# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### FORM 8-K

### CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 3, 2011

# AMERICAN EQUITY INVESTMENT LIFE HOLDING COMPANY

(Exact Name of Registrant as Specified in its Charter)

Iowa

001-31911

42-1447959

(State or Other Jurisdiction of Incorporation)

(Commission File Number)

(IRS Employer Indentification No.)

6000 Westown Parkway, West Des Moines, Iowa

50266

(Address of Principal Executive Offices)

(Zip Code)

(515) 221-0002

(Registrant's telephone number, including area code)

### **Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

### Item 2.02 Results of Operations and Financial Condition

On August 3, 2011, the registrant issued a press release announcing its financial results for the quarter ended June 30, 2011, a copy of which is attached as Exhibit 99.1 and is incorporated herein by reference. The registrant's financial supplement for the quarter ended June 30, 2011, is attached as Exhibit 99.2 and is incorporated herein by reference.

The information, including exhibits attached hereto, furnished under this Item 2.02 shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended, except as otherwise expressly stated in such filing.

### Item 9.01. Financial Statements and Exhibits

(d) Exhibits

The following exhibits are being furnished with this Form 8-K.

Exhibit Number	Description
99.1	Press release dated August 3, 2011, announcing American Equity Investment Life Holding Company's financial results for the quarter ended June 30, 2011.
99.2	American Equity Investment Life Holding Company's Financial Supplement for the quarter ended June 30, 2011.

### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 3, 2011

## AMERICAN EQUITY INVESTMENT LIFE HOLDING COMPANY

By: /s/ Wendy C. Waugaman

Wendy C. Waugaman President and

Chief Executive Officer

### EXHIBIT INDEX

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99.2	American Equity Investment Life Holding Company's Financial Supplement for the quarter ended June 30, 2011.



**FOR IMMEDIATE RELEASE** August 3, 2011

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**Debra J. Richardson, Chief Administrative Officer** (515) 273-3551, drichardson@american-equity.com

### **AMERICAN EQUITY REPORTS SECOND QUARTER 2011 RESULTS**

WEST DES MOINES, Iowa (August 3, 2011) – American Equity Investment Life Holding Company (NYSE: AEL), a leading underwriter of index and fixed rate annuities, today reported second quarter 2011 operating income<sup>1</sup> of \$29.0 million, or \$0.45 per diluted common share, compared to 2010 second quarter operating income of \$29.2 million, or \$0.48 per diluted common share.

### Performance highlights for the second quarter of 2011 include:

- Total invested assets grew 23% to \$21.2 billion at June 30, 2011 compared to total invested assets of \$17.3 billion at June 30, 2010.
- Net investment income, the principal component of total revenues, increased 16.5% to \$296.9 million compared to second quarter 2010
  net investment income of \$254.8 million.
- Annuity sales for the second quarter of 2011 grew 6% to \$1.11 billion (before coinsurance) compared to second quarter 2010 annuity sales of \$1.05 billion (before coinsurance).
- Estimated risk-based capital ("RBC") ratio at June 30, 2011 remained above target at 339%.
- Book value per outstanding common share (excluding Accumulated Other Comprehensive Income) grew to \$15.53 at June 30, 2011 compared to \$15.20 at March 31, 2011.

In addition to net income, American Equity has consistently utilized operating income, a non-GAAP financial measure commonly used in the life insurance industry, as an economic measure to evaluate its financial performance. See accompanying tables for reconciliations of net income to operating income and descriptions of reconciling items. See the Company's Quarterly Report on Form 10-Q for a more complete discussion of the reconciling items and their impact on net income for the periods presented. Net income was \$18.3 million for the second quarter of 2011, compared to a net loss of \$1.5 million for the same period in 2010.

### ANNUITY SALES REMAIN STRONG IN THE SECOND QUARTER OF 2011

American Equity's average monthly sales of \$370 million during the second quarter of 2011 reflects the company's position of leadership in the indexed and fixed-rate annuity market. Total sales for the second quarter of 2011 of \$1.1 billion were down slightly from first quarter 2011 sales of \$1.3 billion due to the first quarter influx of sales preceding the company's implementation of a rate adjustment on new business.

Based on the most recent industry statistics available from AnnuitySpecs.com, American Equity sold 16.5% of total indexed annuity sales during the first three months of 2011 and was the second largest provider of indexed annuities in the United States. American Equity's market share has doubled in the last three years. In addition to increased market penetration, American Equity's focus on agent productivity has led to significant increases in average annual sales per agent.

Commented David J. Noble, founder and Executive Chairman: "American Equity operates in a highly competitive market, and we compete first for the time and attention of our independent sales agents. Our Gold Eagle program, which includes agents producing at a level of at least \$1 million per year, is designed to help us recruit and retain the very best agents in the business through one-of-a-kind incentives and top-notch service. I'm pleased to report that in 2011 we are on track to exceed our target level of 1,100 Gold Eagle agents, which would represent an increase of more than 10 percent in these top performers for our company."

During the second quarter of 2011 American Equity was recognized by *Barron's* for marketing one of five "Smart Choices" among index annuities in the United States. In addition, American Equity was recognized by the Ward Group as one of the top 50 performing life and health insurance companies in the United States.

### SATISFACTORY SPREAD RESULTS DESPITE LOW INTEREST RATES

American Equity's investment spread margin over the cost of money on annuity deposits remained satisfactory based on product pricing at 3.05% for the second quarter of 2011 compared to 3.23% for the same period in 2010. The primary driver of the decline year over year was falling yields on new investments purchased during the last twelve months, with the aggregate yield on the total invested assets dropping 0.36% to 5.78%. While the cost of money on annuity deposits also declined as a result of rate reductions implemented on new sales, the decline to 2.73% was only 18 bps lower when compared to the same period in 2010. Despite the decline in investment spread, operating income of \$29.0 million for the second quarter of 2011 remained essentially level compared to 2010 second quarter operating income of \$29.2 million due primarily to the greater volume of assets and liabilities on which the spread is earned. Diluted earnings per share based on operating income declined \$0.03 from \$0.48 to \$0.45 primarily due to the increase in diluted shares outstanding attributable to the company's 5.25% senior convertible notes issued in December 2009.

