

Peraino Vito C  
Form 4  
February 07, 2018

# 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 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

### OMB APPROVAL

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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Peraino Vito C

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)

301 EAST FOURTH STREET

(Street)

CINCINNATI, OH 45202

(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)

02/05/2018

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

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Senior VP & General Counsel

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ 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)
Common Stock	02/05/2018		M	12,000 A \$ 38.11	80,198.34	D	
Common Stock	02/05/2018		M	3,000 A \$ 37.6	83,198.34	D	
Common Stock	02/05/2018		M	16,000 A \$ 44.01	99,198.34	D	
Common Stock	02/05/2018		M	12,000 A \$ 56.44	111,198.34	D	
Common Stock	02/05/2018		M	8,000 A \$ 63.15	119,198.34	D	

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Common Stock	02/05/2018	S	51,000	D	\$ 113.8579 (1)	68,198.34	D
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Common Stock						19,558	I	Held by Spouse
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(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)		8. Amount or Number of Shares	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option Exercise	\$ 38.11	02/05/2018		M		12,000		<u>(2)</u>	02/23/2022	Common Stock	12,000
Stock Option Exercise	\$ 37.6	02/05/2018		M		3,000		<u>(2)</u>	03/12/2022	Common Stock	3,000
Stock Option Exercise	\$ 44.01	02/05/2018		M		16,000		<u>(2)</u>	02/21/2023	Common Stock	16,000
Stock Option Exercise	\$ 56.44	02/05/2018		M		12,000		<u>(2)</u>	02/24/2024	Common Stock	12,000
Stock Option Exercise	\$ 63.15	02/05/2018		M		8,000		<u>(2)</u>	02/23/2025	Common Stock	8,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director      10% Owner      Officer      Other

Peraino Vito C  
301 EAST FOURTH STREET  
CINCINNATI, OH 45202

Senior VP  
& General  
Counsel

## Signatures

Vito C. Peraino By: Mark A. Weiss as  
Attorney-in-Fact

02/07/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$111.88 to \$115.27, 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) These Employee Stock Options become exercisable in five equal installments beginning on the first anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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