FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549	

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

	OMB APPRO	√AL
	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 or Section 30(h) of the Investment Company Act of 1940

L. Name and Address of Reporting Person Fato Luciana (Last) (First) (Middle) C/O AMERICAN INTERNATIONAL GROUP, INC. 1271 AVE OF THE AMERICAS					AMERICAN INTERNATIONAL GROUP, INC. [AIG] 3. Date of Earliest Transaction (Month/Day/Year) 02/21/2023								or all application of the contractor of the cont	give title		10% Owner Other (specify below) & Govt Affairs	
(Street) NEW YO			10020-1304	4	4. If Amendment, Date of Original Filed (Month/Day/Year)						lividual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(S	tate)	(Zip)														
		٦	Table I - No	n-Deriv	ative S	Securitie	es Acq	uired	, Disp	osed of, o	r Benef	ficially C	wned				
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities A Disposed Of (I) or 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Code	v	Amount	(A) or (D)	Price	Transaction (Instr. 3 and	n(s) d 4)		Į (ii	1150.4)
Common	Common Stock			02/21/	/2023		M	П	116,264(1)	A	\$0.0000	182,930		D			
Common	Stock			02/22/	2023			M	П	16,512 ⁽²⁾	A \$0.0000 199,442 D		D				
Common	Common Stock 02/22			02/22/	2/2023		M		4,540 ⁽³⁾	A	\$0.0000	203,982			D		
			Table II -							sed of, or onvertible			ned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	e (Month/Day/Year)	ate Execution Date	Code (Instr.		5. Number of Derivative Securities Acquire (A) or Disposed of (D) (Instr. 3, 4 and		Expiration (Month/Da			of Securi Underlyii	ng e Security	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned	/e es ally	10. Ownership Form: Direct (D) or Indirect	Beneficial Ownershir ect (Instr. 4)
	Security			Code	e V	(A)	(D)	Dat Exe	e ercisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction (Instr. 4)	d tion(s)	(I) (Instr. 4)	
2023 Restricted Stock Units	(4)	02/21/2023		A		13,379 ⁽⁵⁾			(5)	(5)	Common Stock	13,379	\$0.0000	13,3	79	D	

Explanation of Responses:

\$59.72

(4)

02/21/2023

02/22/2023

02/22/2023

2023 Stock

(Right to

Stock Units Recognition

Restricted

Stock Units

2022

1. The acquisition of shares of AIG Common Stock represents the vesting of performance share units previously awarded to the reporting person in 2020 ("2020 PSUs"). The 2020 PSUs were earned as determined by AIG's Compensation and Management Resources Committee on February 21, 2023 based on pre-established performance goals for the three-year performance period ended December 31, 2022. The earned 2020 PSUs vested on January 1, 2023, and are settled in shares of AIG Common Stock on a 1-to-1 basis.

4,540⁽³⁾

16,512(2)

(6)

(3)

02/21/2033

(3)

(2)

- 2. Represents the first tranche of Recognition Restricted Stock Units ("Recognition RSUs") granted on February 22, 2022 that vested on February 22, 2023. The remaining Recognition RSUs will vest in equal amounts on the second and third anniversaries of the grant date, subject to the reporting person's continued employment through each applicable vesting date, and are settled in shares of AIG common stock.
- 3. Represents the first tranche of 2022 Restricted Stock Units ("2022 RSUs") granted on February 22, 2022 that vested on February 22, 2023. The remaining 2022 RSUs will vest in equal amounts on the second and third anniversaries of the grant date, subject to the reporting person's continued employment through each applicable vesting date, and are settled in shares of AIG common stock.
- 4. The securities convert to AIG Common Stock on a 1-to-1 basis.
- 5. Represents the grant of 2023 Restricted Stock Units ("2023 RSUs"). One third of the 2023 RSUs vests on each of the first, second and third anniversaries of the grant date, subject to the reporting person's continued employment through each applicable vesting date, and such 2023 RSUs are settled in shares of AIG Common Stock.
- 6. Represents the grant of 2023 Stock Options. One third of the 2023 Stock Options vests on each of the first, second and third anniversaries of the grant date, subject to the reporting person's continued employment through each applicable vesting date.

/s/ Ariel R. David, attorney-in-02/23/2023 fact

54,780

4,540

16,512

Stock

Stock

Stock

\$0.0000

\$0.0000

\$0.0000

54,780

9,082

33,025

D

D

D

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

54,780⁽⁶⁾

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