

FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utilities Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response 0.5

(Print or Type Responses)

Last Report Filed: August 2002

1. Name and Address of Reporting Person Lindner Carl H. (Last) (First) (Middle)			2. Issuer Name and Ticker or Trading Symbol AMERICAN FINANCIAL GROUP, INC. (AFG)				6. Relationship of Reporting Person to Issuer (Check all applicable)		
One East Fourth Street (Street)			3. IRS Identification, Number of Reporting Person, if an entity (Voluntary)				4. Statement for Month/Day/Year December, 2002		
Cincinnati, Ohio 45202 (City) (State) (Zip)			5. If Amendment, Date of Original (Month/Day/Year)				Chairman of the Board & Chief Executive Officer		
							7. 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 <input 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	2A. Deemed Execution Date, if any	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								-0-	D	
Common Stock	10/25/02		J(b)	V	18,911.1353	A	\$22.7520		I	#1
Common Stock	11/8/02		G	V	10	D	N/A		I	#1
Common Stock	11/13/02		G	V	25	D	N/A	3,461,005.2319	I	#1
Common Stock	10/25/02		J(b)	V	12,418.7975	A	\$22.7520	3,820,528.6629(a)	I	#2
Common Stock								-0-	I	#5
Common Stock	10/25/02		J(b)	V	15,863.6603	A	\$22.7520	2,903,303.6603(a)	I	#6
Common Stock	12/26/02		G	V	831,117	D	N/A	-0-(a)	I	#7
Common Stock								537,779	I	#8

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)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date	3A. Deemed Execution Date, if any	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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of	10. Ownership Form of Derivative Security (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	V	(A)	(D)	Exercisable	Expiration					
	Security	(Month/Day/Year)	(Month/Day/Year)						Date	Expiration	Title	Number of Shares	Month (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	Ship (Instr. 4)

Explanation of Responses:

(a) On 10/2/02, Indirect #6 transferred 112,560 shares of Common Stock to Indirect #2 and Indirect #7 transferred 304,677 shares of Common Stock to Indirect #2. On 12/26/02, Indirect #7 transferred 276,585 shares of Common Stock to Indirect #2.
(b) Purchased through the Company's DRIP Plan.

Indirect #1 By Carl H. Lindner Jr., et al, Trustees for the Carl H. Lindner Amended and Restated Family Trust dated 12-23-83.
Indirect #2 By Edyth B. Lindner, Spouse.
Indirect #5 By Joseph A. Pedeto, Trustee of the Edyth B. Lindner 1996-1 Qualified Annuity Trust U/A dated 11/6/96.
Indirect #6 By Lou Ann Flint, Trustee of the Edyth B. Lindner 2002-2 Qualified Annuity Trust U/A dated 8/19/02.

Indirect #7 By Joseph A. Pedeto, Trustee of the Edyth B. Lindner 1999-1 Qualified Annuity Trust U/A dated 12/22/99.
Indirect #8 Indiana Premier Fund, LLC, a limited liability company directly or indirectly wholly-owned by the Reporting Person.

**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 provided is insufficient, see Instruction 6 for procedure.

Karl J. Grafe January 10, 2003
** Signature of Reporting Person Date
Carl H. Lindner
By: Karl J. Grafe, as attorney-in-fact Page 2
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