## SEC Form 5

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## FORM 5

| Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>obligations may continue. See<br>Instruction 1(b). |
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Form 3 Holdings Reported.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

| OMB Number:              | 3235-0362 |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| Estimated average burden |           |  |  |  |  |  |  |  |  |
| hours per response:      | 1.0       |  |  |  |  |  |  |  |  |

| Form 4 Transactio  | ons Reported. | Filed          | pursuant to Section 16(a) of the Securities Exchange Act of 1934<br>or Section 30(h) of the Investment Company Act of 1940  |   |  |            |
|--|---------------|----------------|---|---|--|------------|
| 1. Name and Address of Reporting Person*         JOSEPH GREGORY G         (Last)       (First)         (Middle)         301 EAST FOURTH STREET |               |                | 2. Issuer Name and Ticker or Trading Symbol <u>AMERICAN FINANCIAL GROUP INC</u> [     AFG ]     3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)     12/31/2016 | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>X Director 10% Owner<br>Officer (give title Other (specify<br>below) below) |  |            |
| (Street)<br>CINCINNATI<br>(City)   | OH<br>(State) | 45202<br>(Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)  | 6. Indivi<br>Line)<br>X   | idual or Joint/Group Filing (<br>Form filed by One Report<br>Form filed by More than C<br>Person | ing Person |

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

| ······································ |  |   |                                   |  |               |        |   |                                      |   |  |
|--|--|---|-----------------------------------|--|---------------|--------|---|--------------------------------------|---|--|
| 1. Title of Security (Instr. 3)        | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr. | 4. Securities Acquired (A) or Disposed<br>Of (D) (Instr. 3, 4 and 5) |               |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end of | 6.<br>Ownership<br>Form: Direct      | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |  |
|  |  | (Month/Day/Year)  | 8)                                | Amount   | (A) or<br>(D) | Price  | Issuer's Fiscal<br>Year (Instr. 3 and<br>4)                   | (D) or<br>Indirect (I)<br>(Instr. 4) | (Instr. 4)  |  |
| Common Stock                           | 12/30/2016                                 |   | G                                 | 300  | D             | \$0.00 | 33,171  | D                                    |   |  |
| Common Stock                           |  |   |                                   |  |               |        | 53,428  | I                                    | #1 <sup>(1)</sup>                                   |  |
| Common Stock                           |  |   |                                   |  |               |        | 3,000   | I                                    | #2 <sup>(2)</sup>                                   |  |
| Common Stock                           |  |   |                                   |  |               |        | 7,500   | I                                    | #3 <sup>(3)</sup>                                   |  |
| Common Stock                           |  |   |                                   |  |               |        | 2,500   | I                                    | #4 <sup>(4)</sup>                                   |  |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code (Instr.<br>8) | of<br>Deriv<br>Secur<br>Acqui<br>(A) or<br>Dispo<br>of (D) | posed<br>(D)<br>str. 3, 4 |                     | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s<br>(Instr. 4) |  | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|---|--|---|---|--|---------------------------|---------------------|---|-------|--|--|---|--|--|
|   |   |  |   |   | (A)  | (D)                       | Date<br>Exercisable | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares   |  |   |  |  |

Explanation of Responses:

1. Indirect #1: Held by a company in which the Reporting Person is a minority shareholder and for which he serves as an executive officer.

2. Indirect #2: Held by a family partnership in which the Reporting Person holds a 25% interest.

3. Indirect #3: Held by a company in which the Reporting Person is a minority shareholder and for which he serves as an executive officer.

4. Indirect #4: Held by a company in which the Reporting Person is a minority shareholder and for which he serves as a director.

**Remarks:** 

Gregory G. Joseph By: Karl J.

Grafe as Attorney-in-Fact

02/13/2017

\*\* Signature of Reporting Person Date

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.