Falling new money yields also resulted in continued redemptions of callable agency bonds, with an aggregate of \$1.3 billion of total redemption proceeds received in the second quarter of 2011 on bonds carrying an average yield of 5.58%. Year-to-date total redemption proceeds of \$2.9 billion have been received on bonds yielding an average of 5.70%. In contrast, purchases of new bonds year-to-date have aggregated \$4.1 billion with an average yield of 5.38%, and total new commercial mortgage loans of \$343.7 million were made with an average yield of 5.79%.

Commented Chief Executive Officer and President Wendy C. Waugaman: "The very low rate environment continues to be the primary issue for the financial services industry. Through careful spread management American Equity will remain well-positioned to grow profits even if low rates persist. We design our products to give us flexibility to reduce the rates we pay to policyholders when yields on invested assets are depressed. We balance this flexibility with our commitment to provide fair rates to our policyholders." In the second quarter of 2011 the average interest income earned on indexed strategies (include equity and bond market indexes) by American Equity index annuity holders was 5.18%, which the company believes is very attractive compared to other principal protected products.

### **CAUTION REGARDING FORWARD-LOOKING STATEMENTS**

This press release contains forward-looking statements within the meaning of The Private Securities Litigation Reform Act of 1995. Forward-looking statements relate to future operations, strategies, financial results or other developments, and are subject to assumptions, risks and uncertainties. Statements such as "guidance", "expect", "anticipate", "believe", "goal", "objective", "target", "may", "should", "estimate", "projects" or similar words as well as specific projections of future results qualify as forward-looking statements. Factors that may cause our actual results to differ materially from those contemplated by these forward looking statements can be found in the company's Form 10-K filed with the Securities and Exchange Commission. Forward-looking statements speak only as of the date the statement was made and the company undertakes no obligation to update such forward-looking statements. There can be no assurance that other factors not currently anticipated by the company will not materially and adversely affect our results of operations. Investors are cautioned not to place undue reliance on any forward-looking statements made by us or on our behalf.

### **CONFERENCE CALL**

American Equity will hold a conference call to discuss second quarter 2011 earnings on Thursday, August 4, 2011, at 9 a.m. CDT. The conference call will be webcast live on the Internet. Investors and interested parties who wish to listen to the call on the Internet may do so at www.american-equity.com.

The call may also be accessed by telephone at 1-800-561-2731, passcode 39660650 (international callers, please dial 1-617-614-3528). An audio replay will be available via telephone through August 25, 2011, by calling 1-888-286-8010, passcode 62858683 (international callers will need to dial 1-617-801-6888).

### ABOUT AMERICAN EQUITY

American Equity Investment Life Holding Company, through its wholly-owned operating subsidiaries, is a full service under writer of a broad line of fixed annuity and life insurance products, with a primary emphasis on the sale of index and fixed rate annuities. American Equity Investment Life Holding Company, a New York Stock Exchange Listed company (NYSE: AEL), is headquartered in West Des Moines, Iowa. For more information, visit www.american-equity.com.

###

### Net Income (Loss)/Operating Income (Unaudited)

	T	hree Months	Ende	d June 30,		Six Months I	June 30,	
		2011		2010		2011		2010
		(1	Dollars	s in thousands,	excep	ot per share da	ta)	
Revenues:								
Traditional life and accident and health insurance premiums	\$	3,289	\$	2,643	\$	6,205	\$	5,930
Annuity product charges		19,892		18,617		36,854		34,135
Net investment income		296,878		254,845		589,006		497,755
Change in fair value of derivatives		(22,029)		(208,737)		126,624		(126,722
Net realized gains on investments, excluding other than temporary impairment ("OTTI") losses		(854)		1,063		(2,047)		10,966
OTTI losses on investments:								
Total OTTI losses		(113)		(1,603)		(5,213)		(14,187
Portion of OTTI losses recognized in other comprehensive income		(2,116)		785		(3,587)		10,146
Net OTTI losses recognized in operations		(2,229)		(818)		(8,800)		(4,041
Loss on extinguishment of debt				(292)				(292
Total revenues		294,947		67,321		747,842		417,731
Benefits and expenses:								
Insurance policy benefits and change in future policy benefits		2,499		2,169		4,394		4,501
Interest sensitive and index product benefits (b)		238,420		228,818		398,085		425,687
Amortization of deferred sales inducements		20,265		3,243		50,957		16,332
Change in fair value of embedded derivatives		(60,963)		(190,211)		67,340		(126,336
Interest expense on notes payable		7,832		4,673		15,739		9,324
Interest expense on subordinated debentures		3,481		3,716		6,947		7,401
Interest expense on amounts due under repurchase agreements		1		_		5		_
Amortization of deferred policy acquisition costs		38,862		917		94,085		28,185
Other operating costs and expenses		16,634		16,702		34,108		32,687
Total benefits and expenses		267,031		70,027		671,660		397,781
Income (loss) before income taxes		27,916		(2,706)		76,182		19,950
Income tax expense (benefit)		9,642		(1,202)		26,565		6,569
Net income (loss) (b)		18,274		(1,504)		49,617		13,381
Net realized gains (losses) and net OTTI losses on investments, net of offsets		1,278		11		3,750		(2,358
Convertible debt retirement, net of income taxes		_		171		_		171
Net effect of derivatives and other index annuity, net of offsets		9,461		30,530		6,220		43,797
Operating income (a) (b)	\$	29,013	\$	29,208	\$	59,587	\$	54,991
Earnings (loss) per common share (b)	\$	0.31	\$	(0.03)	\$	0.84	\$	0.23
Earnings (loss) per common share - assuming dilution (a) (b)	\$	0.28	\$	(0.03)	\$	0.77	\$	0.23
Operating income per common share (a) (b)	\$	0.48	\$	0.50	\$	1.00	\$	0.94
Operating income per common share - assuming dilution (a) (b)	\$	0.45	\$	0.48	\$	0.92	\$	0.90
Weighted average common shares outstanding (in thousands):								
Earnings (loss) per common share		59,504		58,427		59,344		58,326
Earnings (loss) per common share - assuming dilution		65,530		61,592		65,437		61,365

<sup>(</sup>a) In addition to net income, we have consistently utilized operating income, operating income per common share and operating income per common share - assuming dilution, non-GAAP financial measures commonly used in the life insurance industry, as economic measures to evaluate our financial performance. Operating income equals net income adjusted to eliminate the impact of net realized gains and losses on investments including net OTTI losses recognized in operations, loss on extinguishment of debt and fair value changes in derivatives and embedded derivatives. Because these items fluctuate from quarter to quarter in a manner unrelated to core operations, we believe measures excluding their impact are useful in analyzing operating trends. We believe the combined presentation and evaluation of operating income together with net income, provides information that may enhance an investor's understanding of our underlying results and profitability.

