FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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|-------------|------|-------|

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| | OMB APPROVAL | | | | | | | | | | |
|-----|--------------------------|-----------|--|--|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | | | | |
| | Estimated average burden | | | | | | | | | | |
| - 1 | | | | | | | | | | | |

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

| Name and Address of Reporting Person* Vaughan Therese M | | | | 2. Issuer Name and Ticker or Trading Symbol AMERICAN INTERNATIONAL GROUP, | | | | | | | (Ch | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | |
|--|---|--|--|---|--|-------------|--|------|--|--------|------------------|--|--|--|---|---|-----|--|---------------------------------------|
| <u> vaasna</u> | III IIICICS | <u>C 1771</u> | | | IN | <u>C.</u> [| AIG] | | | | | | | - | X Directo | | | 10% Ov | · I |
| (Last) | (Fi | rst) (| (Middle) | | | | | | | | | | | | Officer below) | (give title | | Other (s below) | specify |
| C/O AMERICAN INTERNATIONAL GROUP, INC. | | | | 3. Date of Earliest Transaction (Month/Day/Year) 01/03/2023 | | | | | | | | | | | | | | | |
| 1271 AVE OF THE AMERICAS | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | | |
| (Street) | | | | | | | | | | | | | | | , | filed by One | Rep | orting Perso | n |
| NEW YORK NY 10020-1304 | | | | | | | | | | | | | | Form filed by More than One Reporting Person | | | | | |
| (City) | (Si | tate) (| (Zip) | | | | | | | | | | | | | | | | |
| | | Tab | le I - Non-E | Deriva | tive | Sec | uritie | s Ac | quired, [| Disp | osed c | of, or B | ene | eficial | ly Owned | d | | | |
| 1. Title of Security (Instr. 3) 2. Transar Date (Month/Date) | | | | Execution Date | | | e, Transaction Disposed Code (Instr. 5) | | rities Acquired (A) ed Of (D) (Instr. 3, 4 | | | Benefici | ies For cially (D) Following (I) (| | rm: Direct) or Indirect (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | | Code | v | Amount | (A) or (D) | | Price | Transac (Instr. 3 | tion(s) | | | (Instr. 4) | |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, 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 Dat if any (Month/Day/Yo | ite, Tr | 4. Transactior Code (Instr 8) | | n of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4) | | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | ly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
| | | | | C | ode | v | (A) | (D) | Date Exercisable | | xpiration ate | Title | OI N Of | umber | | | | | |
| Deferred Stock Unit | (1) | 01/03/2023 | | | A | | 99(1) | | (1) | T | (1) | Commo Stock | n | 99 | (1) | 19,619 ⁽² | 2) | D | |

Explanation of Responses:

1. This award represents dividend equivalent rights in the form of deferred stock units ("DSUs") with respect to DSUs previously awarded under the American International Group, Inc. ("AIG") 2013 Omnibus Incentive Plan (the "2013 Plan") and the AIG 2021 Omnibus Incentive Plan (the "2021 Plan"). Subject to the terms of such plans and the related award agreements, these DSUs will vest -- along with the underlying previously awarded DSUs, without any cash consideration or conditions -- and will be settled in shares of AIG common stock on a 1-to-1 basis on the last trading day of the month in which the director's service on the AIG Board of Directors ends, unless the director has elected to defer the vesting date.

2. Reflects DSUs previously granted pursuant to the 2013 Plan and the 2021 Plan.

/s/ Ariel R. David, attorney-in-

fact

** Signature of Reporting Person Date

01/05/2023

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.