

| OMB APPROVAL | |
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| OMB Number: | 3235-0287 |
| Estimated average burden hours per response: | 0.5 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

| | | | | | | | | |
|--|--|--|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person <u>Johnson Ted Morris</u> _____ (Last) (First) (Middle) 6000 WESTOWN PARKWAY _____ (Street) WEST DES MOINES IA 50266 _____ (City) (State) (Zip) | | | 2. Issuer Name and Ticker or Trading Symbol <u>AMERICAN EQUITY INVESTMENT LIFE HOLDING CO [AEL]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ X CFO & Treasurer | | |
| | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/25/2021 | | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 02/25/2021 | | A | | 7,581 ⁽¹⁾ | A | \$0 | 105,345 | D | |
| Common Stock | 02/27/2021 | | F | | 1,593 | D | \$27.63 | 103,752 | D | |
| Common Stock | 02/27/2021 | | A | | 18,045 ⁽²⁾ | A | \$0 | 121,797 | D | |
| Common Stock | 02/27/2021 | | F | | 8,183 | D | \$27.63 | 113,614 | D | |
| Common Stock | | | | | | | | 14,138 ⁽³⁾ | I | By ESOP |

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

| 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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|-------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title |
| Options - Right to Buy | \$27.4 | 02/25/2021 | | A | | 26,655 | | 02/25/2022 ⁽⁴⁾ | 02/25/2031 | Common Stock | 26,655 | \$0 | 76,220 | D | |

Explanation of Responses:

- Time based restricted stock units awarded under the American Equity Investment Life Holding Company Amended and Restated Equity Incentive Plan that vest on the third anniversary of the date of grant.
- Performance based restricted stock units that vested and converted into shares of common stock under the American Equity Investment Life Holding Company Amended and Restated Equity Incentive Plan.
- Reflects ESOP allocations that have occurred since the date of the reporting person's last ownership report.
- An award of stock options pursuant to the American Equity Investment Life Holding Company Amended and Restated Equity Incentive Plan, 1/3 of which vest one year from date of grant; 1/3 vest two years from date of grant and 1/3 vest three years from date of grant.

Remarks:

Renee D. Montz, by Power of Attorney 03/01/2021

** Signature of Reporting Person Date

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

* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.