<sup>(</sup>b) Six months ended June 30, 2011 includes an adjustment recorded in the first quarter of 2011 to single premium immediate annuity reserves which reduced interest sensitive and index product benefits by \$4.2 million, increased net income and operating income by \$2.7 million, increased earnings per common share and operating income per common share by \$0.05 per share and increased earnings per common share - assuming dilution and operating income per common share - assuming dilution by \$0.04 per share.

### Operating Income <u>Three months ended June 30, 2011 (Unaudited)</u>

			Adjus	tments			
	 As Reported	Reali	zed Losses	O	ivatives and ther Index Annuity	Ope	rating Income (a)
		(Dollars in thousands, except per share data)					
Revenues:							
Traditional life and accident and health insurance premiums	\$ 3,289	\$	_	\$	_	\$	3,289
Annuity product charges	19,892		_		_		19,892
Net investment income	296,878		_		_		296,878
Change in fair value of derivatives	(22,029)		_		91,345		69,316
Net realized losses on investments, excluding other than temporary impairment ("OTTI") losses	(854)		854		_		_
Net OTTI losses recognized in operations	(2,229)		2,229				_
Total revenues	 294,947		3,083		91,345		389,375
Benefits and expenses:							
Insurance policy benefits and change in future policy benefits	2,499		_		_		2,499
Interest sensitive and index product benefits	238,420		_		_		238,420
Amortization of deferred sales inducements	20,265		390		10,211		30,866
Change in fair value of embedded derivatives	(60,963)		_		52,240		(8,723)
Interest expense on notes payable	7,832		_		_		7,832
Interest expense on subordinated debentures	3,481		_		_		3,481
Interest expense on amounts due under repurchase agreements	1		_		_		1
Amortization of deferred policy acquisition costs	38,862		708		14,245		53,815
Other operating costs and expenses	16,634		<u> </u>				16,634
Total benefits and expenses	 267,031		1,098		76,696		344,825
Income before income taxes	27,916		1,985		14,649		44,550
Income tax expense	 9,642		707		5,188		15,537
Net income	\$ 18,274	\$	1,278	\$	9,461	\$	29,013
	9.5						0.15
Earnings per common share	\$ 0.31					\$	0.48
Earnings per common share - assuming dilution	\$ 0.28					\$	0.45

<sup>(</sup>a) In addition to net income, we have consistently utilized operating income, operating income per common share and operating income per common share - assuming dilution, non-GAAP financial measures commonly used in the life insurance industry, as economic measures to evaluate our financial performance. Operating income equals net income adjusted to eliminate the impact of net realized gains and losses on investments including net OTTI losses recognized in operations and fair value changes in derivatives and embedded derivatives. Because these items fluctuate from quarter to quarter in a manner unrelated to core operations, we believe measures excluding their impact are useful in analyzing operating trends. We believe the combined presentation and evaluation of operating income together with net income, provides information that may enhance an investor's understanding of our underlying results and profitability.

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# AMERICAN EQUITY INVESTMENT LIFE HOLDING COMPANY Financial Supplement

### June 30, 2011

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Research Analyst Coverage

# AMERICAN EQUITY INVESTMENT LIFE HOLDING COMPANY CONDENSED CONSOLIDATED BALANCE SHEETS (Dollars in thousands) (Unaudited)

	 June 30, 2011	December 31, 2010		
Assets				
Investments:				
Fixed maturity securities:				
Available for sale, at fair value	\$ 15,682,872	\$	15,830,663	
Held for investment, at amortized cost	2,135,968		822,200	
Equity securities, available for sale, at fair value	66,612		65,961	
Mortgage loans on real estate	2,798,233		2,598,641	
Derivative instruments	537,920		479,786	
Other investments	 26,030		19,680	
Total investments	21,247,635		19,816,931	
Cash and cash equivalents	949,484		597,766	
Coinsurance deposits	2,699,158		2,613,191	
Accrued investment income	215,457		167,645	
Deferred policy acquisition costs	1,825,392		1,747,760	
Deferred sales inducements	1,326,984		1,227,328	
Deferred income taxes	185,152		143,253	
Income taxes recoverable	9,442		6,134	
Other assets	108,067		106,755	
Total assets	\$ 28,566,771	\$	26,426,763	
Liabilities and Stockholders' Equity				
Liabilities:				
Policy benefit reserves	\$ 25,940,513	\$	23,655,807	
Other policy funds and contract claims	318,420		222,860	
Notes payable	337,239		330,835	
Subordinated debentures	268,512		268,435	
Other liabilities	662,555		1,010,779	
Total liabilities	27,527,239		25,488,716	
Stockholders' equity:				
Common stock	57,832		56,968	
Additional paid-in capital	463,245		454,454	
Unallocated common stock held by ESOP	(4,264)		(4,815)	
Accumulated other comprehensive income	123,482		81,820	
Retained earnings	399,237		349,620	
Total stockholders' equity	1,039,532	-	938,047	
Total liabilities and stockholders' equity	\$ 28,566,771	\$	26,426,763	

# AMERICAN EQUITY INVESTMENT LIFE HOLDING COMPANY CONSOLIDATED STATEMENTS OF OPERATIONS (Dollars in thousands, except per share data) (Unaudited)

