

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): April 28, 2023

AMERICAN EQUITY INVESTMENT LIFE HOLDING COMPANY

**Iowa**  
(State or other jurisdiction of incorporation)

**001-31911**  
(Commission File Number)

**42-1447959**  
(IRS Employer Identification No.)

**6000 Westown Parkway**  
**West Des Moines, IA 50266**  
(Address of principal executive offices and 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:
- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, par value \$1	AEL	New York Stock Exchange
Depository Shares, each representing a 1/1,000th interest in a share of 5.95% Fixed-Rate Reset Non-Cumulative Preferred Stock, Series A	AELPRA	New York Stock Exchange
Depository Shares, each representing a 1/1,000th interest in a share of 6.625% Fixed-Rate Reset Non-Cumulative Preferred Stock, Series B	AELPRB	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On April 28, 2023 Joyce A. Chapman, Robert L. Howe, and William R. Kunkel agreed to continue to serve on the American Equity Investment Life Holding Company Board of Directors for a limited time, subject to shareholder re-election, and to retire effective on future days. Ms. Chapman agreed to retire no later than the company's 2025 annual shareholder meeting. Mr. Howe and Mr. Kunkel each agreed to retire no later than the company's 2024 annual shareholder meeting.

The Board of Directors has nominated each of these directors for shareholder re-election at the company's 2023 annual shareholder meeting. The Board has also nominated for re-election director Michael E. Hayes, whom it expects will serve a complete 3-year term. The company will continue its Board refresh, balanced with continuity for orderly transitions as the company executes its transformational AEL 2.0 business model.

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**SIGNATURE**

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

**AMERICAN EQUITY INVESTMENT LIFE HOLDING COMPANY**

Date: April 28, 2023

By: /s/ Mark A. Schuman

Mark A. Schuman

Vice President and Associate General Counsel, Securities and Corporate  
Governance, and Assistant Secretary