FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | IN BENEFICIAL | OWNERSHIP |
|------------------|-------------------|---------------|-----------|

| OMB APPRO | VAL |
|-------------------------|--|
| OMB Number: | 3235-0287 |
| Estimated average burde | en |
| hours per response: | 0.5 |
| | OMB Number: Estimated average burde |

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

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

| 1. Name and Address of Reporting Person* Miller Henry S | | | 2. Issuer Name and Ticker or Trading Symbol AMERICAN INTERNATIONAL GROUP INC [AIG] | | | | | | | P (Ch | S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
|---|---|--|--|---|---|--------|----------------------|---|--|---|---|--|---|--|--|--|
| (Last) (First) (Middle) AMERICAN INTERNATIONAL GROUP, INC. 175 WATER STREET | | | | 3. Date of Earliest Transaction (Month/Day/Year) 07/01/2019 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | 6.11 | below) | (give title | Other (s | | | |
| (Street) NEW YO | | | 10038 (Zip) | | 4. 11 | Amer | iument, i | Date | or Original File | su (MOHUI/DA | ay/Teal) | Line | e) <mark>X</mark> Form f | iled by One Re iled by More th | porting Perso | n |
| | | Tab | le I - Non- | Deriva | tive | Sec | urities | Ac | quired, Di | sposed o | of, or Be | neficial | ly Owned | l | | |
| 1. Title of Security (Instr. 3) 2. Transar Date (Month/Da | | | | Execution Date, | | Code V | on Disposed r. 5) | ities Acquired (A) or d of (D) (Instr. 3, 4 a | | Securitie Benefici Owned I Reporte Transaci (Instr. 3 | 5. Amount of Securities For Beneficially (D) Gowned Following Reported Transaction(s) (Instr. 3 and 4) | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | Т | | | | | | | uired, Dis _! , options, | | | | Owned | | | |
| 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) | Co | 4. Transaction Code (Instr. 8) | | of | | 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) |
| | | | | Co | ode | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Deferred Stock Unit | (1) | 07/01/2019 | | | A | | 134 ⁽¹⁾ | | (1) | (1) | Common Stock | 134 | (1) | 22,909 ⁽²⁾ | D | |

Explanation of Responses:

1. Dividend equivalent in the form of deferred stock units with respect to deferred stock units previously awarded under the American International Group, Inc. ("AIG") 2010 Stock Incentive Plan (the "2010 Stock Incentive P Plan") and the AIG 2013 Omnibus Incentive Plan (the "2013 Plan"). Subject to the terms of the 2010 Plan and the 2013 Plan, respectively, and the related award agreement, shares of AIG Common Stock underlying the deferred stock units will be deliverable, without any cash consideration or conditions, on the last trading day of the month in which the director ceases to be a director of AIG.

2. Reflects deferred stock units previously granted pursuant to the 2010 Plan and the 2013 Plan.

Henry S. Miller by Rose Marie E. Glazer, Attorney-in-Fact

07/02/2019

** 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.