	1	Three Months I	Ended .	June 30,	Six Months I	Ended J	une 30,
		2011		2010	2011		2010
Revenues:							
Traditional life and accident and health insurance premiums	\$	3,289	\$	2,643	\$ 6,205	\$	5,930
Annuity product charges		19,892		18,617	36,854		34,135
Net investment income		296,878		254,845	589,006		497,755
Change in fair value of derivatives		(22,029)		(208,737)	126,624		(126,722)
Net realized gains (losses) on investments, excluding other than temporary impairment ("OTTI") losses		(854)		1,063	(2,047)		10,966
OTTI losses on investments:							
Total OTTI losses		(113)		(1,603)	(5,213)		(14,187)
Portion of OTTI losses recognized in (from) other comprehensive income		(2,116)		785	 (3,587)		10,146
Net OTTI losses recognized in operations		(2,229)		(818)	(8,800)		(4,041)
Loss on extinguishment of debt				(292)	 		(292)
Total revenues		294,947		67,321	747,842		417,731
Benefits and expenses:							
Insurance policy benefits and change in future policy benefits		2,499		2,169	4,394		4,501
Interest sensitive and index product benefits (b)		238,420		228,818	398,085		425,687
Amortization of deferred sales inducements		20,265		3,243	50,957		16,332
Change in fair value of embedded derivatives		(60,963)		(190,211)	67,340		(126,336)
Interest expense on notes payable		7,832		4,673	15,739		9,324
Interest expense on subordinated debentures		3,481		3,716	6,947		7,401
Interest expense on amounts due under repurchase agreements		1		_	5		_
Amortization of deferred policy acquisition costs		38,862		917	94,085		28,185
Other operating costs and expenses		16,634		16,702	 34,108		32,687
Total benefits and expenses		267,031		70,027	 671,660		397,781
Income (loss) before income taxes		27,916		(2,706)	76,182		19,950
Income tax expense (benefit)		9,642		(1,202)	 26,565		6,569
Net income (loss) (b)	\$	18,274	\$	(1,504)	\$ 49,617	\$	13,381
Earnings (loss) per common share (b)	\$	0.31	\$	(0.03)	\$ 0.84	\$	0.23
Earnings (loss) per common share - assuming dilution (a) (b)	\$	0.28	\$	(0.03)	\$ 0.77	\$	0.23
Weighted average common shares outstanding (in thousands):							
Earnings (loss) per common share		59,504		58,427	59,344		58,326
Earnings (loss) per common share - assuming dilution		65,530		61,592	65,437		61,365

<sup>(</sup>a) The numerator for earnings per common share - assuming dilution is equal to net income plus the after tax cost of interest on convertible subordinated debentures issued to a subsidiary trust. The after tax cost of such interest was \$258 and \$259 for the three months ended June 30, 2011 and 2010, respectively, and \$517 and \$518 for the six months ended June 30, 2011 and 2010, respectively.

<sup>(</sup>b) Six months ended June 30, 2011 includes an adjustment recorded in the first quarter of 2011 to single premium immediate annuity reserves which reduced interest sensitive and index product benefits by \$4.2 million and increased net income, earnings per common share and earnings per common share - assuming dilution by \$2.7 million, \$0.05 per share and \$0.04 per share, respectively.

### Operating Income

Six months ended June 30, 2011 (Unaudited)

			Adjus	tments			
	As Reported	Rea	lized Losses	Ot	vatives and her Index Annuity	Oper	rating Income (a)
		(Dollar	s in thousands,	except p	er share data)		
Revenues:							
Traditional life and accident and health insurance premiums	\$ 6,205	\$	_	\$	_	\$	6,205
Annuity product charges	36,854		_		_		36,854
Net investment income	589,006		_		_		589,006
Change in fair value of derivatives	126,624		_		(42,575)		84,049
Net realized losses on investments, excluding other than temporary impairment ("OTTI") losses	(2,047)		2,047		_		_
Net OTTI losses recognized in operations	 (8,800)		8,800				_
Total revenues	 747,842		10,847		(42,575)		716,114
Benefits and expenses:							
Insurance policy benefits and change in future policy benefits	4,394		_		_		4,394
Interest sensitive and index product benefits (b)	398,085		_		_		398,085
Amortization of deferred sales inducements	50,957		2,026		8,155		61,138
Change in fair value of embedded derivatives	67,340		_		(70,794)		(3,454
Interest expense on notes payable	15,739		_		_		15,739
Interest expense on subordinated debentures	6,947		_		_		6,947
Interest expense on amounts due under repurchase agreements	5		_		_		5
Amortization of deferred policy acquisition costs	94,085		2,997		10,492		107,574
Other operating costs and expenses	 34,108						34,108
Total benefits and expenses	 671,660		5,023		(52,147)		624,536
Income before income taxes	76,182		5,824		9,572		91,578
Income tax expense	 26,565		2,074		3,352		31,991
Net income (b)	\$ 49,617	\$	3,750	\$	6,220	\$	59,587
Earnings per common share (b)	\$ 0.84					\$	1.00
Earnings per common share - assuming dilution (b)	\$ 0.77					\$	0.92

- (a) In addition to net income, we have consistently utilized operating income, operating income per common share and operating income per common share assuming dilution, non-GAAP financial measures commonly used in the life insurance industry, as economic measures to evaluate our financial performance. Operating income equals net income adjusted to eliminate the impact of net realized gains and losses on investments including net OTTI losses recognized in operations and fair value changes in derivatives and embedded derivatives. Because these items fluctuate from quarter to quarter in a manner unrelated to core operations, we believe measures excluding their impact are useful in analyzing operating trends. We believe the combined presentation and evaluation of operating income together with net income, provides information that may enhance an investor's understanding of our underlying results and
- (b) Six months ended June 30, 2011 includes an adjustment recorded in the first quarter of 2011 to single premium immediate annuity reserves which reduced interest sensitive and index product benefits by \$4.2 million, increased net income and operating income by \$2.7 million, increased earnings per common share and operating income per common share and increased earnings per common share assuming dilution and operating income per common share assuming dilution by \$0.04 per share.

