,289	350,000	SH	DFND	1	350,000	0	0
OMNICOM GROUP INC	COM	681919106	3,616	57,000	SH	DFND	1	57,000	0	0
OMNICOM GROUP INC	COM	681919106	825	13,000	SH	DFND		13,000	0	0
OMNICELL INC	COM	68213N109	221	9,329	SH	DFND	1	9,329	0	0
OMEROS CORP	COM	682143102	995	102,040	SH	DFND	1	102,040	0	0
OMEROS CORP	COM	682143102	1,492	153,061	SH	DFND	2	153,061	0	0
ORBITAL SCIENCES CORP	COM	685564106	262	12,378	SH	DFND	1	12,378	0	0
ORGANOVO HLDGS INC	COM	68620A104	2,403	416,500	SH	DFND	1	416,500	0	0
ORGANOVO HLDGS INC	COM	68620A104	4,847	840,000	SH	DFND	2	840,000	0	0
PNC FINL SVCS GROUP INC	COM	693475105	3,604	49,750	SH	DFND	1	49,750	0	0
PNC FINL SVCS GROUP INC	COM	693475105	4,365	60,250	SH	DFND		60,250	0	0
PEABODY ENERGY CORP	COM	704549104	6,210	360,000	SH	DFND	1	360,000	0	0
PEABODY ENERGY CORP	COM	704549104	4,659	270,000	SH	DFND		270,000	0	0
PEOPLES UNITED FINANCIAL INC	COM	712704105	9,059	630,000	SH	DFND	1	630,000	0	0
PEPSICO INC	COM	713448108	17,096	215,050	SH	DFND	1	215,050	0	0
PETROQUEST ENERGY INC	COM	716748108	240	59,938	SH	DFND	1	59,938	0	0
PHARMACYCLICS INC	COM	716933106	2,765	20,000	SH	DFND	2	20,000	0	0
PFIZER INC	COM	717081103	12,007	418,000	SH	DFND	1	418,000	0	0
PFIZER INC	COM	717081103	575	20,000	SH	DFND		20,000	0	0
PHILIP MORRIS INTL INC	COM	718172109	563	6,500	SH	DFND	1	6,500	0	0
POWERSHARES ETF TRUST	DYNAMIC MKT PT	73935X104	1,600	26,391	SH	DFND	1	26,391	0	0
POWERSHARES ETF TRUST	HI YLD EQ DVDN	73935X302	331	29,947	SH	DFND	1	29,947	0	0
PROCTER & GAMBLE CO	COM	742718109	6,001	79,391	SH	DFND	1	79,391	0	0
PRUDENTIAL FINL INC	COM	744320102	6,590	84,500	SH	DFND	1	84,500	0	0
PRUDENTIAL FINL INC	COM	744320102	13,997	179,500	SH	DFND	2	179,500	0	0
PRUDENTIAL FINL	COM	744320102	1,638	21,000	SH	DFND		21,000	0	0

INC										
RAMCO-GERSHENSON PPTYS TR	COM SH BEN INT	751452202	267	17,345	SH	DFND	1	17,345	0	0
RAYTHEON CO	COM NEW	755111507	5,819	75,500	SH	DFND	1	75,500	0	0
REVENUESHARES ETF TR	SMALL CAP FD	761396308	217	4,443	SH	DFND	1	4,443	0	0
REVOLUTION LIGHTING TECHNOLO	COM	76155G107	5,449	2,136,752	SH	DFND	1	2,136,752	0	0
REVOLUTION LIGHTING TECHNOLO	COM	76155G107	5,449	2,136,752	SH	DFND	2	2,136,752	0	0
REXFORD INDL RLTY INC	COM	76169C100	608	45,000	SH	DFND	1	45,000	0	0
REXFORD INDL RLTY INC	COM	76169C100	1,419	105,000	SH	DFND	2	105,000	0	0
RUDOLPH TECHNOLOGIES INC	COM	781270103	205	17,986	SH	DFND	1	17,986	0	0
SOUTHWEST AIRLS CO	COM	844741108	2,111	145,000	SH	DFND	2	145,000	0	0
STAPLES INC	COM	855030102	3,663	250,000	SH	DFND	1	250,000	0	0
STARWOOD PPTY TR INC	COM	85571B105	360	15,000	SH	DFND	1	15,000	0	0
STARWOOD PPTY TR INC	COM	85571B105	360	15,000	SH	DFND		15,000	0	0
STEWART INFORMATION SVCS COR	COM	860372101	262	8,187	SH	DFND	1	8,187	0	0
STONERIDGE INC	COM	86183P102	178	16,507	SH	DFND	1	16,507	0	0
SYKES ENTERPRISES INC	COM	871237103	186	10,392	SH	DFND	1	10,392	0	0
SYNAPTICS INC	COM	87157D109	203	4,592	SH	DFND	1	4,592	0	0
SYSCO CORP	COM	871829107	605	19,000	SH	DFND	1	19,000	0	0
TARGET CORP	COM	87612E106	8,957	140,000	SH	DFND	1	140,000	0	0
TECK RESOURCES LTD	CL B	878742204	1,989	74,100	SH	DFND	1	74,100	0	0
TECK RESOURCES LTD	CL B	878742204	1,074	40,000	SH	DFND		40,000	0	0
THOMSON REUTERS CORP	COM	884903105	630	18,000	SH	DFND	1	18,000	0	0
TORTOISE ENERGY CAP CORP	COM	89147U100	815	25,800	SH	DFND	1	25,800	0	0
TORTOISE ENERGY CAP CORP	COM	89147U100	2,712	85,900	SH	DFND	2	85,900	0	0
TWO HBRS INVT CORP	COM	90187B101	2,816	290,000	SH	DFND	1	290,000	0	0
TWO HBRS INVT CORP	COM	90187B101	8,583	884,000	SH	DFND	2	884,000	0	0
TWO HBRS INVT CORP	COM	90187B101	4,380	451,000	SH	DFND		451,000	0	0
URS CORP NEW	COM	903236107	268	4,994	SH	DFND	1	4,994	0	0
UNITED CONTL HLDGS INC	COM	910047109	3,061	99,687	SH	DFND	1	99,687	0	0
UNITED CONTL HLDGS INC	COM	910047109	3,297	107,336	SH	DFND	2	107,336	0	0
UNITED CONTL HLDGS INC	COM	910047109	706	23,001	SH	DFND		23,001	0	0
VANGUARD INDEX FDS	REIT ETF	922908553	310	4,694	SH	DFND	1	4,694	0	0
VERISK ANALYTICS INC	CL A	92345Y106	12,095	186,191	SH	DFND	1	186,191	0	0
VIACOM INC NEW	CL B	92553P201	5,850	70,000	SH	DFND		70,000	0	0
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	12,858	365,500	SH	DFND	2	365,500	0	0

VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	3,325	94,500	SH	DFND		94,500	0	0
VOLTARI CORP	COM NEW	92870X309	30	5,652	SH	DFND	1	5,652	0	0
VOLTARI CORP	COM NEW	92870X309	45	8,478	SH	DFND	2	8,478	0	0
WABASH NATL CORP	COM	929566107	263	22,547	SH	DFND	1	22,547	0	0
WAL-MART STORES INC	COM	931142103	8,875	120,000	SH	DFND	1	120,000	0	0
WASTE MGMT INC DEL	COM	94106L109	18,966	459,900	SH	DFND	1	459,900	0	0
WELLS FARGO & CO NEW	COM	949746101	11,239	272,000	SH	DFND	1	272,000	0	0
WISCONSIN ENERGY CORP	COM	976657106	646	16,000	SH	DFND	1	16,000	0	0