

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): September 23, 2022

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:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
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
Stock Purchase Rights		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.

On September 23, 2022, American International Group, Inc. (the “Company”) announced that it will redeem (i) \$750,000,000 aggregate principal amount of its outstanding 3.900% Notes Due 2026 (CUSIP 026874DH7 / ISIN US026874DH71) (the “3.900% Notes”), (ii) all of its outstanding 3.750% Notes Due 2025 (CUSIP 026874DD6 / ISIN US026874DD67) (the “3.750% Notes”) and (iii) \$500,000,000 aggregate principal amount of its 2.500% Notes Due 2025 (CUSIP 026874DQ7 / ISIN US026874DQ70) (the “2.500% Notes,” and together with the 3.900% Notes and the 3.750% Notes, the “Notes”) on October 24, 2022 (the “Redemption Date”). On the Redemption Date, the Company will pay to the registered holders of each series of Notes a redemption price per \$1,000 principal amount of each series of Notes as determined in accordance with the respective indenture governing such series of Notes, plus accrued and unpaid interest to, but not including, the Redemption Date. As of September 22, 2022, \$1,500,000,000 aggregate principal amount of the 3.900% Notes, \$1,500,000,000 aggregate principal amount of the 2.500% Notes and \$521,781,000 aggregate principal amount of the 3.750% Notes were outstanding.

The information contained in this Current Report on Form 8-K does not constitute a notice of redemption of the Notes. Holders of the Notes should refer to the notice of redemption delivered to the registered holders of the Notes by The Bank of New York Mellon, the trustee with respect to the Notes.

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.
<u>99.1</u>	<u>Press release of American International Group, Inc., dated September 23, 2022.</u>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

EXHIBIT INDEX

Exhibit No.	Description
<u>99.1</u>	<u>Press release of American International Group, Inc., dated September 23, 2022.</u>
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: September 23, 2022

By: /s/ Ariel R. David

Name: Ariel R. David

Title: Vice President and Deputy Corporate Secretary

FOR IMMEDIATE RELEASE

**Press Release**

Contacts:

Quentin McMillan (Investors): quentin.mcmillan@aig.comDana Ripley (Media): dana.ripley@aig.com**AIG Announces Redemption of Certain Outstanding Notes**

NEW YORK – September 23, 2022 – American International Group, Inc. (NYSE: AIG) today announced that it will redeem (i) \$750,000,000 aggregate principal amount of its outstanding 3.900% Notes Due 2026 (CUSIP 026874DH7 / ISIN US026874DH71) (the “3.900% Notes”), (ii) all of its outstanding 3.750% Notes Due 2025 (CUSIP 026874DD6 / ISIN US026874DD67) (the “3.750% Notes”) and (iii) \$500,000,000 aggregate principal amount of its 2.500% Notes Due 2025 (CUSIP 026874DQ7 / ISIN US026874DQ70) (the “2.500% Notes,” and together with the 3.900% Notes and the 3.750% Notes, the “Notes”) on October 24, 2022 (the “Redemption Date”). On the Redemption Date, AIG will pay to the registered holders of each series of Notes a redemption price per \$1,000 principal amount of each series of Notes as determined in accordance with the respective indenture governing such series of Notes, plus accrued and unpaid interest to, but not including, the Redemption Date. As of September 22, 2022, \$1,500,000,000 aggregate principal amount of the 3.900% Notes, \$1,500,000,000 aggregate principal amount of the 2.500% Notes and \$521,781,000 aggregate principal amount of the 3.750% Notes were outstanding.

This press release does not constitute a notice of redemption of the Notes. Holders of the Notes should refer to the notice of redemption delivered to the registered holders of the Notes by The Bank of New York Mellon, the trustee with respect to the Notes.

#

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.

#

American International Group, Inc. (AIG) is a leading global insurance organization. AIG member companies provide a wide range of property casualty insurance, life insurance, retirement solutions and other financial services to customers in approximately 70 countries and jurisdictions. These diverse offerings include products and services that help businesses and individuals protect their assets, manage risks and provide for retirement security. AIG common stock is listed on the New York Stock Exchange.

AIG is the marketing name for the worldwide property-casualty, life and retirement, and general insurance 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.