FORM 4

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

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

OMB APPROVAL

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

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

| 1. Name and Address of Reporting Person 2. Issuer Name and Ticker or Trading Symbol 6. Relationship of Reporting Person to Issuer (Check all applicable) AMERICAN FINANCIAL GROUP, INC. Marsh Supermaarkets Inc. (MARSA) 6. Relationship of Reporting Person to Issuer (Check all applicable) (Last) (First) (Middle) 3. IRS Identification, Number of Reporting Person to Issuer | (Print or Type Responses) | | | | | | | | | | Last Report Filed: October 1996 | | | | |
|---|---|---------------|-----------------|--------------------|---------|------------------------|-----------|-----------------------|---|--------------|---------------------------------|--|--|--|--|
| AMERICAN FINANCIAL GROUP, INC. Marsh Supermaarkets Inc. (MARSA) Director | 1. Name and Address of Reporting Person | 2. Issuer Nar | ne and Ticker o | or Trading Sy | mbol | | | | | | | | | | |
| Number of Reporting Person, if an entity (Voluntary) Number of Reporting Person, if an entity (Voluntary) Other (specify it below) One East Fourth Street 31-1422526 S. If Amendment, Date of Original (Month/Day/Year) | AMERICAN FINANCIAL GROUP, INC. | Marsh S | upermaarl | kets Inc. (1 | MARSA | (Check all applicable) | | | | | | | | | |
| One East Fourth Street Person, if an entity (Voluntary) Month/Lay Year January 9, 10, 2003 Officer (give title below) Other (specify below) (Street) 31-1422526 5. If Amendment, Date of Original (Month/Say Year) 5. If Amendment, Date of Original (Month/Say Year) - | (Last) (First) (Middle) | | | | | 4. Statement for | | | Director | <u>X</u> 10% | Owner | | | | |
| One East Fourth Street January 9, 10, 2003 title below) below) (Street) \$31-1422526 \$. If Amendment, Date of Original (Month/Day/Year) 7. Individual or Joint/Group Filing (Check Applicable Line) - Form filed by One Reporting Person - X Form filed by One Reporting Person - X Form filed by More than One Report Person - X Form filed by More than Original - M Form filed by | | | | ary) | | Month/Day/Yea | r | | Officer (give | Other | | | | | |
| Cincinnati, Ohio 45202 Difference of the constraint of t | One East Fourth Street | | | | | January 9, 1 | 0, 2003 | | | | | | | | |
| Cincinnati, Ohio 45202 7. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Version and Description Person (City) (State) Table 1 - Non-Derivative Securities Acquired, Disposed of or Beneficially Owneet 1. Title of Security (Instr. 3) 2. Trans- ection Date 3. Trans- action Code 3. Trans- action Code 4. Securities Acquired (A) or Disposed of (D) (Instr. 3.4 and 5) 5. Amount of S. Amount of Beneficially Owneet 6. More- ship 7. Nature of In- Direct Month/ Day/ Year) Month/ Day/ Year) 0. Month/ Day/ Year) 0. Code V Amount (A) or (D) Price Following Reported Instr. 3 and 4) 100 or (Instr. 4) Class A Common Stock Image: Class B Common Stock Imag | (Street) | | 31-142 | 2526 | | | | | | | | | | | |
| Cincinnati, Ohio 45202 Low field by One Reporting Person X form filed by More than One Reporting Person (City) (State) (Zip) Tans- action Date 3. Trans- action Date, if any 3. Trans- action Date, if any 3. Trans- action Date, if any 4. Securities Acquired, Disposed of D (Instr. 3) To Securities (Instr. 3) 5. Amount of Securities (Instr. 3) 6. Owner- Securities Ship 6. Owner- ship 7. Nature of In- Direct Month/ Day/ Year) Month/ Pay/ Year) Code N V Amount (A) or (D) Price Following Reported (Instr. 3) and 4) Ficial (Instr. 4) Class A Common Stock I I I 4. I #1 Class B Common Stock I I I I #1 Class B Common Stock I I I I #2 Class B Common Stock I I I I #3 | | | | | | | r) | | 7. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| C(ity)(State)(Zip)Table I - Non-Derivative Securities Acquired, Disposed of or Beneficially Owned1. Title of Security (Instr. 3)2. Trans- action Date, if any3. Trans- action Date, if any3. Trans- action Code (Instr. 8)4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)5. Amount of Securities Beneficially Owned6. Owner- ship6. Owner- of In- Direct(Month/ Day/ Year)(Month/ Day/ Year)Code CodeVAmount(A) or (D)Following Price(D) or Indirect (Instr. 3)(D) or More- Securities Direct(D) or OwnedFicial Owner- Owner- Owner- (I) (Instr. 4)(D) or More- Securities Direct(D) or More- Securities DirectFollowing Reported (I) (Instr. 4)(D) or More- Securities Direct(D) or More- Securities Se | Cincinnati, Ohio 45202 | | | | | | | | Form filed by One Reporting Person X Form filed by More than One Reporting PersonForm filed by One Reporting Person | | | | | | |
| I. Title of Security (Instr. 3) 2. Trans- action Date 2. A. Deemed Execution artion Date, if any 3. Trans- action Date, if any 3. Trans- action Date, if any 4. Securities Acquired (A) or Disposed of (D) (Instr. 3,4 and 5) 5. Amount of Securities Beneficially Owned 6. Owner- ship Form: Direct 7. Nature of In- Direct (Month/ Day/ Year) (Month/ Day/ Year) Code V Amount (A) or (D) Price Following Reported Transcions (Instr. 3) (D) or Indirect Ficial Owner- Ship Class A Common Stock Image: Class B Common Stock | | | | | | | | | | | | | | | |
| clinstr. 3)action DateDeemed bace ution Date, if anyaction Code (Instr. 8)or Disposed of (D) (Instr. 3,4 and 5)Securities Beneficially Ownedship Brier Bene-of In- Direct Bene-(Month/ Day/ Year)(Month/ Day/ Year)CodeVAmount(A) or (D)PriceFollowing Reported Transactions (Instr. 4)(D) or Indirect Owner- Ship (Instr. 4)Ficial Owner- Ship (Instr. 4)Class A Common StockIII#1Class B Common StockIIIIIIClass B Common StockIIIII#1Class B Common StockIIIII#1Class B Common StockIIIII#1Class B Common StockIIIII#1Image: Class B Common StockIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIII | | 2 Trans | 24 | 3 Trans | Table I | | | uired, Disposed of or | | | | | | | |
| Date, if anyInst. 8)Inst. 8)OwnedDirectBene-(Month/ Day/ Year)(Month/ Day/ Year)CodeVAmount(A) or (D)PriceFollowing Reported Transactions (Instr. 3 and 4)(D) or (D) or (Instr. 4)Ficial Owner- ship (Instr. 4)Class A Common StockIIII#1Class B Common StockIIII#1Class B Common StockIIII#1Class B Common StockIIII#1Image: Class B Common StockImage: Class B Common Sto | | | | | | or Disposed of (D) | liteu (A) | | Securities | | | | | | |
| anyanyIIIIIIImage: Section of the section of | | | | (Instr. 3,4 and 5) | | | | | | | | | | | |
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| Year)Year)CodeVAmount(D)PriceTransactions (Instr. 3 and 4)(b) (Instr. 4)ship (Instr. 4)Class A Common StockIIII#1Class B Common StockIIIIII#1Class B Common StockIIIIIII#1Class B Common StockIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIII | | | | 1 | | | | | | | | | | | |
| Image: Class A Common Stock Image: Class B Common Stock <t< td=""><td></td><td></td><td></td><td>Code</td><td>v</td><td>Amount</td><td></td><td>Price</td><td></td><td></td><td></td></t<> | | | | Code | v | Amount | | Price | | | | | | | |
| Class B Common Stock Image: Class B Common Stock <thimage: b="" class="" common="" stock<="" th=""> Image:</thimage:> | | | ,, | | | | (-) | | | | (Instr. 4) | | | | |
| Class B Common Stock 19/03 S 7,500 D \$11.750 I #3 | Class A Common Stock | | | | | | | | 729,844 | I | #1 | | | | |
| Class B Common Stock 1/9/03 S 7,500 D \$11.750 I #3 | Class B Common Stock | | | | | | | | 189,543 | I | #1 | | | | |
| | Class B Common Stock | | | | | | | | 210,000 | I | #2 | | | | |
| Class B Common Stock 1/10/03 S 7,500 D \$11.710 308,801 I #3 | Class B Common Stock | 1/9/03 | | s | | 7,500 | D | \$11.750 | | I | #3 | | | | |
| | Class B Common Stock | 1/10/03 | | s | | 7,500 | D | \$11.710 | 308,801 | I | #3 | | | | |
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| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly . Over | | | | | | | | | | | | | | | |

