

---

---

**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): August 1, 2013**

---

**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.)

**180 Maiden Lane**  
**New York, New York 10038**  
(Address of principal executive offices)

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

(Former name or former address, if changed since last report.)

---

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 13e4(c) under the Exchange Act (17 CFR 240.13e-4(c))
- 
-

---

**Section 8 — Other Events****Item 8.01. Other Events.**

On August 1, 2013, American International Group, Inc. issued a press release announcing that its Board of Directors has declared a cash dividend on its common stock, par value \$2.50 per share (“AIG Common Stock”), of \$0.10 per share and authorized the repurchase of shares of AIG Common Stock, with an aggregate purchase price of up to \$1.0 billion. 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 August 1, 2013.

**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: August 1, 2013

By: /s/ James J. Killerlane III

Name: James J. Killerlane III

Title: Associate General Counsel and Assistant Secretary

---

**EXHIBIT INDEX**

Exhibit No.

Description

99.1 Press release of American International Group, Inc. dated August 1, 2013.



## Press Release

AIG  
180 Maiden Lane  
New York, NY 10038  
www.aig.com

Contacts:

Liz Werner (Investors): 212-770-7074; elizabeth.werner@aig.com  
Jon Diat (Media): 212-770-3505; jon.diat@aig.com

### **AIG DECLARES COMMON STOCK DIVIDEND OF \$0.10 PER SHARE**

### **BOARD OF DIRECTORS AUTHORIZES REPURCHASE OF UP TO \$1.0 BILLION OF AIG COMMON STOCK**

NEW YORK, August 1, 2013 – American International Group, Inc. (NYSE: AIG) today announced the following actions taken by its Board of Directors:

- Declared a quarterly dividend of \$0.10 per share on AIG common stock, par value \$2.50 per share (“AIG Common Stock”). The dividend is payable on Thursday, September 26, 2013, to stockholders of record at the close of business on Thursday, September 12, 2013.
- Authorized the repurchase of shares of AIG Common Stock with an aggregate purchase price of up to \$1.0 billion, from time to time in the open market, private purchases, through forward, derivative, accelerated repurchase or automatic repurchase transactions, or otherwise.

“The successful turnaround of AIG has been remarkable,” said Robert S. Miller, Chairman of the Board of AIG. “As part of our recovery, we are pleased that we have gained sufficient capital adequacy that we can return a portion of our success directly to our shareholders through these actions. Beyond our repaying all of our obligations to America, plus a profit, AIG continues to make sound business decisions, helping position the company for a strong future by seeking smart opportunities to grow AIG’s businesses, streamlining global operations under clear reporting lines, and developing and retaining the best talent.”

Remarking on the dividend actions and repurchase authorization, Robert H. Benmosche, President and Chief Executive Officer of AIG, said, “AIG is a fundamentally different, simpler company than it was three years ago. We are very pleased to be in a position to declare a dividend and to establish a new equity repurchase program. Our primary goal is to execute and deliver on AIG’s potential. We’ve begun to fulfill that goal with our strong results this year, which reflect the strides we have taken to capitalize on the depth of our global operations, the market’s demand for the products and services we offer, and the strong performance of our investment portfolio. We are committed to building on our success and demonstrating what the new AIG can do.”

Certain statements in this press release 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.

# # #

American International Group, Inc. (AIG) is a leading international insurance organization serving customers in more than 130 countries. AIG companies serve commercial, institutional, and individual customers through one of the most extensive worldwide property-casualty networks of any insurer. In addition, AIG companies are leading providers of life insurance and retirement services in the United States. AIG common stock is listed on the New York Stock Exchange and the Tokyo Stock Exchange.

Additional information about AIG can be found at [www.aig.com](http://www.aig.com) | YouTube: [www.youtube.com/aig](http://www.youtube.com/aig) | Twitter: [@AIG\\_LatestNews](https://twitter.com/AIG_LatestNews) | LinkedIn: <http://www.linkedin.com/company/aig>

AIG is the marketing name for the worldwide property-casualty, life and retirement, and general insurance operations of American International Group, Inc. For additional information, please visit our website at [www.aig.com](http://www.aig.com). 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 coverage is subject to 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.