

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): March 17, 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 8.01 Other Events**

On March 17, 2023 American Equity Investment Life Holding Company (the Company) entered into an accelerated share repurchase agreement (ASR) with JPMorgan Chase Bank, National Association to repurchase \$200 million of Company common stock (the Stock) under its current Board authorization. The Company will initially receive approximately 4.831 million shares of Stock, representing approximately 80% of the number of shares of Stock initially underlying the ASR based on the closing Stock price on March 17, 2023. The Company's total repurchase will be based on the volume-weighted average Stock price during the ASR term, less a discount, subject to potential adjustments under the ASR. The Company expects final settlement in third quarter 2023.

The forward-looking statements in this disclosure, such as expects, potential, and will, and their derivative forms and similar words, as well as any projections of future results, are based on assumptions and expectations that involve risks and uncertainties, including the Company's "Risk Factors" in its U.S. Securities and Exchange Commission filings. The Company's future results could differ, and it has no obligation to correct or update any of these statements.

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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: March 20, 2023

By: /s/ Axel André

Axel André

Executive Vice President and Chief Financial Officer