

LINDNER CARL H
Form 4
February 24, 2003

FORM 4		U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549		OMB APPROVAL	
<input type="checkbox"/> 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)					
1. Name and Address of Reporting Person		2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person to Issuer	
Lindner Carl H.		AMERICAN FINANCIAL GROUP, INC. (AFG)		(Check all applicable)	
(Last)	(First)	3. IRS Identification Number, if an entity (Voluntary)	4. Statement for Month/Day/Year	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
One East Fourth Street			February 21, 2003	<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
(Street)		5. If Amendment		<input type="checkbox"/> Chairman of the Board <input type="checkbox"/> & Chief Executive Officer	
Cincinnati, Ohio 45202		Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing	
(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of or Beneficially Owned		(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	

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1. Title of Security (Instr. 3)	2. Trans- action Date	2A. Deemed Execution Date, if any	3. Trans- action Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3,4 and 5)			5. Amount of Securities Beneficially Owned	6. Own- ership Form: Direct	7. Nature of In- Direct Bene-
	(Month/ Day/ Year)	(Month/ Day/ Year)	Code	V	Amount	(A) or (D)	Price	Following Reported Transaction (Instr. 3 and 4)	(D) or Indirect (Instr. 4)	Official Ownership (Instr. 4)
Common Stock								-0-	D	
Common Stock	2/21/03		P		35,000	A	\$18,373	7,222.77(b)	I	#1
Common Stock							4,073,443.79(a)	(b)I	I	#2
Common Stock								-0-	I	#5
Common Stock							2,682,361.56(a)	(b)I	I	#6
Common Stock								-0-	I	#7
Common Stock								537,779	I	#8

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

Over

*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 B

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conver- sion orl Exercise Price of Deriv- ative	3. Trans- action Date	3A Deemed Execution Date, if any	4. Transac- tion Code (Instr. 8)	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)		8. Price of Deriv- ative securi- ty	9. Numbe of Deriv- ative Secur- ities Bene-	
	Security	(Month/ Day/ Year)	(Month/ Day/ Year)			Date	Expiration		Amount or	(Instr. 5)	icially Owned at End of	
				Code	V	(A)	(D)	Exercisable	Date	Title	Number of Shares	Month (Instr. 4)

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Explanation of Responses:

- (a) On 1/6/03, Indirect #6 transferred 237,286 shares of Common Stock to Indirect #2.
- (b) Includes shares purchased under 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)
 ** Signature of Reporting Person

Karl J. Grafe
 _____ February 24, 2003

Date
 Carl H. Lindner
 By: Karl J. Grafe, as attorney-in-fact
 2

Note: File three copies of this Form, one of which must be manually signed

If space provided is insufficient, *see* Instruction 6 for procedure

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