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)

| SEC | 1474 | (9-02) |
|------|------|--------|
| OLC. | 14/4 | (3-02) |

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| FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | |
|---|---------|--------------------------|--|-----------|--|-----|---|-------------|--|-------|---------------------------------------|---|-------------------------------------|---|--------------------|
| 1. Title of Derivative Security (Instr. 3) | sion or | action Date | 3A Deemed Execution Date, if any | tion Code | 5. Number of Deriv- ative Securities Ac- quired (A) or Dis- posed 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) | | of Deriv- ative ecuri- ty | 9. Number of Deriv- ative Secur- ities Bene- | Form of De- rivative Secur | of In- direct Bene- ficial Owner- | |
| | | (Month/ Day/ Year) | (Month/ Day/ Year) | | | | | Date | Expiration | | Amount or | (Instr. 5) | icially Owned at End of | Ity Direct (D) or Indi- | Ship (Instr. 4) |
| | | | | Code | V | (A) | (D) | Exercisable | Date | Title | Number of Shares | | Month (Instr. 4) | rect (I) (Instr. 4) | |
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Explanation of Responses:

Note a: The Other Reporting Persons (each of whose address is the same as that listed in Item 1) are: Carl H. Lindner, Carl H. Lindner III, S. Craig Lindner and Keith E. Lindner. Each of the other Reporting Persons are officers, directors and significant shareholders of American Financial Group, Inc. ("AFG:). These other Reporting Persons may be deemed to beneficially own the equity securities of Marsh Supermarkets, Inc. held by AFG.

Indirect #1 These shares are held by Great American Insurance Company, Inc. ("GAI"). The Reporting Person beneficially owns 100% of GAI. Indirect #2 Infinity Insurance Company, 100% owned by American Premier Underwriters, Inc. ("APU") The Reporting Person beneficially owns 100% of APU. Indirect #3 Windsor Insurance Company, 100% owned by American Premier Underwriters, Inc. ("APU") The Reporting Person beneficially owns 100% of APU.

AMERICAN FINANCIAL GROUP, INC. Carl H. Lindner

Carl H. Lindner III S. Craig Lindner Keith E. Lindner

**Intentional misstatements or omissions of facts constitute Federal Criminal violations

By: Karl J. Grafe

<u>January 13, 2003</u>

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). ** Signature of Reporting Person Date Karl J. Grafe, as Assistant Secretary Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Model and as Attorney-in-fact for each of the others _____ Date Page 2 SEC 1474 (3/91