

RICHARDSON DEBRA J
 Form 5
 February 12, 2009

FORM 5

OMB APPROVAL

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

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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 *
 RICHARDSON DEBRA J

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)
 Senior VP & Secretary

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2008

5000 WESTOWN PARKWAY,
 SUITE 440

(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)
Common Stock				(A) Amount (D) Price	101,424	D	

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

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

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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 Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Options - Right to Buy	\$ 10.85	Â	Â	Â	Â Â	06/11/2011 06/11/2018	Common Stock 40,000
Options - Right to Buy	\$ 10.77	Â	Â	Â	Â Â	06/30/2005 12/31/2014	Common Stock 20,000
Options - Right to Buy	\$ 11	Â	Â	Â	Â Â	06/10/2004 06/10/2014	Common Stock 20,000
Options - Right to Buy	\$ 9	Â	Â	Â	Â Â	12/04/2003 12/04/2013	Common Stock 20,000
Options - Right to Buy	\$ 9.67	Â	Â	Â	Â Â	12/29/2000 12/29/2010	Common Stock 30,000
Options - Right to Buy	\$ 9.67	Â	Â	Â	Â Â	05/05/2000 05/05/2010	Common Stock 17,250
Options - Right to Buy	\$ 7.33	Â	Â	Â	Â Â	04/14/1999 04/14/2009	Common Stock 33,000
American Equity Capital Trust I 8% Conv TP	\$ 10	Â	Â	Â	Â Â	09/30/2002 09/30/2029	Common Stock 3,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
 Â X Â Â Senior VP & Secretary Â

RICHARDSON DEBRA J
5000 WESTOWN PARKWAY, SUITE 440
WEST DES MOINES, IA 50266

Signatures

Debra J.
Richardson

02/12/2009

**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).

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.