

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **January 31, 2024**

AMERICAN INTERNATIONAL GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-8787
(Commission File Number)

13-2592361
(IRS Employer Identification No.)

**1271 Avenue of the Americas
New York, New York 10020**
(Address of principal executive offices)

Registrant's telephone number, including area code: **(212) 770-7000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, Par Value \$2.50 Per Share	AIG	New York Stock Exchange
4.875% Series A-3 Junior Subordinated Debentures	AIG 67EU	New York Stock Exchange
Depository Shares Each Representing a 1/1,000 th Interest in a Share of Series A 5.85% Non-Cumulative Perpetual Preferred Stock	AIG PRA	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Section 8 – Other Events.

Item 8.01. Other Events.

Redemption of Series A Preferred Stock, Represented by Depositary Shares

On January 31, 2024, American International Group, Inc. announced that it will redeem all outstanding shares of its Series A 5.85% Non-Cumulative Perpetual Preferred Stock (the “Series A Preferred Stock”) and all the corresponding Depositary Shares (the “Depositary Shares”), each representing a 1/1,000th interest in a share of Series A Preferred Stock, on March 15, 2024 (the “Redemption Date”). The redemption price per share of Series A Preferred Stock will be \$25,000 (equivalent to \$25.00 per Depositary Share) (the “Redemption Price”). The Redemption Price does not include an amount equal to any dividends per share that have been declared but not paid prior to the Redemption Date and that will be payable on the Redemption Date to holders of record on the record date for such dividend payment. As of January 31, 2024, 20,000 shares of Series A Preferred Stock and 20,000,000 Depositary Shares were outstanding.

The information contained in this Current Report on Form 8-K does not constitute a notice of redemption of the Series A Preferred Stock or the corresponding Depositary Shares. Holders of the Depositary Shares should refer to the notice of redemption delivered to the registered holders of the Depositary Shares by Equiniti Trust Company, as Depositary, with respect to the Depositary Shares.

A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein.

Section 9 – Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits.

(d)	Exhibits.
99.1	Press release of American International Group, Inc., dated January 31, 2024.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press release of American International Group, Inc., dated January 31, 2024.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERICAN INTERNATIONAL GROUP, INC.
(Registrant)

Date: January 31, 2024

By: /s/ Christina Banthin

Name: Christina Banthin

Title: Senior Vice President and Corporate Secretary



Press Release

www.aig.com

Contacts:

Quentin McMillan (Investors): quentin.mcmillan@aig.com

Claire Talcott (Media): claire.talcott@aig.com

AIG to Redeem its Series A Preferred Stock, Represented by Depositary Shares

NEW YORK – January 31, 2024 – American International Group, Inc. (NYSE: AIG) today announced that it will redeem all outstanding shares of its Series A 5.85% Non-Cumulative Perpetual Preferred Stock (CUSIP 026874 750 / ISIN US0268747500) (the “Series A Preferred Stock”) and all the corresponding Depositary Shares (CUSIP 026874 768 / ISIN US0268747682) (the “Depositary Shares”), each representing a 1/1,000th interest in a share of Series A Preferred Stock, on March 15, 2024 (the “Redemption Date”). The redemption price per share of Series A Preferred Stock will be \$25,000 (equivalent to \$25.00 per Depositary Share) (the “Redemption Price”). The Redemption Price does not include an amount equal to any dividends per share that have been declared but not paid prior to the Redemption Date and that will be payable on the Redemption Date to holders of record on the record date for such dividend payment. As of January 31, 2024, 20,000 shares of Series A Preferred Stock and 20,000,000 Depositary Shares were outstanding.

This press release does not constitute a notice of redemption of the Series A Preferred Stock or the corresponding Depositary Shares. Holders of the Depositary Shares should refer to the notice of redemption delivered to the registered holders of the Depositary Shares by Equiniti Trust Company, as Depositary, with respect to the Depositary Shares.

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Certain statements in this press release, including those describing the completion of the redemption, constitute forward-looking statements. These statements are not historical facts but instead represent only AIG’s belief regarding future events, many of which, by their nature, are inherently uncertain and outside AIG’s control. It is possible that actual results will differ, possibly materially, from the anticipated results indicated in these statements. Factors that could cause actual results to differ, possibly materially, from those in the forward-looking statements are discussed throughout AIG’s periodic filings with the SEC pursuant to the Securities Exchange Act of 1934.

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About AIG

American International Group, Inc. (AIG) is a leading global insurance organization. AIG member companies provide insurance solutions that help businesses and individuals in approximately 70 countries and jurisdictions protect their assets and manage risks. For additional information, visit www.aig.com. AIG common stock is listed on the New York Stock Exchange.

AIG is the marketing name for the worldwide operations of American International Group, Inc. All products and services are written or provided by subsidiaries or affiliates of American International Group, Inc.



Products or services may not be available in all countries and jurisdictions, and coverage is subject to underwriting requirements and actual policy language. Non-insurance products and services may be provided by independent third parties. Certain property casualty coverages may be provided by a surplus lines insurer. Surplus lines insurers do not generally participate in state guaranty funds, and insureds are therefore not protected by such funds.