2014 Performance

Share Units 2015

Performance Share Units

Stock Units 2018

Restricted

Stock Units

2017

(3)

(3)

(3)

(3)

12/07/2018

12/07/2018

12/07/2018

12/07/2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20049

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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

Quane Alessandrea C. Check all applicable Director					f 1940	npany Act of	ent Co	Investm	30(h) of the	or Section						
Common Stock 12/07/2018 M 138 A \$0(1) 10,640	10% Owner	Director 10% Ov V Officer (give title Other (s			GROUP				CAN IN	AMERI	1					
A. If Amendment, Date of Original Filed (Month/Day/Year) City (State) (Zip)	below)					Day/Year)	Month	action (I			AMERICAN INTERNATIONAL GROUP, INC.					
Table - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned	oup Filing (Check Applicable One Reporting Person More than One Reporting	led by One Rep led by More tha	e) X Form fil Form fil	Line)	/Year)	(Month/Day/	al Filed	f Origina	ment, Date o	4. If Amend		100	RK NY	(Street) NEW YOR		
1. Title of Security (Instr. 3)			ly Owned	neficially	. or Ben	oosed of.	l. Dis	auired	rities Ac	 ative Secu			(518	(City)		
Code V Amount (A) or Price Transaction(s) (Instr. 3 and 4)		nt of 6. C es For ally (D) collowing (I) (5. Amour Securitie Beneficia Owned F	(A) or	4. Securities Acquired (A)		3. Transaction Code (Instr.		Deemed ution Date,	tion 2A. E Exec y/Year) if any	1. Title of Security (Instr. 3) 2. Transac Date					
Common Stock 12/07/2018 M 138 A \$0(1) 10,545 Common Stock 12/07/2018 M 95 A \$0(1) 10,640 Common Stock 12/07/2018 M 44 A \$0(1) 10,640 Common Stock 12/07/2018 F 44 D \$40,77(2) 10,640 Common Stock 12/07/2018 F 95 D \$40,77(2) 10,545 Common Stock 12/07/2018 F 138 D \$40,77(2) 10,407 Common Stock 12/07/2018 F 147 D \$40,77(2) 10,260 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned	(Instr. 4)	ion(s)	Transact	Price	(A) or (D)	Amount	v	Code								
Common Stock 12/07/2018 M 95 A \$0(1) 10,640 Common Stock 12/07/2018 M 44 A \$0(1) 10,684 Common Stock 12/07/2018 F 44 D \$40.77(2) 10,640 Common Stock 12/07/2018 F 95 D \$40.77(2) 10,545 Common Stock 12/07/2018 F 138 D \$40.77(2) 10,407 Common Stock 12/07/2018 F 147 D \$40.77(2) 10,260 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned 16,207 10,200 10,200	I By Spouse	407	10,	\$0 ⁽¹⁾	A	147		М		2018	12/07/2		Stock	Common S		
Common Stock 12/07/2018 M 44 A \$0(1) 10,684 Common Stock 12/07/2018 F 44 D \$40.77(2) 10,640 Common Stock 12/07/2018 F 95 D \$40.77(2) 10,545 Common Stock 12/07/2018 F 138 D \$40.77(2) 10,407 Common Stock 12/07/2018 F 147 D \$40.77(2) 10,260 Common Stock 12/07/2018 F 147 D \$40.77(2) 10,260 Common Stock 12/07/2018 F 147 D \$40.77(2) 10,260 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned 16,207 10,200 10,200	I By Spouse	545	10,	\$0 ⁽¹⁾	A	138		М		2018	ommon Stock 12/07/2		Common S			
Common Stock 12/07/2018 F 44 D \$40.77(2) 10,640 Common Stock 12/07/2018 F 95 D \$40.77(2) 10,545 Common Stock 12/07/2018 F 138 D \$40.77(2) 10,407 Common Stock 12/07/2018 F 147 D \$40.77(2) 10,260 Common Stock 16,207 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned	I By Spouse	640	10,	\$0 ⁽¹⁾	A	95		M		2018	ommon Stock 12/07/2		Common S			
Common Stock 12/07/2018 F 95 D \$40.77(2) 10,545 Common Stock 12/07/2018 F 138 D \$40.77(2) 10,407 Common Stock 12/07/2018 F 147 D \$40.77(2) 10,260 Common Stock 16,207 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned	I By Spouse	684	10,	\$0 ⁽¹⁾	A	44		М		2018	nmon Stock 12/07/		Common S			
Common Stock 12/07/2018 F 138 D \$40.77 ⁽²⁾ 10,407 Common Stock 12/07/2018 F 147 D \$40.77 ⁽²⁾ 10,260 Common Stock 16,207 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned	I By Spouse	640	10,	\$40.77(2) 10		44 I		F		2018	12/07/2	tock 12/0		Common S		
Common Stock 12/07/2018 F 147 D \$40.77(2) 10,260 Common Stock 16,207 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned	I By Spouse	545	(2) 10,	\$40.77(2	D	95		F		2018	12/07/2		Stock	Common S		
Common Stock 16,207 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned	I By Spouse	407	(2) 10,	\$40.77(2	D	138		F		2018	12/07/2		Stock	Common S		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned	I By Spouse	260	(2) 10,	\$40.77(2	D	147		F		2018	12/07/2018		Stock	Common S		
	D	207	16,								Common Stock					
l variable to the state of the			Owned									Tal				
1. Title of Derivative Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Securities (A) or Disposed of (D) (Instr. 3, 4 and 5) Securities (Instr. 3, 4 and 5) Securities (Instr. 3) Securities (Instr. 3) Securities (Instr. 3) Securities (Instr. 3) Securities (Instr. 4) Securities (Instr. 5) Securities (Ins	tive Ownership Form: Beneficially Direct (D) or Indirect (I) (Instr. 4) ted action(s)	derivative Securities Beneficially Owned Following Reported Transaction(s)	Derivative Security	d f f s g e Security nd 4)	7. Title and Amount of Securities Underlying Derivative s (Instr. 3 and	6. Date Exercisable and Expiration Date			5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4	4. Transaction Code (Instr.	2. Conversion or Exercise Price of Derivative 3. Transaction Date (Month/Day/Year) 3. Transaction Execution Date, if any (Month/Day/Year) 4. Transaction Execution Date, if any (Month/Day/Year) 8.		Derivative Security			