Change	in	fair	value	of	derivatives:

Proceeds received at expiration	\$ 248,551	\$	_	\$ 248,551
Cost of money for fixed index annuities	(159,921)		_	(159,921)
Change in the difference between fair value and remaining option cost at beginning and end of period	 37,994		(42,575)	(4,581)
	\$ 126,624	\$	(42,575)	\$ 84,049
Index credits included in interest credited to account balances	 244,588			 244,588

### **Operating Income**

Three months ended June 30, 2011 (Unaudited)

			Adjus	stment	ts		
	 As Reported	Re	alized Losses		erivatives and Other Index Annuity	Ope	rating Income (a)
		(Dollars in thousands, except per share data)					
Revenues:							
Traditional life and accident and health insurance premiums	\$ 3,289	\$	_	\$	_	\$	3,289
Annuity product charges	19,892		_		_		19,892
Net investment income	296,878		_		_		296,878
Change in fair value of derivatives	(22,029)		_		91,345		69,316
Net realized losses on investments, excluding other than temporary impairment ("OTTI") losses	(854)		854		_		_
Net OTTI losses recognized in operations	 (2,229)		2,229		_		_
Total revenues	 294,947		3,083		91,345		389,375
Benefits and expenses:							
Insurance policy benefits and change in future policy benefits	2,499		_		_		2,499
Interest sensitive and index product benefits	238,420		_		_		238,420
Amortization of deferred sales inducements	20,265		390		10,211		30,866
Change in fair value of embedded derivatives	(60,963)		_		52,240		(8,723
Interest expense on notes payable	7,832		_		_		7,832
Interest expense on subordinated debentures	3,481		_		_		3,481
Interest expense on amounts due under repurchase agreements	1		_		_		1
Amortization of deferred policy acquisition costs	38,862		708		14,245		53,815
Other operating costs and expenses	 16,634		_				16,634
Total benefits and expenses	267,031		1,098		76,696		344,825
Income before income taxes	27,916		1,985		14,649		44,550
Income tax expense	 9,642		707		5,188		15,537
Net income	\$ 18,274	\$	1,278	\$	9,461	\$	29,013
Earnings per common share	\$ 0.31					\$	0.48
Earnings per common share - assuming dilution	\$ 0.28					\$	0.45

(a) In addition to net income, we have consistently utilized operating income, operating income per common share and operating income per common share - assuming dilution, non-GAAP financial measures commonly used in the life insurance industry, as economic measures to evaluate our financial performance. Operating income equals net income adjusted to eliminate the impact of net realized gains and losses on investments including net OTTI losses recognized in operations and fair value changes in derivatives and embedded derivatives. Because these items fluctuate from quarter to quarter in a manner unrelated to core operations, we believe measures excluding their impact are useful in analyzing operating trends. We believe the combined presentation and evaluation of operating income together with net income, provides information that may enhance an investor's understanding of our underlying results and profitability.

### Change in fair value of derivatives:

Proceeds received at expiration	\$ 160,525	\$ _	\$ 160,525
Cost of money for fixed index annuities	(81,932)	_	(81,932)
Change in the difference between fair value and remaining option cost at beginning and end of period	 (100,622)	 91,345	(9,277)
	\$ (22,029)	\$ 91,345	\$ 69,316
Index credits included in interest credited to account balances	 157,194		157,194

Operating Income/Net Income Quarterly Summary - Most Recent 5 Quarters (Unaudited)

	(	Q2 2011	Q1 2011		Q4 2010		Q3 2010	Q2 2010
			(Dollars in	thousa	nds, except per	share	data)	
Revenues:								
Traditional life and accident and health insurance premiums	\$	3,289	\$ 2,916	\$	2,871	\$	3,181	\$ 2,643
Annuity product charges		19,892	16,962		16,402		18,538	18,617
Net investment income		296,878	292,128		277,876		260,475	254,845
Change in fair value of derivatives		69,316	14,733		29,401		17,095	91,306
Total revenues		389,375	326,739		326,550		299,289	367,411
Benefits and expenses:								
Insurance policy benefits and change in future policy benefits		2,499	1,895		1,622		2,128	2,169
Interest sensitive and index product benefits (b)		238,420	159,665		148,320		155,667	224,331
Amortization of deferred sales inducements		30,866	30,272		27,719		24,942	24,503
Change in fair value of embedded derivatives		(8,723)	5,269		28,112		1,483	_
Interest expense on notes payable		7,832	7,907		7,861		4,940	4,673
Interest expense on subordinated debentures		3,481	3,466		3,700		3,805	3,716
Interest expense on amounts due under repurchase agreements		1	4		_		_	_
Amortization of deferred policy acquisition costs		53,815	53,759		50,788		47,754	46,417
Other operating costs and expenses		16,634	17,474		17,715		16,213	16,702
Total benefits and expenses		344,825	279,711		285,837		256,932	322,511
Operating income before income taxes		44,550	47,028		40,713		42,357	44,900
Income tax expense		15,537	16,454		14,319		14,795	15,692
Operating income (a) (b)		29,013	30,574		26,394		27,562	29,208
Net realized gains (losses) and net OTTI losses on investments, net of offsets		(1,278)	(2,472)		(4,687)		1,950	(11)
Lawsuit settlement		(1,270)	(2,472)		(27,297)			_
Convertible debt retirement, net of income taxes		<u>_</u>	_		(27,237)		_	(171)
Net effect of derivatives and other index annuity, net of offsets		(9,461)	3,241		14,628		(8,998)	(30,530)
Net income (loss) (b)	\$	18,274	\$ 31,343	\$	9,038	\$	20,514	\$ (1,504)
		· ·	<u> </u>		<u> </u>		<u> </u>	<u> </u>
Operating income per common share (a) (b)	\$	0.48	\$ 0.52	\$	0.45	\$	0.47	\$ 0.50
Operating income per common share - assuming dilution (a) (b)	\$	0.45	\$ 0.47	\$	0.41	\$	0.45	\$ 0.48
Earnings (loss) per common share (b)	\$	0.31	\$ 0.53	\$	0.15	\$	0.35	\$ (0.03)
Earnings (loss) per common share - assuming dilution (b)	\$	0.28	\$ 0.48	\$	0.14	\$	0.33	\$ (0.03)
Weighted average common shares outstanding (in thousands):		F0 F0 /	=0.405		F0 ===		=0 =0:	=0.40=
Earnings (loss) per common share		59,504	59,182		58,757		58,564	58,427
Earnings (loss) per common share - assuming dilution		65,530	65,711		65,054		62,498	61,592

<sup>(</sup>a) In addition to net income (loss), we have consistently utilized operating income, operating income per common share and operating income per common share - assuming dilution, non-GAAP financial measures commonly used in the life insurance industry, as economic measures to evaluate our financial performance. Operating income equals net income (loss) adjusted to eliminate the impact of net realized gains and losses on investments including net OTTI losses recognized in operations, loss on extinguishment of debt, the settlement of a class action lawsuit and fair value changes in derivatives and embedded derivatives. Because these items fluctuate from quarter to quarter in a manner unrelated to core operations, we believe measures excluding their impact are useful in analyzing operating trends. We believe the combined presentation and evaluation of operating income together with net income (loss), provides information that may enhance an investor's understanding of our underlying results and profitability.

