

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
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>LINDNER CARL H</u> (Last) (First) (Middle) <u>ONE EAST FOURTH STREET</u> (Street) <u>CINCINNATI OH 45202</u> (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) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Chairman of the Board</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/21/2008</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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	08/21/2008		P		2,885	A	\$27.5	5,894,186	I	#1 ⁽¹⁾
Common Stock	08/21/2008		P		6,880	A	\$27.51	5,901,066	I	#1 ⁽¹⁾
Common Stock	08/21/2008		P		2,700	A	\$27.52	5,903,766	I	#1 ⁽¹⁾
Common Stock	08/21/2008		P		500	A	\$27.53	5,904,266	I	#1 ⁽¹⁾
Common Stock	08/21/2008		P		1,000	A	\$27.55	5,905,266	I	#1 ⁽¹⁾
Common Stock	08/21/2008		P		1,891	A	\$27.56	5,907,157	I	#1 ⁽¹⁾
Common Stock	08/21/2008		P		2,700	A	\$27.57	5,909,857	I	#1 ⁽¹⁾
Common Stock	08/21/2008		P		200	A	\$27.575	5,910,057	I	#1 ⁽¹⁾
Common Stock	08/21/2008		P		7,300	A	\$27.58	5,917,357	I	#1 ⁽¹⁾
Common Stock	08/21/2008		P		5,400	A	\$27.59	5,922,757	I	#1 ⁽¹⁾
Common Stock	08/21/2008		P		18,544	A	\$27.6	5,941,301	I	#1 ⁽¹⁾
Common Stock								13,978	I	#2 ⁽²⁾
Common Stock								147,952	I	#3 ⁽³⁾
Common Stock								4,294	I	#4 ⁽⁴⁾
Common Stock								5,000,000	I	#6 ⁽⁵⁾

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					

Explanation of Responses:

- Indirect #1: By Carl H. Lindner Jr., et al. TTEE for the CHL Amended and Restated Family Trust dated 12/12/83.
- Indirect #2: By Edyth B. Lindner, Spouse.
- Indirect #3: EBL TTEE of the Edyth B. Lindner Family Trust Dated 4/13/04.
- Indirect #4: By Carl H. Lindner, Jr., et al., Trustee of the CHL Amended and Restated Family Trust dated 1/22/82.
- Indirect #6: EBL 2008-1 Qualified Annuity Trust dtd 7/21/08.

Remarks:

Carl H. Lindner By: Karl J. Grafe as Attorney-in-Fact

08/22/2008

** Signature of Reporting Person

Date

* 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.