

Grensteiner Ronald James
 Form 5
 February 14, 2012

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
 Expires: January 31, 2005
 Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
Grensteiner Ronald James

2. Issuer Name and Ticker or Trading Symbol
AMERICAN EQUITY INVESTMENT LIFE HOLDING CO [AEL]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Vice President

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2011

5000 WESTOWN PARKWAY
 (Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting
 (check applicable line)

WEST DES MOINES, IA 50266

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | Â | Â | Â | Â Â Â | 54,962 | D | Â |
| Common Stock | Â | Â | Â | Â Â Â | 3,590 | I | By ESOP |

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

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SEC 2270 (9-02)

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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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title |
| Options - Right to Buy | \$ 9.27 | Â | Â | Â | Â Â | 06/11/2013 06/11/2020 ⁽¹⁾ | Common Stock 2 |
| Options - Right to Buy | \$ 10.24 | Â | Â | Â | Â Â | 03/15/2013 03/15/2016 ⁽¹⁾ | Common Stock 4 |
| Options - Right to Buy | \$ 7 | Â | Â | Â | Â Â | 05/08/2012 05/08/2019 | Common Stock 20 |
| Options - Right to Buy | \$ 10.85 | Â | Â | Â | Â Â | 06/11/2011 06/11/2018 | Common Stock 10 |
| Options - Right to Buy | \$ 10.77 | Â | Â | Â | Â Â | 06/30/2005 12/31/2014 | Common Stock 7 |
| Options - Right to Buy | \$ 11 | Â | Â | Â | Â Â | 06/10/2004 06/10/2014 | Common Stock 13 |
| Options - Right to Buy | \$ 9 | Â | Â | Â | Â Â | 12/04/2003 12/04/2013 | Common Stock 13 |
| Deferred Compensation | Â | Â | Â | Â | Â Â | Â ⁽³⁾ Â ⁽³⁾ | Common Stock 4 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Grensteiner Ronald James 5000 WESTOWN PARKWAY WEST DES MOINES, IA 50266 | Â | Â | Â Vice President | Â |

Signatures

Debra J. Richardson, by Power of Attorney 02/14/2012

Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Corrected expiration date of this derivative security from what was filed as of December 31, 2010, to actual expiration date.
- (2) Each share deemed to be held by the Deferred Compensation Plan represents the right to receive one share of AEL common stock or the cash value thereof.
- (3) Deferred compensation payment is exercisable within 60 days after the occurrence of the earliest of the following events: (i) employee's termination of employment; (ii) a change of control of company; (iii) action of the Board of Directors; (iv) employee's death.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.