

AMERICAN EQUITY INVESTMENT LIFE HOLDING CO  
Form 8-K/A  
April 29, 2005

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

**FORM 8-K/A**

**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 29, 2005**

**AMERICAN EQUITY  
INVESTMENT LIFE HOLDING COMPANY**  
(Exact Name of Registrant as Specified in its Charter)

**IOWA**  
(State or Other Jurisdiction  
of Incorporation)

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

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

**5000 Westown Parkway, Suite 440  
West Des Moines, Iowa**  
(Address of Principal Executive Offices)

**50266**  
(Zip Code)

**(515) 221-0002**  
(Registrant's telephone number, including area code)

**NOT APPLICABLE**  
(Former Name or Former Address, if Changed Since Last Report)

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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))
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**Item 1.01 Modification of a Material Definitive Agreement.**

As previously reported in Form 8-K filed April 5, 2005, American Equity Investment Life Holding Company (the Company ) entered into a Stock Sale/Purchase Agreement, effective January 1, 2005 (the Agreement ), pursuant to which the Company acquired 100% of the outstanding shares of American Equity Investment Service Company ( AEISC ) from David Noble, the Company s Chairman, Chief Executive Officer, President and Treasurer.

By mutual agreement the parties have rescinded the Agreement to permit an opportunity for additional discussion to evaluate whether a more tax-efficient structure for the combination is available. Thus, the consummation of the transaction has been postponed for an indefinite period.

**SIGNATURES**

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.

Date: April 29, 2005

AMERICAN EQUITY INVESTMENT  
LIFE HOLDING COMPANY

By: /s/ Wendy L. Carlson  
Wendy L. Carlson  
Chief Financial Officer and  
General Counsel