<sup>(</sup>b) Three months ended March 31, 2011 includes an adjustment to single premium immediate annuity reserves which reduced interest sensitive and index product benefits by \$4.2 million, increased operating income and net income by \$2.7 million, increased operating income per common share and earnings per common share by \$0.05 per share and increased operating income per common share - assuming dilution and earnings per common share - assuming dilution by \$0.04 per share.

### Capitalization/Book Value per Share

	J	une 30, 2011	December 31, 2010		
		(Dollars in thousands	, except per s	share data)	
Capitalization:					
Notes payable	\$	337,239	\$	330,835	
Subordinated debentures payable to subsidiary trusts		268,512		268,435	
Total debt		605,751		599,270	
Total stockholders' equity		1,039,532		938,047	
Total capitalization		1,645,283		1,537,317	
Accumulated other comprehensive income loss (AOCI)		(123,482)		(81,820)	
Total capitalization excluding AOCI (a)	\$	1,521,801	\$	1,455,497	
Total stockholders' equity	\$	1,039,532	\$	938,047	
Accumulated other comprehensive income		(123,482)		(81,820)	
Total stockholders' equity excluding AOCI (a)	\$	916,050	\$	856,227	
Common shares outstanding (b)		58,986,019		58,377,233	
Book Value per Share: (c)					
Book value per share including AOCI	\$	17.62	\$	16.07	
Book value per share excluding AOCI (a)	\$	15.53	\$	14.67	
Debt-to-Capital Ratios: (d)					
Senior debt / Total capitalization		22.2%		22.7%	
Adjusted debt / Total capitalization		24.8%		26.2%	

- (a) Total capitalization, total stockholders' equity and book value per share excluding AOCI, non-GAAP financial measures, are based on stockholders' equity excluding the effect of AOCI. Since AOCI fluctuates from quarter to quarter due to unrealized changes in the fair value of available for sale investments, we believe these non-GAAP financial measures provide useful supplemental information.
- (b) Common shares outstanding include shares held by the NMO Deferred Compensation Trust: 2011 1,549,803 shares; 2010 1,855,835 shares and exclude unallocated shares held by ESOP: 2011 395,859 shares; 2010 447,048 shares.
- (c) Book value per share including and excluding AOCI is calculated as total stockholders' equity and total stockholders' equity excluding AOCI divided by the total number of shares of common stock outstanding.
- (d) Debt-to-capital ratios are computed using total capitalization excluding AOCI. Adjusted debt includes notes payable and the portion of the total subordinated debentures payable to subsidiary trusts outstanding (qualifying trust preferred securities) that exceeds 15% of total capitalization including AOCI.

### <u>Annuity Deposits by Product Type</u>

	 Three Months Ended June 30,				Six Months Ended June 30,				Year Ended December 31,	
Product Type	 2011 201		2010	2011		2010		2010		
				(Dolla	rs in thousands)					
Fixed Index Annuities:										
Index Strategies	\$ 595,422	\$	545,238	\$	1,374,004	\$	948,362	\$	2,401,891	
Fixed Strategy	312,161		366,448		669,633		704,230		1,551,007	
	907,583		911,686		2,043,637		1,652,592		3,952,898	
Fixed Rate Annuities:										
Single-Year Rate Guaranteed	34,036		28,389		80,889		57,784		160,077	
Multi-Year Rate Guaranteed	85,592		72,704		162,639		125,885		384,116	
Single premium immediate annuities	 81,591		34,008		163,481		57,381		171,628	
	201,219		135,101		407,009		241,050		715,821	
Total before coinsurance ceded	1,108,802		1,046,787		2,450,646		1,893,642		4,668,719	
Coinsurance ceded	 70,331		69,950		136,208		259,072		478,963	
Net after coinsurance ceded	\$ 1,038,471	\$	976,837	\$	2,314,438	\$	1,634,570	\$	4,189,756	

### <u>Surrender Charge Protection and Account Values by Product Type</u>

Annuity Surrender Charges and Net (of coinsurance) Account Values at June 30, 2011

		Surrender Charge		 Net Account Value			
Product Type	Avg. Years At Issue	Avg. Years Remaining	Avg. % Remaining	 Dollars in Thousands	<u></u> %		
Fixed Index Annuities	14.2	10.8	16.1%	\$ 20,435,161	91.5%		
Single-Year Fixed Rate Guaranteed Annuities	11.0	4.3	7.7%	1,373,298	6.2%		
Multi-Year Fixed Rate Guaranteed Annuities	6.5	2.1	4.8%	513,916	2.3%		
Total	13.9	10.2	15.3%	\$ 22,322,375	100.0%		

### **Annuity Liability Characteristics**

	A	Fixed Annuities ccount Value	Fixed Index Annuities Account Value	
		(Dollars in	ı thousar	ıds)
SURRENDER CHARGE PERCENTAGES (1):				
No surrender charge	\$	401,355	\$	393,850
0.0% < 2.0%		32,039		35,666
2.0% < 3.0%		142,681		118,635
3.0% < 4.0%		36,510		301,485
4.0% < 5.0%		221,662		374,132
5.0% < 6.0%		26,760		288,717
6.0% < 7.0%		60,636		216,284
7.0% < 8.0%		148,177		296,388
8.0% < 9.0%		196,547		316,466
9.0% < 10.0%		191,208		761,558
10.0% or greater		429,639		17,331,980
	\$	1,887,214	\$	20,435,161
	F	Fixed and Fixed Index Annuities Account Value		Weighted Average Surrender Charge
	(Dolla	rs in thousands)		
SURRENDER CHARGE EXPIRATION BY YEAR:				
Out of Surrender Charge	\$	795,205		0.00%
2011		118,278		2.41%
2012		390,967		2.92%
2013		556,540		3.96%
2014		592,867		5.23%
2015		623,960		7.10%
2016		838,099		8.36%
2017		956,909		9.48%
2018		892,729		11.65%
2019		629,485		12.15%
2020		967,834		13.60%
2021		1,015,361		14.22%
2022		1,085,635		16.89%
2023		3,957,954		19.34%
2024		4,227,152		19.49%
2025		2,100,429		19.50%
2026		1,728,541		19.77%
2027		835,788		19.98%
2028		8,642		20.00%
	\$	22,322,375		15.33%

