FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

| | | JAMES E | | | | | 2. Issuer Name and Ticker or Trading Symbol AMERICAN FINANCIAL GROUP INC [AFG] | | | | | | | | all applic | able) r | g Pers | on(s) to Iss 10% Ov Other (s | vner | |
|---|---|---|--------|--|--|---|--|--|---------------|-------------------------------|--------------------------|---|---|---|---|--|---|--|--|--|
| (Last) 301 EAS | (Last) (First) (Middle) 301 EAST FOURTH STREET | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/30/2016 | | | | | | | | | Officer (give title below) | | below) | | респу | |
| Street) CINCINNATI OH 45202 (City) (State) (Zip) | | | | _ | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Line) X | Form filed by More than One Reporting Person | | | | | | |
| 1. Title of Security (Instr. 3) | | | | 2. Transaction Date (Month/Day/Y | | n 2A. D Exec | | Deemed cution Date, | | ection Instr. | 4. Securities | Acquired | f, or Beneficia Acquired (A) or (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Price | | Reported Transaction(s) (Instr. 3 and 4) | | | | (Instr. 4) | |
| Common Stock 08/30/20 | | | | | 2016 | .6 | | M | | 15,000 | A | \$27 | '.2 | 148 | 8,001 | | D | | | |
| Common | Stock | | | 08/30/2 | 2016 | s 15,000 D \$75.1632 ⁽¹⁾ 133,001 D | | | | | | D | | | | | | | | |
| Common | Stock | | | | | | | | | | | | | | 11,37 | 1.669(2) | I ESPP | | | |
| | | | Table | | | | | | | | sposed of, , converti | | | | wned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year | if any | emed ion Date, /Day/Year) | | 4. Transaction Code (Instr. | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | te Exer ation D th/Day/ | | 7. Title and Amou of Securities Underlying Derivative Securi (Instr. 3 and 4) | | D | Price of erivative ecurity nstr. 5) | 9. Number derivatives Securities Beneficial Owned Following Reported Transactio (Instr. 4) | Owi Fori Ully Dire or II (I) (I | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exerc | isable | Expiration Date | Title | Amou or Numb of Share | per | | | | | | |
| Stock Option | \$27.2 | 08/30/2016 | | | M | | | 15,000 | (| 3) | 12/31/2017 | Commo | n 15,0 | 00 | \$0.00 | 12,500 | | D | | |

Explanation of Responses:

- 1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$75.00 to \$75.65, inclusive. The reporting person undertakes to provide to American Financial Group, Inc., ("AFG"), any security holder of AFG, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) to this Form 4.
- 2. Shares allocated to the Reporting Person's account under the Issuer's Employee Stock Purchase Plan. All ESPP information reporting herein is based on a plan statement dated as of 12/31/2015.
- 3. These Employee Stock Options become exercisable in five equal installments beginning on the first anniversary of the grant date.

Remarks:

James E. Evans By: Karl J. Grafe, as Attorney-in-Fact

09/01/2016

** 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.