SEC Form 4

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to	Section 16(a) of the S	ecurities E	Exchange /	Act of 2	1934

led 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 [*] Fato Luciana				er Name and Ticke ERICAN INT [AIG]	•	^{ymbol} ONAL GROUP,	(Check	ationship of Reportir < all applicable) Director Officer (give title	10% 0	on(s) to Issuer 10% Owner Other (specify	
INC.		(Middle)	P, 3. Date 06/29	of Earliest Transad /2021	ction (Month/E	Day/Year)	X	below) EVP, GC, Comr	below)	
1271 AVE OF THE AMERICAS (Street) NEW YORK NY 10020-1304				nendment, Date of	Original Filed	(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)						F 613011			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3) 2. Trans Date				2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A) Disposed Of (D) (Instr. 3,		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	

	Execution Date, if any (Month/Day/Year)	Transa Code (8)		Disposed Of (5)	D) (Instr.	3, 4 and		(D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)	
		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	

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

	(e.g., puts, cans, 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		6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of		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				
2019 Restricted Stock Units	(1)	06/29/2021		Α		150 ⁽¹⁾		(1)	(1)	Common Stock	150	(1)	24,301	D	
2020 Restricted Stock Units	(2)	06/29/2021		A		178 ⁽²⁾		(2)	(2)	Common Stock	178	(2)	28,882	D	
Restricted Stock Units	(3)	06/29/2021		Α		217 ⁽³⁾		(3)	(3)	Common Stock	217	(3)	35,120	D	

Explanation of Responses:

1. These securities are dividend equivalent rights in the form of 2019 Restricted Stock Units with respect to 2019 Restricted Stock Units previously awarded under the American International Group, Inc. 2013 Omnibus Incentive Plan. The 2019 Restricted Stock Units (including any related dividend equivalent rights in the form of 2019 Restricted Stock Units) vest on January 1, 2022, subject to the reporting person's continued employment through the vesting date, and are settled in shares of AIG Common Stock on a 1-to-1 basis.

2. These securities are dividend equivalent rights in the form of 2020 Restricted Stock Units with respect to 2020 Restricted Stock Units previously awarded under the American International Group, Inc. 2013 Omnibus Incentive Plan. The 2020 Restricted Stock Units (including any related dividend equivalent rights in the form of 2020 Restricted Stock Units) vest on January 1, 2023, subject to the reporting person's continued employment through the vesting date, and are settled in shares of AIG Common Stock on a 1-to-1 basis.

3. These securities are dividend equivalent rights in the form of Restricted Stock Units with respect to Restricted Stock Units previously awarded under the American International Group, Inc. 2013 Omnibus Incentive Plan on September 10, 2020. The Restricted Stock Units (including any related dividend equivalent rights in the form of Restricted Stock Units) granted on September 10, 2020 vest fifty percent on September 10, 2021 and fifty percent on September 10, 2022, subject to the reporting person's continued employment through the applicable vesting dates, and are settled in shares of AIG Common Stock on a 1-to-1 basis.

/s/ Alanna Franco, attorney-in-07/01/2021

<u>fact</u>

** 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.

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