### **Annuity Liability Characteristics**

		Fixed Annuities count Value	Fixed Index Annuities Account Value	
		(Dollars i	n thousand	ls)
APPLICABLE GUARANTEE PERIOD:				
Annual reset (2)	\$	1,656,296	\$	20,422,465
Multi-year (3 - 7 years)		230,918		12,696
	\$	1,887,214	\$	20,435,161
ULTIMATE MINIMUM GUARANTEE RATE:				
1.50%	\$	42,419	\$	1,488,361
2.00%		383,387		1,198
2.20%		4,377		73,869
2.25%		9,575		5,404,254
2.25% (3)		182,981		942,183
3.00% (4)		1,204,814		1,299,925
3.00% (5)		_		11,107,705
3.50% (6)		_		117,666
4.00%		59,661		_
	\$	1,887,214	\$	20,435,161
CREDITED RATE (INCLUDING BONUS INTEREST) VS. ULTIMATE MINIMUM GUARANTEED RATE DIFFERENTIAL (7):				
No differential	\$	89,166	\$	10,300
> 0.0% - 0.25%	<b>4</b>	865,664	Ψ	1,005,027
> 0.25% - 0.5%		128,910		358,613
> 0.5% - 1.0% (8)		316,438		1,104,043
> 1.0% - 1.5% (8)		129,253		65,500
> 1.5% - 2.0%		144,269		2,785
> 2.0% - 2.5%		8,191		_
> 2.5% - 3.0%		74,104		_
1.50% ultimate guarantee - 2.15% wtd avg interest rate (9)		22,730		387,187
2.00% ultimate guarantee - 2.82% wtd avg interest rate (9)		108,489		_
2.25% ultimate guarantee - 2.88% wtd avg interest rate (9)		_		1,542,830
3.00% ultimate guarantee - 3.13% wtd avg interest rate (9)		_		3,097,971
Cumulative floor		_		12,860,905
	\$	1,887,214	\$	20,435,161

- (1) In addition, \$938,020 (49.7%) of the Fixed Annuities Account Value have market value adjustment protection.
- The contract features for substantially all of the Fixed Index Annuities Account Value provide for the annual reset of contractual features that effect the cost of money. The contract features for less than 0.5% of the Fixed Index Annuities Account Value are reset every two years.
- (3) Products have a guarantee of 2.25% for the first 10 years, and 3.00% thereafter.
- (4) Products have a guarantee of 3.00% on 100% of the premium.
- (5) Products have a guarantee of 3.00% on less than 100% of the premium.
- Rates applicable to the minimum guaranteed surrender value are 3.50% for the first 5 years, and 3.00% thereafter (applied to less than 100% of the annuity deposits received). Minimum guaranteed rates for amounts allocated to the fixed rate strategy are 2.25% for the first 10 years, and 3.00% thereafter.
- (7) Recent issues may contain bonus interest rates ranging from 1.0% to 3.0%.
- (8) \$182,981 of Fixed Annuities Account Value have a guarantee of 2.25% for the first 10 years and 3.00% thereafter. They begin increasing in 2014. \$647,405 of Index Annuities Account Value is in fixed rate strategies that have a guarantee of 2.25% for the first 10 years and 3.00% thereafter. They begin increasing in 2014.
- (9) The minimum guaranteed interest rate for the fixed rate or the fixed rate strategy is 1.00%. The ultimate guaranteed rate is applied on less than 100% of the premium.

### **Spread Results**

	Three Months	Three Months Ended June 30,		nded June 30,	Year Ended December 31,
	2011	2010	2011	2010	2010
Average yield on invested assets	5.78%	6.14%	5.87%	6.14%	6.06%
Cost of money:					
Aggregate	2.73%	2.91%	2.77%	2.93%	2.91%
Cost of money for fixed index annuities	2.68%	2.85%	2.72%	2.87%	2.86%
Average crediting rate for fixed rate annuities:					
Annually adjustable	3.17%	3.26%	3.18%	3.26%	3.26%
Multi-year rate guaranteed	3.66%	3.74%	3.67%	3.76%	3.74%
Investment spread:					
Aggregate	3.05%	3.23%	3.10%	3.21%	3.15%
Fixed index annuities	3.10%	3.29%	3.15%	3.27%	3.20%
Fixed rate annuities:					
Annually adjustable	2.61%	2.88%	2.69%	2.88%	2.80%
Multi-year rate guaranteed	2.12%	2.40%	2.20%	2.38%	2.32%

### **Summary of Invested Assets**

	June 3	0, 2011	Decemb	December 31, 2010			
	 Carrying Amount	Percent	Carrying Amount	Percent			
		(Dollars in	thousands)				
Fixed maturity securities:							
United States Government full faith and credit	\$ 4,419	%	\$ 4,388	%			
United States Government sponsored agencies	3,212,410	15.1%	3,750,065	18.9%			
United States municipalities, states and territories	2,763,142	13.0%	2,367,003	12.0%			
Corporate securities	8,732,941	41.1%	7,448,323	37.6%			
Residential mortgage backed securities	2,827,512	13.3%	2,878,557	14.5%			
Other asset backed securities	 278,416	1.3%	204,527	1.0%			
Total fixed maturity securities	17,818,840	83.8%	16,652,863	84.0%			
Equity securities	66,612	0.4%	65,961	0.4%			
Mortgage loans on real estate	2,798,233	13.2%	2,598,641	13.1%			
Derivative instruments	537,920	2.5%	479,786	2.4%			
Other investments	 26,030	0.1%	19,680	0.1%			
	\$ 21,247,635	100.0%	\$ 19,816,931	100.0%			

