

AMERICAN FINANCIAL GROUP INC

Form DEFA14A

March 31, 2008

SCHEDULE 14A
(Rule 14a-101)
INFORMATION REQUIRED IN THE PROXY STATEMENT
SCHEDULE 14A INFORMATION
Proxy Statement Pursuant to Section 14(a)
of the Securities Exchange Act of 1934
(Amendment No. ____)

Filed by the Registrant ☐

Filed by a Party other than the Registrant ☐

Check the appropriate box:

- ☐ Preliminary Proxy Statement
- ☐ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- ☐ Definitive Proxy Statement
- ☐ Definitive Additional Materials
- ☐ Soliciting Material Under Rule 14a-12

AMERICAN FINANCIAL GROUP, INC.

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- ☐ No fee required.
- ☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total Fee Paid:
- ☐ Fee paid previously with preliminary materials.

- o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to be held on 5/15/08.

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

The following materials are available for view:

Notice and Proxy Statement / Form 10K / Annual Report

To view this material, have the 12-digit Control number available and visit: www.proxyvote.com

If you want to receive a paper or e-mail copy of the above listed documents you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery please make the request as instructed below on or before 4/25/08.

To request material: **Internet:** www.proxyvote.com **Telephone:** 1-800-579-1639 ****Email:** sendmaterial@proxyvote.com

****If requesting material by e-mail please send a blank e-mail with the 12-digit Control number (located on the following page) in the subject line. Requests, instructions and other inquiries will NOT be forwarded to your investment advisor.**

AMERICAN FINANCIAL GROUP, INC.
ONE EAST 4TH STREET
CINCINNATI, OH 45202

AMERICAN FINANCIAL GROUP, INC.

Vote In Person

Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the Meeting you will need to request a ballot to vote these shares.

Vote By Internet

To vote *now* by Internet, go to WWW.PROXYVOTE.COM. Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 p.m. EDT the day before the meeting date, or before the cutoff date for plan participants. Have your notice in hand when you access the web site and follow the instructions.

Vote By Telephone

To vote *now* by telephone, call **1-800-690-6903**. Use any touch-tone telephone to transmit your voting instructions up until 11:59 P.M. Eastern Time the day before the cut-off date or meeting date. Have your proxy card in hand when you call and follow the instructions.

R1AFU1

Meeting Location

The Annual Meeting for holders as of 3/18/08
is to be held on 5/15/08 at 11:30 a.m.

at: The Cincinnati Hotel
601 Vine Street
Cincinnati, Ohio 45202

Meeting Directions:

From the Cincinnati-Northern Kentucky International Airport & I-75 North (Lexington)

Take 275 East to 75/71 North.

Follow 75 North signs across the bridge over the Ohio River (stay in the second to left lane).

Take the Fifth Street exit just after you cross the bridge into Ohio.

Follow Fifth Street to Vine Street and turn left onto Vine Street.

Take the next left onto Sixth Street; the hotel is located on the corner of Sixth and Vine on the right hand side of Sixth Street.

From I-75 South (from Dayton)

Take the Fifth Street exit,

Follow Fifth Street to Vine Street and turn left onto Vine Street.

Take the next left onto Sixth Street; the hotel is located on the corner of Sixth and Vine on the right hand side of Sixth Street.

From I-71 South (from Columbus)

Take the Third Street exit (Through the tunnel)

Follow Third Street and turn right onto Vine Street.

Take Vine Street north and turn left onto Sixth Street, the hotel is located on the corner of Sixth and Vine on the right hand side of Sixth Street.

FROM I-74 (from Indianapolis)

Follow Cincinnati signs to I-75 South.

Take I-75 South to the Fifth Street exit.

Follow Fifth Street to Vine Street and turn left onto Vine Street.

Take the next left onto Sixth Street; the hotel is located on the corner of Sixth and Vine on the right hand side of Sixth Street.

R1AFU2

Voting items

**The Board of Directors recommends a vote FOR
the following Proposals:**

1. Proposal to Elect Directors

Nominees:

- | | |
|--------------------------|-----------------------|
| 01) Carl H. Lindner | 06) James E. Evans |
| 02) Carl H. Lindner III | 07) Terry S. Jacobs |
| 03) S. Craig Lindner | 08) Gregory G. Joseph |
| 04) Kenneth C. Ambrecht | 09) William W. Verity |
| 05) Theodore H. Emmerich | |

2. Proposal to ratify the Audit Committee's appointment of Ernst & Young LLP as the Company's Independent Public Accountants for 2008

The Board of Directors recommends a vote AGAINST the following Proposal:

3. Shareholder Proposal Regarding Certain Employment Policies

R1AFU3

R1AFU4