

LINDNER CARL H  
Form 5  
February 05, 2008

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

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Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

1. Name and Address of Reporting Person \*  
LINDNER CARL H

2. Issuer Name and Ticker or Trading Symbol  
AMERICAN FINANCIAL GROUP INC [AFG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman of the Board

ONE EAST FOURTH STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

CINCINNATI, OH 45202

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	09/12/2007	Â	G	900	D	\$ 0	9,159,395	I	#1 <sup>(1)</sup>
Common Stock	10/25/2007	Â	P	33,414.83 <sup>(2)</sup>	A	\$ 27.28	9,192,809	I	#1 <sup>(1)</sup>
Common Stock	10/30/2007	Â	G	36,633	D	\$ 0	9,156,176	I	#1 <sup>(1)</sup>
Common Stock	11/02/2007	Â	G	15,411	D	\$ 0	9,140,765	I	#1 <sup>(1)</sup>

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Common Stock	11/08/2007	Â	G	6,560	D	\$ 0	9,134,205	I	#1 <sup>(1)</sup>
Common Stock	11/14/2007	Â	G	22,029	D	\$ 0	9,112,176	I	#1 <sup>(1)</sup>
Common Stock	12/07/2007	Â	G	16,033	D	\$ 0	9,096,143	I	#1 <sup>(1)</sup>
Common Stock	12/11/2007	Â	G	10,880	D	\$ 0	9,085,263	I	#1 <sup>(1)</sup>
Common Stock	10/25/2007	Â	P	9,637.04 <sup>(2)</sup>	A	\$ 27.28 <sup>(3)</sup>	2,533,462	I	#2 <sup>(4)</sup>
Common Stock	10/25/2007	Â	P	7,907.949 <sup>(2)</sup>	A	\$ 27.28	2,078,904	I	#3 <sup>(5)</sup>
Common Stock	10/25/2007	Â	P	16.107 <sup>(2)</sup>	A	\$ 27.28	4,234	I	#4 <sup>(6)</sup>
Common Stock	Â	Â	Â	Â	Â	Â	2,398,648 <sup>(3)</sup>	I	#8 <sup>(7)</sup>
Common Stock	Â	Â	Â	Â	Â	Â	75,457	I	#9

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Deferred Compensation	\$ 28.88	Â	Â	Â	Â Â	Â <sup>(8)</sup> Â <sup>(8)</sup>	Common Stock 19,956.7

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

