

HC2 HOLDINGS, INC.  
Form SC 13G/A  
January 23, 2017

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13D-1(b) (c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)

(Amendment No. 1)\*  
HC2 HOLDINGS, INC.

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(Name of Issuer)  
Common Stock, \$0.001 par value per share

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(Title of Class of Securities)  
404139107

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(CUSIP Number)  
December 31, 2016

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(Date of Event Which Requires Filing of This Statement)  
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:  
Rule 13d-1(b)  
Rule 13d-1(c)  
Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following page(s))

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CUSIP No. 404139107

|   |  |
|---|--|
| 1 | NAME OF REPORTING PERSONS<br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON                     |
| 2 | American Financial Group, Inc.<br>CHECK THE APPROPRIATE BOX IF A <sup>(a)</sup> MEMBER OF A GROUP* |
| 3 | SEC USE ONLY   |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION<br><br>United States of America - Ohio                        |
| 5 | SOLE VOTING POWER  |
| 6 | 3,018,785 SHARED VOTING POWER  |
| 7 | 0 SOLE DISPOSITIVE POWER   |
| 8 | 3,018,785 SHARED DISPOSITIVE POWER   |
| 9 | 0 AGGREGATE AMOUNT   |

|    |   |
|----|---|
|    | BENEFICIALLY OWNED BY EACH REPORTING PERSON                           |
|    | 3,018,785   |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9                       |
| 12 | 6.9%<br>TYPE OF REPORTING PERSON*                                     |
|    | HC  |

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Item 1(a) Name of Issuer: HC2 HOLDINGS, INC., a Delaware corporation

Item 1(b) Address of Issuer's Principal Executive Office: 505 Huntmar Park Drive #325, Herndon, VA 20170

Item 2(a) Name of Person Filing: American Financial Group, Inc. ("AFG")

Item 2(b) Address of Principal Business Office:

Great American Insurance Group Tower

301 East Fourth Street

Cincinnati, Ohio 45202

Item 2(c) Citizenship: U.S.A. – Ohio

Item 2(d) Title of Class of Securities: Common Stock, \$0.001 par value per share

Item 2(e) CUSIP Number: 404139107

Item If this Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b), check whether the Person Filing is a: (g) a  
3 parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).

Item 4 Ownership:

(a) See Item 9 of page 2. Includes 1,007,421 shares and warrants to purchase 2,011,364 shares at a price of \$7.04 per share.

(b) See Item 11 of page 2.

(c) See Items 5-8 of page 2.

Item 5 Ownership of 5% or Less of a Class: N/A

Item 6 Ownership of More Than 5% on Behalf of Another Person: N/A

Item Identification and Classification of the Subsidiary which Acquired the Security being Reported on by the Parent  
7 Holding Company:

Great American Life Insurance Company (IC-Ohio)

Item 8 Identification and Classification of Members of the Group: N/A

Item 9 Notice of Dissolution of Group: N/A

Item Certification: By signing below I certify that, to the best of my knowledge and belief, the securities referred to  
10 above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

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**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

American Financial Group, Inc.

January 23, 2017 By: /s/ Mark A. Weiss  
Name: Mark A. Weiss  
Title: Vice President