### <u>Credit Quality of Fixed Maturity Securities - June 30, 2011</u>

NAIC Designation	Carrying Amount				<u> </u>	Carrying Amount	Percent
	(Dollars in thousands)				(Doll	ars in thousands)	
1	\$	13,124,815	73.7%	Aaa/Aa/A	\$	12,343,168	69.3%
2		4,427,188	24.9%	Baa		4,219,868	23.7%
3		238,894	1.3%	Ba		268,566	1.5%
4		17,125	0.1%	В		59,684	0.3%
5		5,868	—%	Caa and lower		845,297	4.7%
6		4,950	—%	In or near default		82,257	0.5%
	\$	17,818,840	100.0%		\$	17,818,840	100.0%

### Watch List Securities - June 30, 2011

General Description		Amortized Cost		Unrealized Losses		Fair Value	Months Below Amortized Cost
Corporate bonds:							
Finance company	\$	4,090	\$	_	\$	4,090	_
U.S. retail company		10,474		(1,324)		9,150	73
	\$	14,564	\$	(1,324)	\$	13,240	

### <u>Summary of Residential Mortgage Backed Securities</u>

Collateral Type	 Principal Amount	Amortized Cost			Fair Value		
	(	Dolla	ars in thousand	ls)			
OTTI has not been recognized							
Government agency	\$ 517,340	\$	457,636	\$	485,703		
Prime	1,447,864		1,374,183		1,420,913		
Alt-A	50,910		51,379		52,530		
	\$ 2,016,114	\$	1,883,198	\$	1,959,146		
OTTI has been recognized							
Prime	\$ 586,137	\$	534,606	\$	496,048		
Alt-A	486,128		402,703		372,318		
	\$ 1,072,265	\$	937,309	\$	868,366		
Total by collateral type	 						
Government agency	\$ 517,340	\$	457,636	\$	485,703		
Prime	2,034,001		1,908,789		1,916,961		
Alt-A	537,038		454,082		424,848		
	\$ 3,088,379	\$	2,820,507	\$	2,827,512		
Total by NAIC designation							
1	\$ 2,618,412	\$	2,391,196	\$	2,441,122		
2	401,185		364,330		327,796		
3	64,339		61,709		56,401		
6	4,443		3,272		2,193		
	\$ 3,088,379	\$	2,820,507	\$	2,827,512		

### <u>Mortgage Loans by Region and Property Type</u>

		June 3	0, 2011	December 31, 2010			
	Carı	rying Amount	Percent	Ca	arrying Amount	Percent	
			(Dollars in	thous	sands)		
Geographic distribution							
East	\$	687,783	24.4%	\$	618,250	23.6%	
Middle Atlantic		185,222	6.6%		172,443	6.6%	
Mountain		410,749	14.6%		402,965	15.4%	
New England		40,430	1.4%		42,695	1.6%	
Pacific		296,833	10.5%		247,254	9.5%	
South Atlantic		502,278	17.9%		496,606	19.0%	
West North Central		454,799	16.1%		419,002	16.0%	
West South Central		239,366	8.5%		215,650	8.3%	
		2,817,460	100.0%		2,614,865	100.0%	
Loan loss allowance		(19,227)			(16,224)		
	\$	2,798,233		\$	2,598,641		
Property type distribution							
Office	\$	759,290	26.9%	\$	683,404	26.1%	
Medical Office		165,825	5.9%		166,930	6.4%	
Retail		627,048	22.3%		589,369	22.5%	
Industrial/Warehouse		711,972	25.3%		666,908	25.6%	
Hotel		141,611	5.0%		151,516	5.8%	
Apartment		167,210	5.9%		131,682	5.0%	
Mixed use/other		244,504	8.7%		225,056	8.6%	
		2,817,460	100.0%		2,614,865	100.0%	
Loan loss allowance		(19,227)			(16,224)		
	\$	2,798,233		\$	2,598,641		
	-	, , 3-		<u> </u>	7,7		

### **Shareholder Information**

### **Corporate Offices:**

American Equity Investment Life Holding Company 6000 Westown Parkway West Des Moines, IA 50266

#### **Inquiries:**

D. J. Noble, Executive Chairman (515) 457-1703, dnoble@american-equity.com

Debra J. Richardson, Executive Vice President and Secretary (515) 273-3551, drichardson@american-equity.com

 ${\it John~M.~Matovina,~Vice~Chairman,~Chief~Financial~Officer~and~Treasurer~(515)~457-1813,~jmatovina@american-equity.com}$ 

Wendy C. Waugaman, President and Chief Executive Officer (515) 457-1824, wcwaugaman@american-equity.com

### **Common Stock and Dividend Information:**

New York Stock Exchange symbol: "AEL"

	High	Low	Close	Dividend Declared
2011				
First Quarter	\$13.93	\$11.27	\$13.12	\$0.00
Second Quarter	\$13.53	\$11.91	\$12.71	\$0.00
2010				
First Quarter	\$10.99	\$6.65	\$10.65	\$0.00
Second Quarter	\$11.64	\$8.53	\$10.32	\$0.00
Third Quarter	\$11.19	\$9.19	\$10.24	\$0.00
Fourth Quarter	\$13.01	\$10.11	\$12.55	\$0.10
2009				
First Quarter	\$7.40	\$2.96	\$4.16	\$0.00
Second Quarter	\$8.86	\$4.01	\$5.58	\$0.00
Third Quarter	\$8.65	\$5.24	\$7.02	\$0.00
Fourth Quarter	\$8.40	\$6.10	\$7.44	\$0.08

### **Transfer Agent:**

Computershare Trust Company, N.A. P.O. Box 43010 Providence, RI 02940-0310 Phone: (877) 282-1169 Fax: (781) 575-2723 www.computershare.com

### **Annual Report and Other Information:**

Shareholders may receive when available, without charge, a copy of American Equity's Annual Report, SEC filings and/or press releases by calling Julie L. LaFollette, Investor Relations, at (515) 273-3602 or by visiting our web site at www.american-equity.com.

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