or Number

of Shares

95

44

138

147

\$0.0000

\$0.0000

\$0.0000

\$0.0000

2,097

1,012

3,081

3,248

By Spouse

By Spouse

By Spouse

By Spouse

Ι

Expiration Date

(4)

(5)

(6)

Title

Stock

Common

Stock

Stock

Common

Stock

Date

Exercisable

(4)

(5)

(6)

(7)

Code

M

M

(A) (D)

95⁽⁴⁾

44⁽⁵⁾

138(6)

147⁽⁷⁾

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. Transa Code (8)		of Exp		6. Date Exerc Expiration Da (Month/Day/\)	ate	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)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
2014 Performance Share Units	(3)							(8)	(8)	Common Stock	4,083		4,083	D	
2015 Performance Share Units	(3)							(9)	(9)	Common Stock	3,043		3,043	D	
2017 Restricted Stock Units	(3)							(10)	(10)	Common Stock	7,304		7,304	D	
2018 Restricted Stock Units	(3)							(11)	(11)	Common Stock	7,534		7,534	D	

Explanation of Responses:

- 1. Each unit was the economic equivalent of one share of AIG Common Stock.
- 2. The amount of shares was determined on December 7, 2018 based on AIG's share price on December 4, 2018.
- 3. The units convert to AIG Common Stock on a 1 to 1 basis.
- 4. Reflects partial lapsing of restrictions on 2014 Performance Share Units to cover FICA obligation. The earned 2014 Performance Share Units have vested for the reporting person and are settled in shares of AIG Common Stock one-third in January of each of 2017, 2018 and 2019.
- 5. Reflects partial lapsing of restrictions on 2015 Performance Share Units to cover FICA obligation. The earned 2015 Performance Share Units have vested for the reporting person and are settled in shares of AIG Common Stock one-third in January of each of 2018, 2019 and 2020.
- 6. Reflects partial lapsing of restrictions on 2017 Restricted Stock Units to cover FICA obligation. The 2017 Restricted Stock Units have vested for the reporting person and are settled in shares of AIG Common Stock in January 2020.
- 3. Reflects partial lapsing of restrictions on 2018 Restricted Stock Units to cover FICA obligation. The 2018 Restricted Stock Units have vested for the reporting person and are settled in shares of AIG Common Stock in January 2021.
- 8. The earned 2014 Performance Share Units vest one-third in January of each of 2017, 2018 and 2019 and are settled in shares of AIG Common Stock.
- 9. The earned 2015 Performance Share Units vest one-third in January of each of 2018, 2019 and 2020 and are settled in shares of AIG Common Stock.
- 10. The 2017 Restricted Stock Units vest in January 2020, subject to the reporting person's continued employment through the vesting date, and are settled in shares of AIG Common Stock.
- 11. The 2018 Restricted Stock Units vest in January 2021, subject to the reporting person's continued employment through the vesting date, and are settled in shares of AIG Common Stock.

/s/ James J. Killerlane III, by POA for Alessandrea C. Quane 01/03/2019

** Signature of Reporting Person D

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.

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