

WHITFIELD HARLEY A  
 Form 4  
 February 28, 2013

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 WHITFIELD HARLEY A

2. Issuer Name and Ticker or Trading Symbol  
 AMERICAN EQUITY INVESTMENT LIFE HOLDING CO [AEL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Last) (First) (Middle)

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

6000 WESTOWN PARKWAY

02/27/2013

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

WEST DES MOINES, IA 50266

(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 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)
			Code	V	Amount or Price		
Common Stock	02/27/2013		M		10,000 A \$ 5.85	32,000	D
Common Stock	02/27/2013		M		10,000 A \$ 10.85	42,000	D
Common Stock	02/27/2013		M		1,000 A \$ 10.77	43,000	D
Common Stock	02/27/2013		M		1,000 A \$ 11	44,000	D
Common Stock	02/27/2013		M		1,000 A \$ 9	45,000	D

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Common Stock	02/27/2013	S	300	D	\$ 13.53	44,700	D
Common Stock	02/27/2013	S	2,223	D	\$ 13.54	42,477	D
Common Stock	02/27/2013	S	200	D	\$ 13.545	42,277	D
Common Stock	02/27/2013	S	100	D	\$ 13.55	42,177	D
Common Stock	02/27/2013	S	600	D	\$ 13.56	41,577	D
Common Stock	02/27/2013	S	2,800	D	\$ 13.57	38,777	D
Common Stock	02/27/2013	S	1,700	D	\$ 13.58	37,077	D
Common Stock	02/27/2013	S	8,277	D	\$ 13.59	28,800	D
Common Stock	02/27/2013	S	1,800	D	\$ 13.6	27,000	D
Common Stock	02/27/2013	S	1,100	D	\$ 13.61	25,900	D
Common Stock	02/27/2013	S	900	D	\$ 13.62	25,000	D
Common Stock	02/27/2013	S	400	D	\$ 13.64	24,600	D
Common Stock	02/27/2013	S	100	D	\$ 13.65	24,500	D
Common Stock	02/27/2013	S	700	D	\$ 13.66	23,800	D
Common Stock	02/27/2013	S	900	D	\$ 13.67	22,900	D
Common Stock	02/27/2013	S	700	D	\$ 13.68	22,200	D
Common Stock	02/27/2013	S	200	D	\$ 13.69	22,000	D

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

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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)	Amount or Number of Shares
Options - Right to Buy	\$ 5.85	02/27/2013		M	10,000	06/04/2012 06/04/2019	Common Stock	10,000
Options - Right to Buy	\$ 10.85	02/27/2013		M	10,000	06/11/2011 06/11/2018	Common Stock	10,000
Options - Right to Buy	\$ 10.77	02/27/2013		M	1,000	06/30/2005 12/31/2014	Common Stock	1,000
Options - Right to Buy	\$ 11	02/27/2013		M	1,000	06/10/2004 06/10/2014	Common Stock	1,000
Options - Right to Buy	\$ 9	02/27/2013		M	1,000	12/04/2003 12/04/2013	Common Stock	1,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHITFIELD HARLEY A 6000 WESTOWN PARKWAY WEST DES MOINES, IA 50266		X		

## Signatures

Debra J. Richardson, by Power of Attorney 02/28/2013

\_\_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).

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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