

MARTIN WILLIAM R  
Form 4  
April 01, 2003

<b>FORM 4</b> <input type="checkbox"/> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations continue. See Instruction 1 (b)	U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549	<b>OMB APPROVAL</b> OMB Number : 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5
	<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b> 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	

(Print or Type Responses)

<b>1. Name and Address of Reporting Person</b> Martin William R. (Last) (First)		<b>2. Issuer Name and Ticker or Trading Symbol</b> AMERICAN FINANCIAL GROUP, INC. (AFG)		<b>6. Relationship of Reporting Person to Issuer (Check all applicable)</b> <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)				
245 46 <sup>th</sup> Avenue (Street)		<b>3. IRS Identification Number, Number of Reporting Person, if an entity (Voluntary)</b>		<b>4. Statement for Month/Day/Year</b> April 1, 2003		<b>5. If Amendment</b> Date of Original (Month/Day/Year)		
St. Petersburg, FL 33706 (City) (State)		Table I - Non-Derivative Securities Acquired, Disposed of or Beneficially Owned		<b>7. Individual or Joint/Group Filing</b> (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				
<b>1. Title of Security (Instr. 3)</b>		<b>2. Transaction Date</b>	<b>2A. Deemed Execution Date, if any</b>	<b>3. Transaction Code (Instr. 8)</b>	<b>4. Securities Acquired (A) or Disposed of (D) (Instr. 3,4 and 5)</b>	<b>5. Amount Owned of Securities Beneficially Owned</b>	<b>6. Ownership Form: Direct</b>	<b>7. Nature of Interest: Direct</b>

Edgar Filing: MARTIN WILLIAM R - Form 4

	(Month/Day/Year)	(Month/Day/Year)	Code	V	Amount	(A) or (D)	Price	Following Reported Transactions (Instr. 3 and 4)	(D) or Indirect Ownership (Instr. 4)	Official Ownership (Instr. 4)
Common Stock	4/1/03		A		408	A	\$19.629	41,096	D	

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)

SEC 1474 (9-02)

<PAGE>

FORM 4 (continued)

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. Conversion or Exercise Price of Derivative Security	3. Transaction Date	3A Deemed Execution Date, if any	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. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)
	Security	(Month/Day/Year)	(Month/Day/Year)	Code	V	(A)	(D)	Exercisable Date	Expiration Date	Title	Amount or Number of Shares	(Instr. 5)

Explanation of Responses:

Edgar Filing: MARTIN WILLIAM R - Form 4

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal violations  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

Karl J. Grafe

April 1, 2003

\_\_\_\_\_  
\*\* Signature of Reporting Person

Date

William R. Martin

By: Karl J. Grafe, as attorney-in-fact

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

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

Page 2

SEC 1474 (9-02)